



## KHYATI MULTIMEDIA - ENTERTAINMENT LIMITED

Office : 100, Chinubhai Towers, Opp. Handloom House, Ashram Road, Ahmedabad - 380 009.  
Phone : ( 079) 26584335, 26582983 Fax No. : (079) 26574354 Email ID : khyatimulti@yahoo. com.  
Cin - L92199GJ1995PLCO24284

**OUR COMPANY CIN: L92199GJ1995PLCO24284**

REF: KMEL/LIST/BSE/RE-34(1)/AR-BSPL/08-2025

DATE: 31st AUGUST, 2025.

To  
The B S E Limited  
Listing Compliance Department,  
P.J.Towes, Dalal Street, Fort,  
Mumbai: 400 001.

Respected Sir,

Sub: Submission of Audited Annual Report of the Company along with Notice for 31ST AGM  
Of the Company for the financial year ended 31<sup>st</sup> March 2025.

Ref: Compliance to Regulation 34(1) of the SEBI (LODR) 2015.

Our Scrip Code No: **KHYATI** | 531692 | **INE593B01030** |

With reference to above subject, please find attached herewith the Audited Annual Report of our Company along with Notice for 31ST Annual General Meeting of the Company to be held on 29<sup>th</sup> September 2025 Monday at 11.00 A.M. at The President Hotel, Opposite Municipal Market, Off: C G Road Near Swastik Cross Roads, Navrangpura, Ahmedabad: 380 009 Gujarat State, India.

Sir, Please note that this Audited Annual Report is also uploaded on Company's website [www.khyatimultimedia.com](http://www.khyatimultimedia.com) and sent to all shareholders who hold shares as on 29<sup>th</sup> August 2025, the Record Date by e.mail to all shareholders who have registered their e.mail address with the Company / Depository Participants/ Registrar and Share Transfer Agents. The Company is also sending this Annual Report to Stock Exchange in soft copy in PDF format for uploading on its website suitably so that any investor/ shareholder or general public can download the same at any time and have access to such audited annual report.

Please provide an acknowledgement for the same ASAP and do the needful. Thanking you, we remain,

Yours faithfully

KHYATI MULTIMEDIA ENTERTAINMENT LIMITED,

(Devilal J Shah)  
Company Secretary and Compliance Officer  
ICSI Membership Number: ACS 58287

Enclosure: Audited Annual Report for the year ended 31/03/2025



**KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED**

**31ST ANNUAL REPORT  
FOR THE YEAR 2024-25**

COMPANY REGISTRATION NO: 04-024284

CIN NO: L92199GJ1995PLC024284

Registered with Registrar of Companies, Gujarat State

**KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED**

Regd.Office: 100, Chinubhai Towers, Opp: Handloom House, Ashram Road,  
Navrangpura, Ahmedabad: 380 009.

Telephone: 91-079-26582983 (F) 91-079-26584335

E.Mail: [khyatimulti@gmail.com](mailto:khyatimulti@gmail.com) ~ Website: [www.khyatimultimedia.com](http://www.khyatimultimedia.com)

CIN: L92199GJ1995PLC024284  
COMPANY REGN NUMBER: 04-24284  
NOMINAL SHARE CAPITAL: Rs.13,00, 00,000/-

DATE OF: 20/01/1995  
INCORPORATION;

**31<sup>ST</sup> ANNUAL GENERAL MEETING PROGRAMME**

DATE : 29TH SEPTEMBER 2025  
DAY : MONDAY  
TIME : 11:00 A.M  
VENUE : THE PRESIDENT - A BOUTIQUE HOTEL,  
OPP-MUNICIPAL MARKET, OFF. C G. ROAD,  
NAVRANGPURA, AHMEDABAD-380009 GUJARAT

**NOTE TO THE SHAREHOLDERS:**

As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting, Shareholders are requested to kindly bring their copies to the meeting.

## BOARD OF DIRECTORS

Mr. Kartik J. Patel	Chairman & Managing Director
Mr. Radheshyam Rampal Patel	Whole Time Director w.e.f. 01/05/2025
Mr. Rao Kamalkant	Independent Director
Mr. Praful Agrawal	Non-Executive Non-Independent Director
Mrs. Roma Alpesh Patel	Non-Executive Women Director
Mr. Prakash Tekwani	Independent Director.
Mr. Rajesh Chinubhai Sutaria.	Independent Director.
Ms. Khushbu Bhavya Shah	Independent Director. w.e.f. 01/05/2025

## KEY MANAGERIAL PERSONNEL

Mr. Devilal J. Shah	Company Secretary
Mrs. Deepa Gidwani	Chief Financial Officer

## SECRETARIAL AUDITOR

Shri Kamlesh M. Shah  
(Practicing Company Secretary)  
801/A, Mahalay Complex,  
Opposite Hotel President, B/h. Fairdeal House,  
Off: C G Road, Near Swastik Cross Roads,  
Navrangpura, Ahmedabad: 380 009.

## BANKERS OF THE COMPANY

HDFC Bank Limited, Navrangpura Branch, Ahmedabad: 380 009.

## REGISTRAR AND SHARE TRANSFER AGENT

### MCS SHARE TRANSFER AGENT LIMITED

201, Shatdal complex,  
Opp. Bata show room,  
Ashram road,  
Ahmedabad – 380 009

### Auditors

MAAK & ASSOCIATES  
Chartered Accountants  
Ahmedabad

### Company Law Consultants

M/s. Kamlesh M Shah & Co.,  
Practicing Company Secretary  
Ahmedabad

### REGD. OFFICE

100, Chinubhai Towers,  
Opp. Handloom House,  
Ashram Road, Navrangpura,  
Ahmedabad: 380 009.

## INVESTORS GRIEVANCE AND COMPLIANCE OFFICER:

Devilal J. Shah,  
Compliance Officer  
100, Chinubhai Towers, Opp: Handloom House,  
Ashram Road, Navrangpura,  
Ahmedabad: 380 009

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## NOTICE

**NOTICE** is hereby given that the 31<sup>st</sup> Annual General Meeting of the Members of the **KHYATI MULTIMEDIA ENTERTAINMENT LIMITED** will be held on Monday the 29th September, 2025 at 11:00 A.M. at THE PRESIDENT, Opp- Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad, Gujarat- 380 009, Gujarat State, India to transact the following business:

### **ORDINARY BUSINESS:**

- 1) To Receive, Consider, approve and Adopt the IND AS Compliant Standalone Audited Financial Statement of the Company for the year ended on 31st March, 2025 and the reports of the Auditors and directors thereon.
- 2) To Re-appoint a director in place of Mr. Prafulchandra Jagdishnarayan Agarwal (DIN: 00088295) who retires by rotation and being eligible offers himself for reappointment.
- 3) To appoint M/s. MAAK & Associates, Chartered Accountants, Ahmedabad FRN: 135024W as the Statutory Auditors of the Company for the next five financial years (Second Term) from 2025-26 to 2029-30 and to hold the office as such up to the conclusion of the Annual General Meeting for the year 2029-30 and to authorize the Board of Directors to fix their remuneration in their consultation and in this respect to pass following resolution as an ORDINARY RESOLUTION.

RESOLVED THAT M/s. MAAK And Associates., Ahmedabad a firm of Chartered Accountants, having ICAI Membership number 133926, ICAI Firm Registration Number: 135024W, a peer reviewed firm having Peer review Certificate Number 017841 valid up to 30/06/2027 and holding IT PAN Number AAWFM8877H be and are hereby appointed as Statutory Financial Auditors of the Company for next 5 financial years (Second Term) from 01/04/2025 to 31/03/2030 (F Y 2025-26 to 2029-30) and to hold the office as such from the date of conclusion of this 31<sup>st</sup> Annual General Meeting for the year 2024-25 to 36<sup>th</sup> Annual General Meeting to be held for the financial year 2029-30 and that Mr. Kartik J Patel Chairman And Managing Director or Mr. Radheshyam Rampal Patel Whole Time Director of the Company be and is authorized to fix their remuneration and the auditors are authorized to hold the office as statutory auditors from the date of conclusion of this 31<sup>ST</sup> Annual General Meeting up to the date of conclusion of 36<sup>TH</sup> Annual General Meeting to be held for the financial year ending on 31/03/2030

### **SPECIAL BUSINESS:**

- (4) To Appoint M/s. Kamlesh M Shah & Co., a firm of Practicing Company Secretaries as Secretarial Auditors of the Company for next 5 financial years from 01-04-2025 to 31-03-2030 and to Authorize any Director to fix their remuneration in consultation with the said Auditors and in this respect to consider and if thought fit to pass following resolution as SPECIAL RESOLUTION.

RESOLVED THAT M/s. Kamlesh M Shah & Co., a firm of Practicing Company Secretaries having ICSI Membership Number A-8356, holding Certificate of Practice Number: 2072 and peer review certificate Number: 6438/2025 valid up to 28/02/2030 and having IT PAN Number ACWPS4825K be and is hereby appointed as Secretarial Auditors for the next 5 five financial

years from 01/04/2025 to 31/03/2030 as per requirements of Section 204 read with regulation 24A of the SEBI (LODR) 2015 and other rules and regulations of SEBI and Companies Act 2013.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to fix their remuneration in consultation with the Secretarial Auditors for every financial year separately.

**(5) To Give Approval for the proposed Related Party Transactions.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other provisions, if any, applicable to the Company, for the time being in force, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of the Board and its Powers) Rules 2014 as amended up to the date (including any statutory modification(s) or re-enactment thereof for the time being in force) and as per requirements of Regulation 23 of the SEBI (LODR), 2015, an omnibus consent of the members of the Company be and is hereby accorded to and the Board of Directors of the Company be and are hereby authorized to enter into the related party transactions including the series of transaction subsequent foreseen and repetitive in the nature whether or not made in ordinary course of business and at arm’s length price by the Company with **Mrs. Jignaben K Patel M/s. Khyati Realities Limited, Khyati World Educate Private Limited, Khyati world School (A Unit of Firdaus Memorial Cheritable Trust, Khyati Foundation, M/s. Khyati Fincap,** or such other related parties for the purpose of sale/ purchase of goods and/or services from time to time up to such of the financial limits as the Board may deem fit and proper in the overall interest of the company for and from each of the related parties subject to the conditions that all such sale/ purchase of goods or services if any shall be done **only on arm’s length prices or on prevailing market prices or best of the available commercial prices** and other terms and conditions in the best interest of the company.”

**“RESOLVED FURTHER THAT** nothing contained in the above resolution shall restrict the Audit Committee / Board / Shareholders to periodically review, approve and revise the criteria for approval of subsequent related party transactions.”

**“RESOLVED FURTHER THAT** this approval does not allow the Management of the Company either impliedly or expressly to enter into related party transactions to take any personal benefit or to defeat interest of the Company.”

**“RESOLVED FURTHER THAT** pursuant to the provisions section 188(6) of the Companies Act 2013 and also of Regulation 23 (8) of the SEBI (LODR), as amended from time to time, consent of the Members be and is hereby accorded for approval of all the related party transactions already done and executed during the year 2024-25 up to the date of this AGM as also for the various Related Party Transactions to be entered by and between the Company and all other Related Parties, during and for the financial year 2025-26 and up to the date of Annual General Meeting to be held for the year 2025-26.

Place: Ahmedabad.

By order of the board of Directors of  
KHYATI MULTIMEDIA ENTERTAINMENT LIMITED  
Sd/-

Date: 25/08/2025

(Radheshyam Rampal Patel)

(Whole Time Director.)  
(DIN: 02694786)

**IMPORTANT NOTES:**

1. A member entitled to attend, and vote is entitled to appoint a proxy to attend and vote instead of him/herself and proxy need not be a member. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

**A person can act as a proxy on behalf of members not exceeding fifty members and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights.** A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.

2. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide the facility of remote e-voting to all members as per the applicable Regulations relating to e-voting. Complete instructions on e-voting facility provided by the Company are annexed to this Notice explaining the process of e-voting with necessary user id and password along with procedure for such e-voting.
3. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representative/s to attend and vote at the Annual General Meeting.
4. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of directors seeking appointment/reappointment at the Annual General Meeting is given in detail, as annexed hereto.
5. Shareholders are requested to bring their copy of Annual Report to the meeting.
6. Members/Proxies should fill Attendance Slip for attending the meeting.
7. **The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 20th September, 2025 to Monday, 29th September, 2025 (both days inclusive).**
8. Members seeking any information or clarification on Accounts are requested to send written queries to the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries received only at the meeting. The Management reserve the right to address any query or questions in person only by sending clarifications by emails to specific querist.



9. Relevant documents referred to in the accompanying Notice and the Explanatory Statement will remain open and available for inspection by the members at the Registered office of the Company on all working days, except Saturdays and Sundays, during business hours up to the date of the Meeting.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN), personal Mobile Number, Email ID and Bank Account Details by every member participating in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN and other details in prescribed form ISR-1,2,3,4 along with supporting and self-attested documents and Banker's Attested documents to their Depository Participants with whom they are maintaining their DEMAT accounts. Members holding shares in physical form can submit their PAN and other details in prescribed forms along with supporting documents to the Company or its Share Registrars and Transfer Agents.
11. **Members who have not registered their email IDs so far with their depository participants, are requested to register their email IDs for receiving all the Communications including Annual Report, Notices etc. in electronic mode.**
12. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, and Regulation 36 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository or its RTA.
13. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31<sup>st</sup> March, 2025 is uploaded on the Company's website [www.khyatimultimedia.com](http://www.khyatimultimedia.com) and may be accessed by the members and also uploaded on website of stock exchange [www.bseindia.com](http://www.bseindia.com) and Evoting service provider CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com)
14. Electronic copy of the Annual Report for the year 2024-25 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, please register the Email address with RTA and depositories.

**The instructions for members for voting electronically are as under: -**

- (i) **The voting period begins on Thursday, 25th September, 2025 at 10:00 A.M. and ends on Sunday, 28th September, 2025 at 05:00 P.M.** During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) of Friday of 19th September, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on Shareholders
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company or IT PAN Number of the 1<sup>st</sup> Registered Shareholder (If registered with RTA).

- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in DEMAT form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first-time user, follow the steps given below:

	For Members holding shares in DEMAT Form and Physical Form
PAN	<p>Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both DEMAT shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

After entering these details appropriately, click on "SUBMIT" tab.

- (i) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in DEMAT form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the DEMAT holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iii) Click on the **EVSN 250819038** for the relevant Khyati Multimedia Entertainment Limited on which you choose to vote.
  - (iv) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  - (v) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
  - (vi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
  - (vii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
  - (viii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

- (viii) If DEMAT account holder has forgotten the changed password then enter the User ID and the image verification code “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (ix) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (x) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xiii) If DEMAT account holder has forgotten the changed password then enter the User ID and the image verification code
  - a. Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
  - b. The voting period begins on Thursday 25th September, 2025 at 10:00 A.M. and ends on Sunday, 28th September, 2025 at 05:00 P.M. During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday of 19th September, 2025, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - c. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

#### **CDSL e-Voting System – For Remote e-voting**

#### **THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
  - Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (xiv) **The voting period begins on Thursday the 25th September 2025 at 10.00 A.M. and ends on Sunday the 28<sup>th</sup> September 2025 at 05.00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday the 19<sup>th</sup> September 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (xv) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (xvi) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed

that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(xvii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available</li></ol>

	<p>at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

<b>Participants (DP)</b>	
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(xviii) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (xix) After entering these details appropriately, click on “SUBMIT” tab.
- (xx) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xxi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xxii) **Click on the EVSN Number 250819038 for the relevant KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED on which you choose to vote.**
- (xxiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xxiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xxv) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xxvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.



- (xxvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xxviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xxix) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xxx) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively, non-individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [khyatimulti@gmail.com](mailto:khyatimulti@gmail.com) ( the designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.



If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

By order of the Board of Directors  
for KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED

Place: Ahmedabad  
Date: 25th August, 2025

Sd/-  
(Radheshyam Rampal Patel)  
(Whole Time Director)  
(DIN: 02694786)

**ANNEXURE TO NOTICE AN EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 TO THE RESOLUTIONS MENTIONED UNDER THE HEAD SPECIAL BUSINESS.**

**The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:**

**For Item No. 4: Appointment of Secretarial Auditors.**

Regulation 24A as amended by SEBI Circular has now mandated that the Secretarial Auditors of the Company shall be appointed by the Shareholders of the Company in General Meeting only and such secretarial auditor once appointed shall act as such for a period of 5 years only. Section 203 of the Companies Act 2013 mandates that every listed company shall carry out and attach with its Directors' Report a report of the Secretarial Audit for every financial year in prescribed form MR-03.

The Company is listed on BSE Limited and is now covered and within the legal framework of Section 203 read with Regulation 24A of the SEBI (LODR) 2015 as amended. Accordingly, M/s. Kamlesh M Shah & Co., a firm of Practicing Company Secretaries, having their office in Ahmedabad are a ICSI Registered Peer reviewed Firm. Hence, the Board has proposed to appoint them as the Secretarial Auditors for the next 5 financial years namely from 01/04/2025 to 31/03/2030. The remuneration payable to the secretarial auditors will be fixed by the directors in consultation with secretarial auditors on every year basis.

M/s. Kamlesh M Shah & Co., a senior professional firm having more than 33 years professional experience and are acting as secretarial auditors for almost 15 listed companies. They have the infrastructure and systems to conduct the secretarial audit in the manner and to complete the work in time. Hence, the board recommend the shareholders to pass the resolution with requisite majority.

None of the directors or KMP or any of their relatives may be deemed to be concerned or interested in the proposed resolution.

**For Item No. 5**

The Securities and Exchange Board of India, vide its Circular No. SEBI/LAD-NRO/GN/2015-16/013 dated 2<sup>nd</sup> September, 2015 (the "said circular"), introduced the regulations called the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [herein after "SEBI (LODR)"]. As per regulation 23 (4) of the SEBI (LODR), all material related party transactions shall require approval of the shareholders through resolution in the General Meeting. Further as per regulation 23(8) of SEBI (LODR), all existing material related party contracts or arrangements as on the date of notification of SEBI (LODR), Regulations 2015 i.e., which are likely to continue beyond such date shall be placed for approval of the shareholders in the first General Meeting subsequent to notification of the regulations. The related party transactions set out below are all contractual obligations entered / to be entered into by the Company in its ordinary course of business and are at arms' length transactions for financial year 2023-24:

**For financial year 2025-26**

<b>Name of the related party</b>	Khyati World Educare Pvt Ltd. Khyati World School
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	Khyati Realities Limited Firdaus Memorial Charity & Education Trust Khyati Foundation Any other Related Party	
<b>Relation with the Company</b>	Common Director/Key Significant Influence/Common Director/ Promoter	
<b>Purpose of related party transaction</b>	Sale	Purchase
<b>Amount Approx. (`in Lacs.)</b>	500.00	250.00

The Proposed Limits for entering in to Related Party Transactions during the year 2025-26 will be approximately as under:

Name	Relationship	Nature of Transaction	Amt in Rs. Proposed
			2025-2026
Jignaben Patel	Director	Rent	1,50,000/-
Khyati World Educare Pvt Ltd.	Common Director (Kartik J. Patel)	Sale	1,00,000/-
Firdaus Memorial Charity & Education Trust	COO (Kartik J. Patel) & Trustee (Jignaben K. Patel)	Sale	2,50,000/-
Khyati Foundation	Trustee (Kartik J. Patel)	Sale	1,50,000/--
M/s. Khyati Fincap Proprietor Kartik J Patel HUF	Karta Mr. Kartik J Patel.	Borrowings.	25,00,000/-

Further as per Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, states that all Material Related Party Transaction ('RPT') with an aggregate value exceeding 10% of annual turnover of the Company as per the last audited financial statements of the Company, whichever is lower, shall require approval of shareholders by means of an ordinary resolution. The said limits are applicable even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis. The amended Regulation 2(1) (zc) of the SEBI Listing Regulations has also enhanced the definition of related party transaction which now includes a transaction involving a transfer of resources, services, or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not. It is in the above context that Resolutions No. 7 is placed for the approval of the Shareholders of the Company.

By order of the Board of Directors  
for KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED

Place: Ahmedabad  
Date: 25th August, 2025

Sd/-  
(Radheshyam Rampal Patel)  
(Whole Time Director)  
(DIN: 02694786)

**Details of Directors seeking Appointment / Re-appointment at the Forthcoming Annual General Meeting (Pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2)**

Name of Director	Mr. Prafulchandra Jagdishnarayan Agarwal
Director Identification Number	00088295
Date of Birth	06/01/1960
Age	65 Years.
IT PAN Number	AABPA3656P
Qualification	Government Commerce Diploma
Experience	40 Years as Business Entrepreneur in Construction, Real Estate and Trading Business.
Last Remuneration drawn	Nil
No. of Equity Shares held in the Company	10995
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
Directorships held in other Companies	19 (Public and Private Limited Companies) Director 3 (Designated Partner in LLP).
Chairmanship/Membership of the committee of the Board of Directors of the Company	NIL
Committee position held in other Listed Companies	Nil
Disqualifications under the Companies Act section 164(2) or Deactivation of DIN	NA
Any Disciplinary action taken by Stock Exchange/ SEBI or other Regulatory Authority	N.A.

**KHYATI MULTIMEDIA ENTERTAINMENT LIMITED**

**CIN: L92199GJ1995PLC024284**

100, CHINUBHAI TOWERS, 1ST FLOOR, OPP: HANDLOOM HOUSE, ASHRAM ROAD, NAVRANGPURA,  
AHMEDABAD 380009 GUJARAT

**ATTENDANCE SLIP**

<b>DP ID*</b>		<b>Folio</b>	
<b>Client ID*</b>		<b>No. of Shares</b>	

NAME AND ADDRESS OF THE SHAREHOLDER

I hereby record my presence at the 31st **ANNUAL GENERAL MEETING** of the Company held on Monday, 29th September, 2025 at 11:00 A.M. at The President, Opp- Municipal Market, Off C.G. Road, Near Swastik Cross roads, Navrangpura, Ahmedabad, Gujarat- 380009, Gujarat, India.

Signature of the Shareholder | Proxy

\* Applicable for investors holding shares in electronic form.

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**KHYATI MULTIMEDIA ENTERTAINMENT LIMITED**

**CIN: L92199GJ1995PLC024284**

100, CHINUBHAI TOWERS, 1ST FLOOR, OPP: HANDLOOM HOUSE, ASHRAM ROAD, NAVRANGPURA,  
AHMEDABAD 380009 GUJARAT

**Form No. MGT- 11**  
**PROXY FORM**

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

Name of Members:

Registered Address:

E-mail Address:

Folio No. | Client ID:

DP Id:

I/we, being the member(s) of \_\_\_\_\_ shares of Khyati Multimedia Entertainment Limited, hereby appoint:

1) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him

2) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him

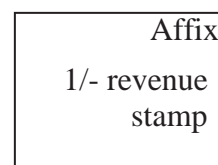
3) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company, to be held on Monday, 29th September, 2025 at 11:00 P.M. at The President, Opp- Municipal Market, Off C.G. Road, Near Swastik Char Rasta, Navrangpura, Ahmedabad, Gujarat- 380 009, Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Subject Matter of Resolution	Optional	
		For	Against
1	To receive, consider and adopt the financial statements of the Company including the Audited Balance Sheet as on March 31, 2025, the Statement of Profit and Loss and the Cash flow statement for the year ended on that date and the Reports of the Board of Directors and the Auditors of the Company.		
2	To Re-Appoint Mr. Prafulchandra Jagdishnarayan Agarwal, (DIN: 00088295, who retires by rotation and being eligible, offers himself for re-appointment.		
3	Subject to Ratification at every Annual General Meeting and		

	fix their remuneration, to Re-Appoint M/s. MAAK & ASSOCIATES, a Peer Reviewed firm of Chartered Accountants, as a Statutory Financial Auditors of the Company for the next 5 (Five) Financial Years from 01/04/2025 to 31/03/2030 (F Y 2025-26 to F Y 2029-30)		
	SPECIAL BUSINESS		
4	To Appoint M/s. Kamlesh M Shah & Co., a Peer Reviewed firm of Practicing Company Secretaries as the Secretarial Auditors for the 5 financial years namely from 01/04/2025 to 31/03/2030 and to authorize Directors to fix their remuneration in consultation with the Secretarial Auditors on every year basis.		
5	Approval of Related Party Transaction for the Financial year 2025-26.		

Signed this ..... day of September 2025



(Signature of the member/ Proxy)

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- \*2. This is only optional. Please put a 'X' in appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Form No. MGT-12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies  
(Management and Administration) Rules, 2014]

<b>Name of the Company:</b> Khyati Multimedia Entertainment Limited <b>Registered Office:</b> 100, Chinubhai Towers, Opp: Handloom House, Ashram Road, Navrangpura, Ahmedabad: 380 009, Gujarat State, India. <b>CIN:</b> L92199GJ1995PLC024284 <b>DETAILS OF AGM: 31st ANNUAL GENERAL MEETING</b> <b>DATE:</b> 29TH SEPTEMBER, 2025 <b>DAY:</b> MONDAY <b>PLACE OF AGM:</b> THE PRESIDENT - A BOUTIQUE HOTEL Opp- Municipal Market, Off C.G. Road, Near Swastik Cross Roads, Navrangpura, Ahmedabad, Gujarat- 380009. <b>TIME:</b> 11.00 A.M.		
<b>BALLOTPAPER</b>		
Sr. No.	Particulars	Details
1	Name of the first named Shareholder (In Block Letters)	
2	Postal address	
3	Registered Folio No. / *Client ID No. (*applicable to investors holding shares in dematerialized form (8 DIGIT DPID and 8 Digit Client ID to be mentioned)	
4	Class of Share	Equity
5.	Number of Shares held as on date of AGM.	

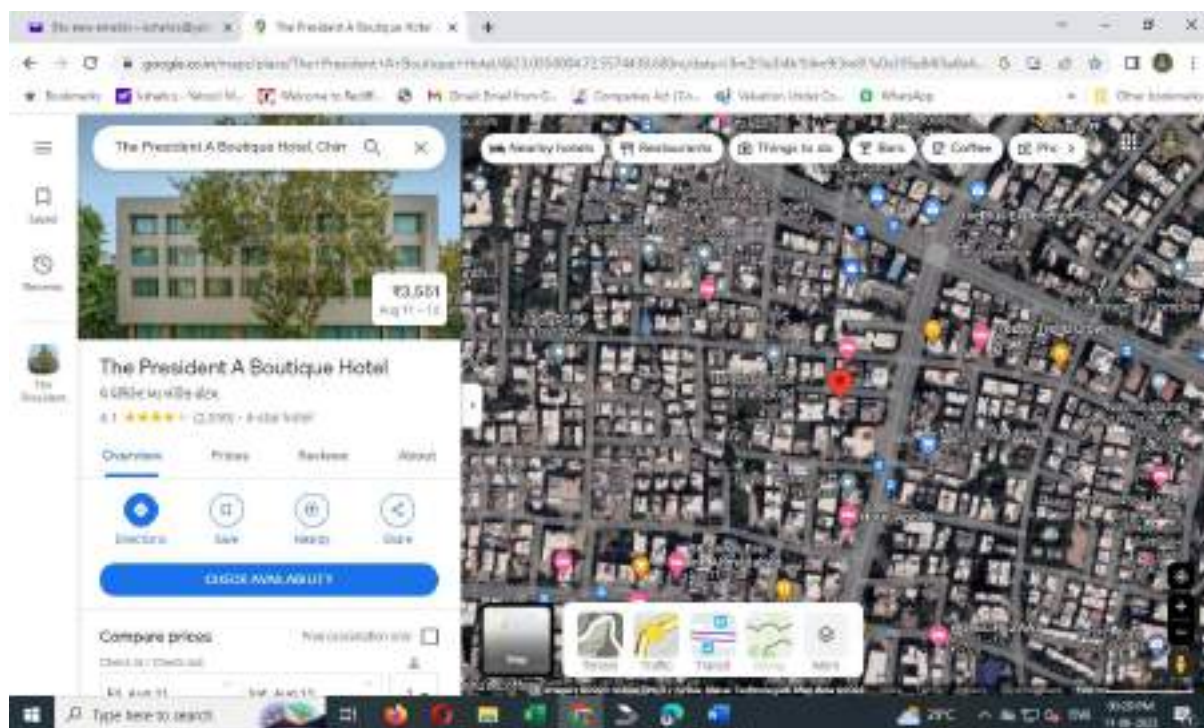
I hereby exercise my vote in respect of Resolutions enumerated below which are proposed to be passed as ORDINARY / SPECIAL RESOLUTION by recording my assent or dissent to the said resolutions in the following manner:

No.	Item No.	No. of Shares held by me/us	I assent to the resolution	I dissent from the resolution
1	To receive, consider and adopt the financial statements of the Company including the Audited Balance Sheet as on March 31, 2025, the Statement of Profit and Loss and the Cash flow statement for the year ended on that date and the Reports of the Board of Directors and the Auditors of the Company. <b>TO BE PASSED AS AN ORDINARY RESOLUTION.</b>			



2	To Re-Appoint Mr. Prafulchandra Jagdishnarayan Agarwal (DIN: 00088295), who retires by rotation and being eligible, offers himself for re-appointment. <b>TO BE PASSED AS AN ORDINARY RESOLUTION.</b>			
3	To Appoint M/s. MAAK And Associates., Chartered Accountants, a Peer reviewed firm as statutory financial auditors for 5 financial years from 01/04/2025 to 31/03/2030 and to authorise the directors to fix their remuneration <b>TO BE PASSED AS AN ORDINARY RESOLUTION.</b>			
4	To Appoint M/s. Kamlesh M Shah Co., a Peer Reviewed firm of Practicing Company Secretaries as the Secretarial Auditors for a period of 5 financial years from 01/04/2025 to 31/03/2030 and to authorize the directors to fix their remuneration in consultation with the secretarial auditors on every financial year basis. <b>TO BE PASSED AS SPECIAL RESOLUTION.</b>			
5	To Authorize the Board of Directors to enter in to Related Party Transactions with various Related Parties for the financial year 2025-26 and up to the date of 32nd Annual General meeting. <b>TO BE PASSED AS SPECIAL RESOLUTION.</b>			
<div> <div>Place: Ahmedabad Date: 29/09/2025</div> <div>(Signature of Shareholder/ Proxy)</div> </div>				

MAP ROUTE TO THE VENUE FOR ANNUAL GENERAL MEETING IS AS UNDER:



## **DIRECTORS' REPORT**

Your Directors are pleased to submit herewith their report together with the audited statement of accounts for the 31st financial year ended 31st March, 2025. The Financial performance during the year in brief was as under:

[Amount Rs.in Lacs]

<b>PARTICULARS</b>	<b>2024-25</b>	<b>2023-24</b>
Income from Operation	186.68	96.29
Other Income	0	00.004
Total Income	<b>186.68</b>	<b>96.294</b>
Total Expenditure	314.24	84.35
Profit/ (loss) before tax	(127.56)	11.93
Provision for depreciation	0.20	0
Provision for Differ Tax	(36.11)	3.00
Net Profit / (Loss) after tax for the year	(91.44)	8.93
Earning per share (In Rupees)	(0.85)	0.08

## **OPERATIONAL OVERVIEW**

During the year under review the Company has suffered a net loss of Rs. 91.44 Lacs (Previous year had earned very small amount of profit of Rs. 8.93 lacs). Total revenue income from operations of multimedia business activities during the year was Rs. 186.68 Lacs, (Previous year was Rs. 96.29). After deducting all administrative expenses and depreciation and necessary adjustments for taxation, etc. the company has suffered a net loss of Rs. 91.44 lacs (Previous year had Earned a net Profit of Rs. 8,93 Lacs).

## **DIVIDEND**

Due to net loss incurred during the year under review, the directors have not recommended dividend for the financial year 2024-25.

## **BUSINESS ACTIVITY**

Khyati Multimedia Entertainment Limited was involved in the area of high-quality Desktop Publishing, imaging, Corporate Presentations, advertisements, creative designing, graphic designing and multimedia software development and is also engaged in the business of letting out vehicle. In addition to the above the company had also done business of Sports Entertainment sponsoring and its marketing in digital media at state and district level.

There was no change in the nature of any of the business activity during the year and all business activities done were within the scope of the object clause of the Memorandum of Association.

#### **DETAILS OF THE ASSOCIATES/ JOINT VENTURE / SUBSIDIARIES COMAPANIES**

The company does not have holding or subsidiary companies or any associate or group companies during the year and no other company has become holding / subsidiary/ joint venture/ group/ associate companies.

#### **DEPOSIT**

The Company has not accepted any public deposit during the year under review and no amount against the same was outstanding at the end of the year.

#### **REGULATORY STATEMENT**

In conformity with Regulations of SEBI (Listing Obligation and Disclosures Regulations),2015 the Cash Flow Statement for the year ended 31.03.2025 is annexed hereto. The equity shares of the Company are listed on the BSE Ltd. The Company has paid listing fees for the year 2025-26 to above stock exchange. The Company has also paid all the Penalties if any imposed by BSE Ltd for Non-Compliance/ Late compliance submission of any documents as per SEBI (LODR) 2015 read with SEBI (SOPLODR) Circular and no such fees/ penalty/ expenses are pending.

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

As required under Section 134 (3) (m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, particulars relating to conservation of Energy, R & D, Technology absorption and foreign Exchange earnings / outgo are separately provided in the Annexure to this report. Also, we would like to Highlight that Our Company is not Engaged in Manufacturing Activity so, the Section 134 (m) and disclosure of information relating to consumption of power, its saving, total cost, per unit of manufacturing cost etc are not applicable to the Our Company and hence not given.

#### **DETAILS OF LOANS, GUARANTEES AND INVESTMENTS U/S 186 OF THE COMPANIES ACT, 2013**

During the year under review the Company has not made any inter corporate loans. However, it has made long term investments in Khyati Retail and Eatery Private Limited Company in which directors/ promoters of this company are also promoters but KMEL company does not hold any shares. Even after making such investment the Khyati Retail and Eatery Pvt Ltd is not becoming a Joint/ Associate or Group Company, hence details of consolidation of accounts of such investee company are not given. The Company has also not given any corporate guarantee to any other body corporate, subsidiary, associate, or any other company nor it has provided any securities to any bank, financial institution, NBFC or others for and on behalf of other body corporate. However, the company has borrowed and continue to borrow from its promoter Director or their related parties an interest free unsecured loans for dealing with the day-to-day fund requirement of the company.

#### **REPORT ON CORPORATE GOVERNANCE:**

The Board of Directors supports to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. In addition to the basic governance issues, the Board lays strong emphasis on transparency, accountability, and integrity. The Report on corporate governance as stipulated according to the SEBI (LODR) Regulation, 2015 forms part of the Annual Report. The requisite certificate from the

Auditors of the Company confirming compliance with the conditions of corporate governance as required under SEBI (LODR), Regulation 2015 is attached to the Report on corporate governance.

#### **DETAILS OF RELATED PARTIES TRANSACTIONS PURSUANT TO SECTION 188(1) OF THE COMPANIES ACT, 2013**

The Company had entered into related parties' transactions for sale/purchase of goods or services at arm's Length Transaction. However, all the transactions in the nature of sales/purchase of goods or services are made on arms length basis except the salary paid to employees and director and key managerial person. However, a lease rent is being paid to Mrs. Jignaben K Patel as per the valid lease rental agreement which will be paid. The same were reported to the Board at every meeting and Board took a note of the same and approved. Other details for inter corporate financial transactions or remuneration and other benefits paid to directors, their relatives, key managerial personnel etc. **FORM AOC-2** is been attached as Separate Annexure.

The Company has formulated various other policies like Risk Management Policy, Evaluation of Board Performance Policy, and CSR Policy etc. etc. All such policies were documented and adopted by the Board and also uploaded all the policies applicable at the website of the Company [www.khyatimultimedia.com](http://www.khyatimultimedia.com)

Full details of Risk Management Policy are given in the Corporate Governance Report under the head Whistle Blower Policy.

#### **APPLICABILITY OF CSR AND FORMATION OF CSR COMMITTEE:**

As the Company is loss making one, the provisions related to CSR is presently not applicable to the Company. The Company has also not formed CSR Committee within the board or company as it is not required to make any contribution towards CSR Activities.

#### **REVIEW OF PERFORMANCE OF EACH AND EVERY INDIVIDUAL DIRECTORS:**

Regarding Performance Review of each of the member of the Board and also the performance of the various Committees and the Board as body and all KMP, the Company has adopted the Model Code of Conduct for Independent Directors, Key Managerial Personnel as prescribed in Schedule IV to the Companies Act, 2013 and also as prescribed in the SEBI (Insider Trading) Regulations. The Company strictly follows the procedure to obtain necessary timely declarations from each of the directors and key managerial personnel from time to time.

#### **TRADING WINDOW CLOSURE, STRUCTURAL DIGITAL DATABASE, UPSI RULES, REGULATIONS:**

The Company has also installed Structural Digital Database Software in the company and all vital information relating to UPSI are being captured and all the directors and KMP are intimated not to either divulge any of such UPSI to any outsider or any other person till the time it is made public Information. The company also follows the system of Trading Window Closure as per requirements of Regulation 3 of SEBI (Prohibition of Insider Trading) Regulations from time to time.

## BOARD OF DIRECTORS

Details about the Board of Directors Meetings are attached to the Report on Corporate Governance. Mr. Prafulchandra Jagdishnarayan Agarwal, will be the Director retiring by rotation at this ensuing Annual General Meeting. However, being eligible offers himself for re-appointment at the ensuing Annual General Meeting.

Considering the upcoming retirement of Mr. Kamal Kant Rao due to expiry of two term of his directorship as independent director, the Board of directors had appointed Ms. Khyati Bhavya Shah as an Independent Director (Woman Director) w.e.f. 1<sup>st</sup> May 2025. In addition to the above, in order to explore more business of Sports Entertainment at School, Colleges level and at District and state level, and to promote such entertainment activities, the Board of Directors had Appointed Mr. Radheshyam Rampal Patel as Whole Time Director of the Company w.e.f. 1<sup>st</sup> May 2025 for a period of 3 years. As per requirements of SEBI (LODR) 2015, appointment of both these directors was approved by shareholders through Postal Ballot within 3 months of their initial appointment by the Board. The Company has given necessary information, intimation to stock exchanges in time in public domain.

At present the Company has 1 Director is from Promoter as Chairman and Managing Director (Executive). 1 Director from Promoter as Non-Executive Director. 2 Directors are Non-Promoter Executive Directors. The Comprises at present 4 Non-Promoter, Non-Executive Independent Directors. All independent directors are registered with the website [www.independentdirectorsdatabank.in](http://www.independentdirectorsdatabank.in)

All the directors at the year end were qualified and their DIN number were active and not deactivated by regulators. A Certificate of practicing company secretary obtained is Annexed to this Report separately. None of the Directors of the Company were penalized or imposed any financial or other penalties by the regulators individually during the year under review.

### **DECLARATION BY INDEPENDENT DIRECTORS:**

#### **(Pursuant to Provisions of section 149(6) OF the Companies Act 2013)**

The Company has received necessary declarations from each Independent Director of the Company confirming that he/she meets with the criteria of independence as laid out in sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## DIRECTORS' RESPONSIBILITY STATEMENT

In terms of section 134 Clause (C) of Sub-Section (3) of the Companies Act, 2013, in relation to financial statements for the year 2024-25, the Board of Directors state:

- a) In the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March 2025, ***as far as possible and to the extent, if any, accounting standards mentioned by the auditors in their report as not complied with***, all other applicable accounting standards have been followed along with proper explanation relating to material departure;

- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and profit and loss account of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the annual accounts on a going concern basis; and
- e) The directors in the case of a listed company had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **DECLARATION BY BOARD AS PER REQUIREMENT OF SECTION 178 (1)**

In compliance with Section 178 (1) as also in compliance with Regulation of SEBI (LODR),2015, the Board of Directors do hereby declare that:

- a. The Company has proper constitution of the Board of Directors including independent directors in proportion as per requirement of SEBI (LODR),2015.
- b. The Company has constituted Nomination and Remuneration Committee, Stakeholders Relationship Committee, Audit Committee as per requirements of the SEBI (LODR),2015 and provisions of the Companies Act 2013.
- c. The Company has the policy for selection and appointment of independent directors who are persons of reputation in the society, have adequate educational qualification, sufficient business experience and have integrity and loyalty towards their duties.
- d. The Company is not paying managerial remuneration to its Managing/Whole Time Directors based upon their qualification, experience and past remuneration received by them from their previous employers considering the company's current financial position.
- e. The Independent Directors are paid sitting fee for attending Board and other committee meetings as decided by the Board from time to time. This sitting fee is decided considering the financial position of the company.
- f. The Company is not paying any commission on net profits to any directors.
- g. During the year the Board has met 5 times during the year. The details of presence of every director at each meeting of the Board including the meetings of the Committees, if any, are given in the reports of the Corporate Governance.

#### **INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The details in respect of internal financial control and their adequacy are included in Management Discussion and Analysis Report, which forms part of this report.

#### **SYSTEM OF PERFORMANCE EVALUATION OF THE BOARD, INDEPENDENT DIRECTORS AND COMMITTEES AND INDIVIDUAL DIRECTORS**

1. The Board makes evaluation of the effectiveness and efficiency of every individual director, committee of directors, independent directors and board as a whole.



2. For these purposes the Board makes evaluation twice in a year on a half yearly basis.
3. The performance of individual directors is evaluated by the entire Board, excluding the Director being evaluated on the basis of presence of every director at a meeting, effective participation in discussion of each of the business of agenda for the meetings, feedback receives from every director on draft of the minutes and follow up for action taken reports from first line management.
4. Effectiveness and performance of various committees are evaluated on the basis of the scope of work assign to each of the committees the action taken by the committees are reviewed and evaluated on the basis of minutes and agenda papers for each of the committee meetings.
5. The performance of independent directors is evaluated on the basis of their participation at the meetings and post meeting follow up and communication from each of such independent directors.

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

The policy of the Company on Director's appointment and remuneration, including criteria for determining qualifications, independence and other matters as provided under subsection (3) of Section 178 of the Companies Act, 2013 is available on the Company's website at [www.khyatimultimedia.com](http://www.khyatimultimedia.com)

#### **PARTICULARS OF THE EMPLOYEES**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this Report as Annexure - II. Further, particulars of employees' remuneration, as required under section 197(12) of the Companies Act, 2013, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not applicable since there was no employee of the Company including Executive Directors who was in receipt of remuneration in excess of the limits set out in the said rules.

#### **CORPORATE GOVERNANCE REPORT**

The Company is committed to observe good corporate governance practices. The report on Corporate Governance for the financial year ended March 31, 2025, as per regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is herewith as Annexure and forms part of this Report.

#### **IND AS**

Your company has adopted IND AS w.e.f. 1st April 2017 pursuant to Notification of the Ministry of Corporate Affairs dated 16th February 2015 in place of Accounting Standards.

#### **AUDITORS**

##### **STATUTORY AUDITORS**

M/s. MAAK & Associates Chartered Accountant are completing their 1<sup>st</sup> term of 5 years tenure at the ensuing Annual General Meeting. Their firm's Peer review Certificate is also renewed by ICAI. They are eligible for appointment for 2<sup>nd</sup> term of another 5 years as per Companies (Audit and Auditors) Rules, 2014. They have also given their consent vide their letter dated 31/07/2025 for their re-appointment as statutory auditors of the



company. The Board of directors recommend their reappointment for 2<sup>nd</sup> term of another 5 years w.e.f. 01/04/2025 to 31/03/2030 and to hold the office as such from 31<sup>st</sup> Annual General Meeting to the date of conclusion of 36<sup>th</sup> Annual General Meeting for the year 31/03/2030. A Suitable resolution is required to be passed at the ensuing Annual General Meeting. Your directors recommend to pass the same with requisite majority.

#### **COST AUDITORS**

As the Company is not engaged in any manufacturing activities and its turnover for any single products is not more than 35 crores and total turnover of the company for such eligible notified excisable goods does not exceed Rs. 100 crores during the year under review. Hence, the rules, regulations for conducting COST AUDIT is not applicable to your company and no cost auditor is as such appointed for the purpose.

#### **SECRETARIAL AUDITOR**

As per requirements of Section 204 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, read with Rule 24A of the SEBI (LODR 2015 and SEBI Circular for appointment of Secretarial Auditors, the Board of Directors now proposes to appoint M/s. KAMLESH M. SHAH & CO., a firm of Practicing Secretaries, who are also peer reviewed by ICSI, as the secretarial auditor of the company for the next 5 (Five) financial years from 01/04/2025 to 31/03/2030. A Suitable resolution is proposed to be passed at the ensuing Annual General Meeting. Your directors recommend to pass the same and authorize directors to fix their remuneration.

M/s. Kamlesh M Shah & Co., Practicing Company Secretaries were the Secretarial Auditors of the Company for the financial year 2024-25. They have given their report in the prescribed form MR-3 which is annexed to this report as an **ANNEXURE**.

All observations if any of the Secretarial auditors are dealt with in their report itself suitably as explanatory observations.

#### **EXPLANATION TO THE AUDITORS' REMARKS**

The Directors submit their explanations to the various observations made by the statutory financial auditors in their report for the year ended 31/03/2025 as under:

##### **Audit Qualification (each audit qualification separately):**

***Advance against Land (Unsecured, considered good) amounting to Rs 2,08,75,000 has been paid to certain parties as advance against land over the years but the land registration has not yet been completed. We have also not been provided with the registered agreements or party confirmations for the said advances***

The Company is primarily engaged in the business of advertising, as outlined in its Memorandum of Association (MoA). During the year, the Company organized a Polo Championship event, structured in a league-based format similar to prominent commercial sporting leagues. While the related income has been duly accounted for in the books of account, we have been informed that the Company has not amended its MoA to specifically to include

such event management or sports-related activities. In the absence of the necessary approvals or amendments to the charter documents, we are unable to comment on the compliance of these activities with the Company's stated objects

The revenue recognized from the aforementioned event lacks alignment with the requirements of Ind AS 115 – Revenue from Contracts with Customers, particularly in relation to the identification of enforceable rights and obligations, timing of performance obligations, and allocation of transaction prices. Furthermore, we were not provided with sufficient appropriate audit evidence in the form of agreements or contracts with sponsors, franchisees, broadcasters, or other key stakeholders. Consequently, we are unable to ascertain whether the revenue has been recognized accurately and in the correct reporting period.

**1. Type of Audit Qualification:**

Qualified Opinion / ~~Disclaimer of Opinion~~ / ~~Adverse Opinion~~

**a. Frequency of qualification:**

Observation 1 appeared repetitive.

Observation No.2 and 3 appeared for the First Time.

**b. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:**

- (1) Qualification No.1 The Audit qualification is self-explanatory and quantified and has no financial impact on profitability/ loss of the Company
- (2) The Company had done business of POLO Championship Event. This is a Sports Entertainment business covered by Main Object clause no. 1 and 4 of the Memorandum of Association (MOA). The doing of sports entertainment business through Franchisee model-based event management is a MODE of doing business of sports entertainment in a broader seance. and is not the business outside the scope of Object Clause of MOA.
- (3) Qualification No.3 is based on Opinion of the Auditors. In absence of any written Franchisee agreement for POLO Championship Event, the rights and obligations are not yet identified and defined between the parties and the Company. In the circumstances, the revenue is recognized on the basis of cash receipt and expenses. As this Is the First such event for the company and there is no assurance of such event to occur every year, the terms with the parties of franchisee are yet not finalized and reduced to writing.

**MANAGEMENT VIEWS:**

The Company is pursuing the matter with the party to whom advances were given for its recovery. It is also sending reminders time and again for repayment thereof. If the company could not recover this amount, the Loans and Advances given shall become doubtful of recovery and will have to be written off/ adjusted. If it is written off/ adjusted the financial loss for the Company will increase to the extent of amount written off and the debit balance of profit and loss account will stand increased in the Balance sheet accordingly.

**c. For Audit Qualification(s) where the impact is not quantified by the auditor:**

**(i) Management's estimation on the impact of audit qualification:**

As audit Qualification is self-explanatory and quantified by the auditors Item No.1 observation. For Item No. 2 it is an opinion of the Auditors based on their personal interpretation of Object clause of

MOA. For Item No. 3, the Audit qualification by auditors is not quantified in absence of any written terms and conditions between parties to the event.

**(ii) If management is unable to estimate the impact, reasons for the same:**

As per reply in para 1(b) above.

**(III) Auditors' Comments on (i) or (ii) above:**

Auditors' comments are self-explanatory and quantified and reported in their Audit report.

#### **EXTRACT OF ANNUAL RETURN**

The Annual Return of the Company as on 31st March, 2025 is available on the website of the Company at <http://www.khyatimultimedia.com/>

#### **MATERIAL CHANGES / INFORMATION:**

1. *Except for the appointment of 2 directors namely Mr. Radheshyam Rampal Patel as Non-Promoter, Executive Whole Time Director w.e.f. 01/05/2025 for a period of 3 years and Appointment of Ms. Khyati Bhavya Shah as Non-Promoter, Non-Executive, Independent Directors for a period of 5 years w.e.f. 01/05/2025 made by the Board of Directors and subsequently confirmed by shareholders through postal ballot, No other material changes have taken place after the closure of the financial year up to the date of this report which may have substantial effect on the business and financial of the Company. However, net worth of the company has been completely eroded.*
2. Except the Financial penalties if any imposed by the stock exchange as mentioned in Annual Secretarial Compliance Report under regulation 24A submitted to BSE Ltd on its website (available for public information and inspection freely) No other significant and material orders have been passed by any of the regulators or courts or tribunals impacting the going concern status and companies' operations in future as all the financial penalties paid by the company through borrowings from Directors/ Promoters as interest free loans.

#### **APPRECIATION**

Your directors place on records their sincere appreciation for the valuable support and co-operation as received from government authorities, Financial Institutions and Banks during the year. The Directors are also thankful for the support extended by Customers, Suppliers and contribution made by the employees at all level. The Directors would also like to acknowledge continued patronage extended by Company's shareholders in its entire endeavor.

#### **GENERAL**

Your directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

- Details relating to deposits covered under Chapter V of the Act.
- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except Employees' Stock Options Schemes referred to in this Report.

- Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
- No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- No fraud has been reported by the Auditors to the Audit Committee or the Board.
- There has been no change in the nature of business of the Company.
- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the Financial Year 2023-24.
- There was no instance of onetime settlement with any Bank or Financial Institution during the Financial Year 2023-24.

**For and on behalf of the Board**  
**Khyati Multi-Media Entertainment Limited**

**Date: 25<sup>th</sup> August, 2025**  
**Place: Ahmedabad**

**Sd/-**  
**(Radheshyam Rampal Patel)**  
**(DIN: 02694786)**  
**Chairman for the Meeting and WTD**

**Annexure-I**

**FORM NO. AOC -2**

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

*Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms -length transaction under third proviso thereto entered by the company during the financial year ended 31/03/2025.*

1	<b>Details of contracts or arrangements or transactions not at Arm's length basis.</b>							
	Name (s) of the related party	Nature of transaction	Duration of the transaction	Salient terms of the transaction	Justification for transactions'	Date of approval by the Board	Amount paid as advances	Date of special resolution
1	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

2	Details of material contracts or arrangement or transactions at arm’s length basis						
	Name (s) of the related party	Nature of relationship	Nature of transaction	Duration of the transaction	Transactions value) in Rs.	Date of approval by the Board	Amount paid as advances
1	Jigna K. Patel	Director/Relative of Promoter	Rent	1 <sup>st</sup> April 2024 to 31st March 2025		Since these RPTs are in the ordinary course of business and are at arms’ length basis, approval of the Board is not applicable. However, these are reported to the Audit Committee / Board at their quarterly meetings.	Nil
2	Khyati Realities Ltd.	Company With Common Director	Sale		Nil		
3	Khyati Foundation	Foundation with Common Trustee	Sale		Nil		
4	Khyati World School	Enterprise over which key managerial personnel are able to exercise significant influence	Sale		Nil		
5	Firdaus Memorial Charity and Education Trust		Sale		Nil		

**Annexure-II**

**PARTICULARS OF THE EMPLOYEES**

**Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

<b>I.</b>	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:			
<b>Sr. no.</b>	<b>Name of director / KMP</b>	<b>Designation</b>	<b>Ratio of the remuneration of each director/KMP to the median remuneration of the employees of the Company for the FY 2024-25</b>	<b>% increase / (decrease) in remuneration in the FY 2024-2025</b>
a)	Shri Kartik J. Patel	Managing Director	0	0
b)	Radheshyam Rampal Patel	Whole Time Director w.e.f. 01/05/2025	0	0
c)	Smt. Deepa Gidwani	Chief Financial Officer	1.28:1	0
d)	Shri Devilal J. Shah	Company Secretary	0.72:1	0

<b>II.</b>	The percentage increase/decrease in the median remuneration of employees in the financial year:	There was no Increase/decrease in the salary of key managerial personnel.
<b>III.</b>	The number of permanent employees on the rolls of company:	2
<b>IV.</b>	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out of there are any exceptional circumstances for increase in the managerial remuneration;	During the year under review, the average annual increase was negligible
<b>V.</b>	Affirmation that the remuneration is as per the remuneration policy of the Company.	All remuneration of the Employees and directors are paid as per remuneration policy of the Company.

**ANNEXURE-III**

**FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2025**

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies  
(Appointment and Remuneration of Key Managerial Personnel) Rules, 2014]

To,  
The Members,  
KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED  
CIN: L92199GJ1995PLC024284

I/we have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED** (Hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the records of **KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED**, books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, I/We hereby report that in my/our opinion, the company has, during the audit period covering the **financial year ended on 31<sup>st</sup> March 2025** complied with the statutory provisions listed hereunder and also that the company has proper Board-processes and compliances mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I/We have examined the books, papers, minute books, forms and returns filed and record maintained by **KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED (CIN: L92199GJ1995PLC024284)** for the financial year ended on **31<sup>st</sup> March, 2025** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under subject to our observations if any in this report;
- (ii) The Securities Contracts (Regulations) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulation made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: **(NOT APPLICABLE FOR THE YEAR UNDER REVIEW)**
- (v) The following Regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011; **(Subject to our Comments in Annexure-A)**
- (b) The Securities and Exchange Board of India (Prohibition of Insider Training) Regulations, 1992; **(Subject to our Comments in Annexure-A)**
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(The 15,20,000 Equity shares of Rs. 10/- each issued by the Company in 26<sup>th</sup> December 2000 are not Listed on the Stock Exchange and are not admitted in NSDL and CDSL and not Dematerialized)**
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(NOT APPLICABLE FOR THE YEAR UNDER REVIEW)**
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(NOT APPLICABLE FOR THE YEAR UNDER REVIEW)**
- (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding maintenance of Register of Members, Share Transfer/ Transmission Register etc under the Companies Act and dealing with requests for Transfer/ Transmission/ Issued of Duplicate share certificates etc of Investors including any investors complaints are complied with. The Company has appointed M/s. MCS Share Agents Limited as its Registrar and Share Transfer Agents. Such appointment was valid and in force and operative during the year ended 31/03/2025. The Company has filed an Annual Declaration under regulation 7(3) of SEBI (LODR) with the stock exchange in time.
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **NOT APPLICABLE FOR THE YEAR**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(NOT APPLICABLE FOR THE YEAR UNDER REVIEW)**
- (i) Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015. *During the year the Company was non-compliant of*
- (a) *Regulation 17(1) regarding composition of Board of Directors. As the Chairman of the Company being Promoter and Executive, as per SEBI LODR 2015 the company must have 50% of its Board strength as Independent Directors. The BSE Ltd has imposed a financial penalty of Rs. 6,65,000/-. This default was made good during the year by appointing Mr. Rajesh C Sutaria as an Independent director and the Company has made payment of all penalties due and payable to stock exchange.*
- (b) *BSE Ltd had imposed a Penalty of Rs. 11,800/- (Inclusive of GST) for late submission by 2 days of Related Party Transactions details as per Regulation 23 of the SEBI LODR 2015 for Half year ended March 2024 which is paid by the company and default is made good.*



(c) *BSE Ltd had imposed financial penalty of Rs. 2,360/- for late submission by 1 day of Annual Secretarial Compliance Report for the year 31/03/2024 as per requirements of Regulation 24A of the SEBI (LODR) 2015 which is paid by the company and default is made good.*

(d) *BSE Ltd had as per provisions of SEBI (SOPLODR) Circular freezed the Promoters personal Demat Accounts for non-payment of due penalties. This default was made good by making payment of Rs. 14,10,107/- (Inclusive of all old outstanding penalties payment due along with GST). As of now the personal demat accounts of All Promoters are de-frozen by the BSE Ltd.*

(j) As stated in the Annexure – A – all the laws, rules, regulations are applicable specifically to the company.

(Vii) No other major corporate events occurred during the year and various compliances made by the Company with applicable Laws, Rules, Regulations, and Listing Regulations subject to our observations in this report.

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

- (k) Secretarial Standards issued by The Institute of Company Secretaries of India and /or any amendment, substitution, modifications, thereof are applicable to the company, are adopted by the Company and are complied with.
- (ii) The Listing Agreements entered into by the Company with B S E Limited and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied subject to our observation in this report.

During the period under review the Company has complied with the provision of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to our observations in this report.

I further report that

The board of directors of the company is duly constituted with proper balance of executive directors, non - executives directors, independent directors and woman director. There were Changes in the Constitution of the Board of Directors during the year under review. All such changes are properly carried out after following procedures and law, rules, regulations framed under the Companies Act 2013 and the SEBI (LODR) 2015. The Company had also given necessary intimations to the stock exchange and ROC by filing information documents, papers, forms etc in time.

*One of the Non- Executive Independent Director Mr. Rao Kamal Kant is not registered as Independent Director on website of [www.independentdirectorsdatabank.in](http://www.independentdirectorsdatabank.in) and he has yet not passed qualifying examination. However, he has more than 10 years of experience of being a Director in a Listed Entity hence, once registered he will be exempted from passing of such examination as per MCA Circular. However, the two term of 5 years each tenure of Mr. Kamal Kant Rao is due to expire on 30/09/2025. Thereafter he will not be eligible to continue to act as Independent Director. He may resign thereafter as Director of the Company. No Directors are disqualified u/s. 164(2) of the Companies Act 2013.*

The Company's Chairman is Executive; hence it must have 50% of its Board as Independent Directors. The Company has 3 Directors namely Mr. Kartik Jasubhai Patel as CMD, Mrs. Roma Alpesh Patel as Non- Executive Woman Director and Mr. Prafulchandra J Agarwal as Non- Executive Director. Mr. Rao Kamal Kant as Non-

Executive Independent Director and Mr. Prakash Tekwani as Non-Executive Independent Director. As per requirements of Regulation 17(1) the Company has 3 Promoters Category Non- Executive Directors against which it must have 3 Independent Directors. The Company had during the year appointed Mr. Rajesh C Sutaria, as Non-Executive Independent Director with the approval of shareholders Resolution at AGM for a period of 5 years. Now the Company is compliant with the requirements of Composition of the Board of Directors.

Adequate notice is given to all directors to schedule the board meetings, agenda and detailed notes on agenda were sent at least seven days in advance or with consent of directors at a shorter notice, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting as per requests of any directors for meaningful participation at the meeting. Majority decision is carried through ORAL Voting system at the Board or Committee Meetings, while the dissenting members' views, if any, are captured and recorded as part of the minutes.

***The Company does not have Electronic or Paper Voting system for its Board Meetings. In absence of any such documents, we are unable to comment upon the Consent of all the directors to all the agenda items of Board or Committee meetings. However, while sending draft minutes to the Directors for every board meeting, views of directors are invited for any corrections/ modifications/ alterations in draft minutes from the directors. The Dissent notes of Directors recorded in Minutes only at the specific requests of particular director with his names.***

*We further report that in respect of Finance and Accounts,*

1. *Company has given Loans & Advances (CLEAN) to three various Parties at Hyderabad and Pune the company has sent by registered post the letter of confirmation of accounts; however counter confirmation is not yet received.*
2. *Promoters Shareholding is not yet fully Dematerialize.*
3. *15, 20, 000 Equity Shares which are allotted on 26/12/2000 on preferential basis are not yet listed with Stock Exchange, not admitted in NSDL and CDSL and not dematerialized.*
4. *We have covered and mentioned all our observations in Annual Secretarial Compliance Report submitted to Stock Exchange Pursuant regulation 24A of The SEBI (Listing Obligation and Disclosure Requirement) Regulations, in this Report, including any disciplinary actions in the form Penalty, Promoters personal demat accounts freezing etc are mentioned in this report.*
5. I Further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliances with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, in the company there was no specific event / action that can have a bearing on the company's compliance responsibilities in pursuance of the above referred laws, rules, regulations, guideline, standards, except our observation as aforesaid paragraphs.

I/We further report that during the audit period the company has not made any

- (I) Public/ Right/Preferential issue of shares/ debentures/sweat equity, etc.
- (II) Redemption/ buy-back of securities
- (III) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (IV) Merger/ amalgamation/reconstruction etc.

(V) Foreign technical collaborations

Place: Ahmedabad  
Date: 28<sup>TH</sup> MAY 2025  
UDIN: A008356G000479871

FOR KAMLESH M. SHAH & CO.,  
PRACTICING COMPANY SECRETARIES  
Sd/-

(KAMLESH M. SHAH)  
PROPREITOR  
ACS: 8356, COP: 2072  
Peer Review Certificate No. 6438/2025  
Valid up to 28/02/2030

**“ANNEXURE-A”**

**Securities Laws**

1. All Price Sensitive Information were informed to the stock exchanges from time to time as per requirements of Regulation 30 of the SEBI (LODR) 2015
2. All investors' complaint directly received by the RTA and Company is recorded on the same date of receipts and all are resolved within reasonable time. The Company has filed status report on investors complaints every quarter in time to the stock exchange as per Regulation 13 of the SEBI (LODR) 2015.
3. The Company has installed specific Software for Structural Digital Database in computer system with password protection for access and making entries therein. All relevant entries related to UPSI being shared with promoters/ directors and others professionals who are expected to have access to such UPSI.
4. The Promoters shareholding (in part) is dematerialized. The Company has yet not signed agreement with any depositories for System Driven Disclosure as per SEBI Requirements. Further the Promoters/ Directors/ PACs of the Company has also not made Annual Disclosure of shareholding as on 31<sup>st</sup> March to the Stock Exchange as per Requirements of Regulation 30 of the SEBI (SAST) Regulations. However, the promoters have not made Annual Disclosure u/r. 24(1) of the SEBI (SAST) Regulations to the stock exchange.

**Labour Laws**

1. All the premises and establishments have been registered with the appropriate authorities.
2. The Company has not employed any child labour ***Child & Adolescent Labour (Prohibition & Regulation) Act, 1986*** in any of its establishments.
3. Provisions with relate to compliances of PF/ESI/Gratuity Act are NOT applicable to Company during the year under review.
4. There was no incidence of Sexual Harassment to any of the Female/ Women employee of the Company. However, the company has not filed an Annual Return with District Collector as per requirements of POSH Act.

**Environmental Laws**

During the year under review there was no Manufacturing business activities in the Company. The Provisions of the Environmental laws and regulations relating to obtaining any specific permissions or licenses if any are not applicable to the company during the year.

**Taxation Laws**

The company follows all the provisions of the Indirect taxation laws and Income Tax Act, 1961 and filing the returns at proper time with Income tax department and all other applicable departments. We are not expert in taxation laws. We have relied upon the disclosures made by Internal Financial Auditors in their report on compliance and Management Representations on compliances made with these regulations.

**Other Industry Specific Laws/ Rules/ Regulations:**

The Company operates in the segment of Media and Entertainment Industry for Digital Advertisement and other content display on Hoardings, Sign Boards, Public Places and such other media releases for and on behalf of its clients who are providing the digital contents for such display and release purposes. The Company does not make or produce any content of digital advertisement or other material. There are no other industry Specific Laws/ Rules/ Regulations except for Display of contents on behalf of clients applicable to the company. During the year,

the Company had also done business of arranging and managing POLO Sports Event Tournament. All these activities do not regulate by any industry specific regulations or laws.

Place: Ahmedabad  
Date: 28<sup>TH</sup> MAY 2025  
UDIN: A008356G000479871

FOR KAMLESH M. SHAH & CO.,  
PRACTICING COMPANY SECRETARIES

Sd/-  
(KAMLESH M. SHAH)  
PROPREITOR  
ACS: 8356, COP: 2072  
Peer Review Certificate No. 6438/2025  
Valid up to 28/02/2030

“ANNEXURE-C”

To  
The Members,  
KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED  
100, CHINUBHAI TOWERS, 1ST FLOOR,  
OPP: HANDLOOM HOUSE, ASHRAM ROAD, NAVRANGPURA,  
AHMEDABAD 380009 Gujarat India

Our report of even date in respect of the financial year ended on 31<sup>st</sup> March 2025 is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures and compliances done are on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
7. We have relied on Management Representation Letter provided by the Company before issuing this Report to the Company.

Place: Ahmedabad  
Date: 28<sup>TH</sup> MAY 2025  
UDIN: A008356G000479871

FOR KAMLESH M. SHAH & CO.,  
PRACTICING COMPANY SECRETARIES

Sd/-  
(KAMLESH M. SHAH)  
PROPREITOR  
ACS: 8356, COP: 2072  
Peer Review Certificate No. 6438/2025  
Valid up to 28/02/2030

**Certificate of Non-disqualification of Directors**

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
Members,  
**KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED,**  
Ahmedabad-380009, Gujarat

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED bearing CIN: L92199GJ1995PLC024284 and having its registered office at 100, Chinubhai Towers, 1st Floor, Opp: Handloom House, Ashram Road, Navrangpura, Ahmedabad 380009 Gujarat India (hereinafter referred to 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal ([www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

**Except Mr. Rao Kamal Kant, Mr. Prakash Udhawdas Tekwani, Ms. Khyati Bhavya Shah and Mr. Rajesh Chinubhai Sutaria, the Independent Directors are Registered at [www.independentdirectorsdatabank.in](http://www.independentdirectorsdatabank.in) Portal.**

NA	Name of Director Category of Director and Designation	DIN	Original Date of Appointment	Disqualified U/s. 164(2) of the C.A.2013	De-activation of DIN Number by MCA	Debarred by SEBI or any other Regulatory.
1	Kartik Jasubhai Patel Promoter, Executive Chairman and Managing Director	00047862	20/01/1995	NA	NA	NA
2	Prafulchandra J Agarwal Promoter, Non-Executive Non- Independent Director	00088295	20/01/1995	NA	NA	NA
3	**Radheshyam Rampal Patel, Non- Promoter Executive Whole Time Director	02649786	01/05/2025	NA	NA	NA
4	Roma Alpeshbhai Patel Non -Promoter Non- Executive Non- Independent Woman Director	09747211	10/10/2022	NA	NA	NA
5	*Rao Kamalkant Non- Promoter, Non- Executive Independent	02576450	06/10/2008	NA	NA	NA

	Director					
6	Prakash Udhawdas Tekwani Non-Promoter, Non-Executive, Independent Director	03589658	14/08/2023	NA	NA	NA
7	Rajesh Chinubhai Sutaria, Non-Promoter, Non-Executive Independent Director	02102686	14/08/2023	NA	NA	NA
8	**Ms. Khyati Bhavya Shah Non-Promoter, Non-Executive, Independent Director	09430457	01/05/2025	NA	NA	NA

Two term of 5 years each of Mr. Rao Kamal Kant is expiring on 29/09/2025. He will not be eligible to continue as an Independent Director on the Board and committees of the Board thereafter.

\*\* The Company has Appointed Mr. Radheshyam Rampal Patel, as Non-Promoter, Whole Time Director (Additional) w.e.f. 01/05/2025, and Ms. Khyati Bhavya Shah as appointed as Non-Promoter, Non-Executive, Independent Director. Their appointment is yet to be confirmed by shareholders within 3 months of his appointment.

\*\*\* The Company has appointed Ms. Deepa Gidwani as Chief Financial Officer w.e.f. 01/04/2019 and Mr. Devlal J Shah as Company Secretary and Compliance Officer w.e.f. 02/12/2019.

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on verification of documents.

**Place: Ahmedabad**

**For, Kamlesh M. Shah & Co.,**

**Date: May 27, 2025**

**Practicing Company Secretary**

**UDIN: A008356G000457695**

**Sd/-**

**Peer Review Certi No.6438/2025**

**Kamlesh M. Shah**

**Valid up to: 28/02/2030**

**(Proprietor)**

**(ACS: 8356, COP: 2072)**



**ANNEXURE-IV**

**CORPORATE GOVERNANCE REPORT**

[Pursuant to Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 “Listing Regulations”]

Detailed report on Corporate Governance for the financial year ended March 31, 2025, as per regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is set out below:

**1. COMPANY’S PHILOSOPHY ON CODE OF GOVERNANCE:**

Corporate Governance is a set of systems and practices to ensure that the affairs of the Company are being managed in a way which ensures accountability, transparency, and fairness in all its transactions in the widest sense and meet its stakeholder’s aspirations and expectations. The Company will continue to focus its resources, strengths and strategies for enhancement of the long-term shareholders’ value while at the same time protecting the interest of other stakeholders.

**2. BOARD OF DIRECTORS:**

**COMPOSITION AND CATEGORY**

The composition of the Board of Directors of the Company represents an appropriate mix of executive and non-executive directors to ensure the independence of the Board and to separate the board functions of governance and management

The Board currently comprises of proper Constitution of Board of Directors including the Chairman of the Board.

None of the Directors on the Board is a member of more than ten Committees and Chairman of more than five Committees across all companies in which they are Directors.

**BOARD PROCEDURE**

The Board meets at least once in a quarter to review the quarterly performance and the financial results. The Board meetings are generally scheduled well in advance and the notice of each Board Meeting is given in writing to each Director.

To enable the Board to discharge its responsibilities effectively, the members of the Board are briefed at every Board Meeting on the overall performance of the company.

The Minutes of the Board meetings are circulated in advance to all Directors and confirmed at subsequent Meeting. The Minutes of Audit Committee and other Committees of the Board are regularly placed before the Board.

During the financial year ended March 31<sup>st</sup>, 2025, Five Board Meetings were held respectively on 30.05.2024, 12.08.2024, 13.11.2024, 14/02/2025, 30.03.2025. The gap between two Board Meetings did not exceed four months.

The composition of the Board of Directors, the number of other Directorship and Committee positions held by the Director, of which the Director is a Member/Chairman, are as under:

Name of Director	Category	DIN	No. of Board Meetings attended during the year	Whether attended last AGM	No. of other Director-ship held
<b>Shri Kartik J. Patel</b>	Promoter Chairman and Managing Director (Executive)	00047862	3	No	9
<b>Smt. Roma Alpesh Patel</b>	Non-Executive Non-Promoter Women	09747211	5	No	1
<b>Shri Prafulchandra J. Agarwal</b>	Non-Independent promoter & Non-Executive Director	00088295	5	Yes	16
<b>Shri Rao Kamalkant</b>	Independent & Non-Executive Director	02576450	5	Yes	1
<b>Shri Prakash Tekwani</b>	Independent & Non-Executive Director	03589658	5	Yes	1
<b>Shri Rajesh Chinubhai Sutaria</b>	Independent And Non-Executive Director	02102686	4	Yes	5

\* Mr. Radheshyam Rampal Patel, Non-Promoter Whole Time Director (Executive) DIN: 02694786 and Ms. Khyati Bhavya Shah Non-Promoter Non-Executive Independent Director (DIN: 09430457) were appointed after the closure of the financial year w.e.f. 1<sup>st</sup> May 2025 hence their attendance at various meetings is not mentioned in the above table.

\*1 Committee includes Audit Committee and Shareholders', Investors Grievance Committee & Nomination and Remuneration Committee only.

### **CODE OF CONDUCT**

The Company has already adopted a code of conduct for all employees of the company and Executive directors. The board has also approved a code of conduct for the non-executive directors of the company. All board members and senior management personnel have affirmed compliance with the applicable code of conduct has been provided in the Annual Report. The directors and senior management of the company have made disclosures to the board confirming that there is no material financial and/ or commercial transactions between them and the company that could have potential conflict of interest with the company at large.

### **3. COMMITTEES OF THE BOARD**

**AUDIT COMMITTEE:**

The terms of reference of the Audit Committee are wide enough to cover matters specified for Audit Committees under Regulation 18 of the SEBI (Listing Obligation and Disclosures Regulations) ,2015 as well as in Section 177 of the Companies Act, 2013 besides other terms as may be referred to by Board of Directors from time to time.

The Audit Committee comprises of three Directors all of whom two are Independent Directors.

During the period under review, Four Audit Committee meetings were held respectively on 30.05.2024, 12.08.2024, 13.11.2024, 14/02/2025.

The composition of the Audit Committee and attendance at its meetings is given hereunder:

<b>Name of Director</b>	<b>Position</b>	<b>No. of Meetings</b>	<b>Meetings attended</b>
Shri Rao Kamalkant	Chairman	5	5
Shri Prakash U. Tekwani	Member	3	3
Smt. Roma A. Patel	Member	5	5

The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company.

**NOMINATION AND REMUNERATION COMMITTEE:**

The Remuneration Committee comprises of two independent non-executive directors viz. Shri Rao Kamalkant, Shri Prakash U. Tekwani and Smt. Roma A. Patel

During the period under review, One\_Nomination and Remuneration Committee meetings were held.

The remuneration committee has been constituted to recommend/review the remuneration package of the Managing/ Whole Time Directors based on performance and defined criteria. If any.

**DETAILS OF REMUNERATION PAID TO DIRECTORS DURING 2023-2024**

*(Amount in Rs.)*

<b>NAME OF DIRECTOR</b>	<b>REMUNERATION</b>	<b>SITTING FEES</b>	<b>TOTAL</b>
Shri Kartik J. Patel	Nil	Nil	Nil
Smt. Roma A. Patel	Nil	Nil	Nil
Shri Rao Kamalkant	Nil	Nil	Nil
Shri Prakash U. Tekwani	Nil	Nil	Nil
Shri Prafulchandra Agarwal	Nil	Nil	Nil

**SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE:**

Shri Prakash U. Tekwani– Chairman, Shri Rao Kamalkant and Smt. Roma Patel are members of the Committee. The Committee is empowered to oversee the redressal of Investors’ complaints and other miscellaneous complaints. The Company as a matter of policy disposes of investor complaints within a span of five working days.

Name and designation of Compliance Officer:

Mr. Devilal J. Shah

No. of shareholders’ complaints received during the year: Nil

No. of complaints not resolved to the satisfaction of shareholders: Nil

No. of pending Complaints: Nil

No. of complaints resolved during the year: Nil

#### **4. GENERAL BODY MEETING**

- Date, Time and Venue of the last three Annual General Meetings:***

<b>Year</b>	<b>Date</b>	<b>Time</b>	<b>Venue</b>	<b>No. of resolutions passed</b>
2021-22	September 25 <sup>th</sup> , 2022	01.00 P.M	THE PRESIDENT, Opp-Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad, Gujarat- 380009, India	4
2022-23	September 21 <sup>st</sup> 2023	12.30 P.M	THE PRESIDENT, Opp-Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad, Gujarat- 380009, India	7
2023-24	September 26, 2024	12.30 P.M.	THE PRESIDENT, Opp-Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad, Gujarat- 380009, India	7

1. No extra-ordinary general meeting of the shareholders was held during the year.
2. Postal ballot: during the year under review No Postal Ballot has been done by Company.

#### **INDEPENDENT DIRECTORS’ MEETING**

Independent Directors met on 30.03.2025 without presence of Non - Independent Directors and members of the Management. At this meeting, the Independent Directors inter alia evaluated performance of the Non-Independent Directors and the Board of Directors as a whole, evaluated the performance of the Chairman of the Board and discussed aspects relating to the quality, quantity and timeliness of the flow of information between the Company’s Management and the Board.

## **DISCLOSURES**

### **POLICIES:-**

#### **A. POLICY ON RELATED PARTY TRANSACTIONS**

##### **SCOPE AND PURPOSE OF THE POLICY**

Related party transactions can present a potential or actual conflict of interest which may be against the best interest of the company and its shareholders. Considering the requirements for approval of related party transactions as prescribed under the Companies Act, 2013 (“Act”) read with the Rules framed there under and Regulation 23 of SEBI (Listing Obligations and Disclosures Regulations), 2015, our Company has formulated guidelines for identification of related parties and the proper conduct and documentation of all related party transactions.

Also, Regulation 23 of SEBI (LODR), 2015 requires a company to formulate a policy on materiality of related party transactions and dealing with related party transactions. In light of the above, our Company has framed this Policy on Related Party Transactions (“Policy”). This Policy has been adopted by the Board of Directors of the Company based on recommendations of the Audit Committee. Going forward, the Audit Committee would review and amend the Policy, as and when required, subject to the approval of the Board.

##### **OBJECTIVE OF THE POLICY**

The objective of this Policy is to set out (a) the materiality thresholds for related party transactions and; (b) the manner of dealing with the transactions between the Company and its related parties based on the Act, Regulation 23 of SEBI (LODR), 2015 and any other laws and regulations as may be applicable to the Company.

##### **MANNER OF DEALING WITH RELATED PARTY TRANSACTIONS**

###### **a) Identification of related parties: -**

The Company has formulated guidelines for identification and updating the list of related parties as prescribed under Section 2(76) of the Act read with the Rules framed there under and Regulation 23 of SEBI (LODR), 2015.

###### **b) Identification of related party transactions: -**

The Company has formulated guidelines for identification of related party transactions in accordance with Section 188 of the Act and Regulation 23 of SEBI (LODR), 2015.

## **DISCLOSURES**

The Company shall disclose, in the Board’s report, transactions prescribed in Section 188(1) of the Act with related parties, which are not in ordinary course of business along with the justification for entering into such transaction.

#### **B. FAMILIARIZATION POLICY FOR INDEPENDENT DIRECTORS**

##### **PURPOSE AND OBJECTIVE OF THE POLICY**

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

##### **FAMILIARIZATION AND CONTINUING EDUCATION PROCESS**

- The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Such programmes/presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- The programmes/presentations also familiarize the Independent Directors with their roles, rights and responsibilities.
- When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- New Independent Directors are provided with copy of latest Annual Report, the Company's Code of Conduct, the Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices, Schedule of upcoming Board and Committee meetings.
- The Company provides the Directors with the tours of company's facilities from time to time.
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Tata Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

#### **C. RISK MANAGEMENT POLICY**

##### **LEGAL FRAMEWORK**

Risk Management is a key aspect of the "Corporate Governance Principles and Code of Conduct" which aims to improvise the governance practices across the Company's activities. Risk management policy and processes will enable the Company to proactively manage uncertainty and changes in the internal and external environment to limit negative impacts and capitalize on opportunities.

##### **BACK GROUND AND IMPLEMENTATION**

The Company is prone to inherent business risks. The objective of Risk Management Policy shall be identification, evaluation, monitoring and minimization of identifiable risks. This policy is in compliance with the which requires the Company to lay down procedure for risk assessment and procedure for risk minimization. The Board of Directors of the Company and the Audit Committee shall periodically review and evaluate the risk management system of the Company so that the management controls the risks through properly defined network. Head of Departments shall be responsible for implementation of the risk management system as may be applicable to their respective areas of functioning and report to the Board and Audit Committee.

##### **COMMITTEE**

The Company has not made Risk Management Committee but the Board of Directors & Audit Committee is looking after the Risk Management of the Company.

#### **D. CORPORATE SOCIAL RESPONSIBILITY POLICY**

India's new Companies Act, 2013 has introduced several new provisions which change the face of Indian corporate business. One of such new provisions is Corporate Social Responsibility (CSR). As per Section 135 of the Companies Act, 2013, it provides the threshold limit for applicability of the CSR to a Company i.e. (a) net worth of the company

to be Rs 500 crore or more; (b) turnover of the company to be Rs 1000 crore or more; (c) net profit of the company to be Rs 5 crore or more.

Since company is a loss making company, CSR Policy is not applicable. Company has not made Corporate Responsibility Committee.

#### **E. VIGIL MECHANISM POLICY**

##### **LEGAL FRAMEWORK**

Section 177 of the Companies Act, 2013 requires every listed company and such class or classes of companies, as may be prescribed to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed.

Regulation 22 of SEBI (LODR), 2015 between listed companies and the Stock Exchanges, inter alia, provides for a mandatory requirement for all listed companies to establish a mechanism called “Whistle Blower Policy” for employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the company’s code of conduct.

##### **POLICY**

In compliance of the above requirements, Khyati Multimedia Entertainment Ltd, being a Listed Company has established a Vigil (Whistle Blower) Mechanism and formulated a Policy in order to provide a framework for responsible and secure whistle blowing/vigil mechanism.

The Vigil (Whistle Blower) Mechanism aims to provide a channel to the Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Codes of Conduct or policy. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. The mechanism provides for adequate safeguards against victimization of Directors and employees to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

#### **F. SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (POLICY WHERE MORE THAN 4 WOMEN WORKING) AND ELIMINATION OF CHILD LABOUR POLICY.**

##### **OBJECTIVE:**

It is the endeavor of the Company, to ensure a safe, secure and congenial work environment where employees and workers will deliver their best without any inhibition, threat or fear. In pursuance of this objective, the Company has evolved a “Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Policy”.

The approach adopted by the Company is to spread awareness about the causes and consequences of sexual harassment at workplace and thereby prevent any occurrences. In the event of such an occurrence, the Group would use this Policy to provide the framework for action.

**Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Policy:**

Sexual harassment in the work place has been defined as “unwelcome” sexually determined behavior (whether directly or by implication). It includes any or all of the following:

- Physical contact and advances
- A demand or request for sexual favours
- Sexually colored remarks
- Showing pornography
- Any other unwelcome physical, verbal or non-verbal conduct of a sexual nature.
- Sexual harassment will be deemed to have taken place if work is used as the excuse or occasion for repeated, personalized, offensive and unwelcome speech or gestures.

It is the duty of the Organization to prevent or deter acts of sexual harassment and if they take place, to provide procedure for resolution, encourage counseling, settlement or prosecution of acts of sexual harassment;

- Where the conduct of the employee would constitute an offence under the Indian Penal Code or any other law, Khyati Multimedia Entertainment Limited shall initiate legal action
- Where the conduct would in addition to an offence under law, constitute misconduct under the rules or regulations of the organization, Khyati Multimedia Entertainment Limited. shall initiate disciplinary action against him/her.

The concerns of or about employees can be reported without fear of reprisal or retaliation. Any allegations of sexual harassment will be investigated quickly and discreetly, and disciplinary action initiated as described in this policy. To the extent possible, the identity of the complainant, the victim, witnesses and the alleged harasser will be protected against unnecessary disclosure. All efforts will be made to ensure that proceedings remain confidential.

**POLICY BASED ON SEBI (LODR) REGULATION, 2015**

**Company has also adopted the Policy based on SEBI (Listing Obligation and disclosure Requirements) Regulation, 2015 the following policies applicable w.e.f 01.12.2015 are as follows.**

All the policies applicable are also uploaded with BSE Website and also available on companies' website [www.khyatimultimedia.com](http://www.khyatimultimedia.com)

**I. POLICY ON PRESERVATION OF DOCUMENTS**

A Policy on preservation of Documents (defined below) would ensure safe-keeping of the records and safeguard the Documents from getting mishandled, while at the same time avoiding superfluous inventory of Documents. The Company, therefore, formulates this Policy, in pursuance to Regulation 9 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Regulations”), on preservation of the Documents to aid the employees in handling the Documents efficiently. It not only covers the various aspects on preservation of the Documents, but also the safe disposal/destruction of the Documents.



## **II . ARCHIVING OF DOCUMENTS WHICH ARE HOSTED ON THE COMPANY'S WEBSITE:**

Recognizing the need to ensure the preservation and availability of the Documents of the Company after their required regulatory preservation period, for any legal, administrative, and historical purposes, the Company adopts the following archival policy in respect of Documents which are hosted on the website of the Company:

1.1. All Documents generated, disclosed or received by the Company, on its website, for the purpose of shareholder communication, are the properties of the Company and constitute archival material.

1.2. Archival material of the Company shall not be destroyed or purged without the approval of the Authorized Person. Provided that nothing contained herein shall be deemed to lead to an exception in case of an accidental deletion, or deletion due to any system flaw, virus, or any other deletion, inaccessibility or loss due to any reason other than deliberate and determinate deletion.

1.3. Material so selected for preservation shall be sent to the Company archives in the category of [Libraries]

1.4. The Authorized Person, in consultation with the Board, will be responsible for deciding how long archival material is to be retained in and under the direct control of the officer concerned, if the law does not specify any time period. The period shall not be less than 3 years.

a. Archiving of the Documents to be submitted to the stock exchange, in terms of the Regulations, shall be done after the lapse of the preservation period of 5 years [as specified in Regulation 30(8)], as per the archival policy.

b. For the Documents to be submitted to the stock exchange to comply with disclosure norms as required by any other Applicable Law, the Documents are to be archived after the lapse of the specified/required time period.

## **III. POLICY ON CRITERIA FOR DETERMINING MATERIALITY OF EVENTS.**

### **GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION**

Events / information shall be considered as Material if it meets any of the following criteria: (a) the event or information is in any manner unpublished price sensitive information;

(b) the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly;

(c) the omission of an event or information is likely to result in significant market reaction if the said omission came to light at a later date; and

(d) any other event/information which is treated as being material in the opinion of the Board of Directors of the Company.

### **1. DISCLOSURES OF EVENTS OR INFORMATION**

a. Events specified in Annexure A are deemed to be material events and the Company shall make disclosure to of such events or information as soon as reasonably possible and not later than twenty-four (24) hours from the occurrence of such event or information in the following manner:

- i. inform the stock exchanges in which the securities of the Company are listed;
- ii. upload on the corporate website of the Company.

Provided that in case the disclosure is made after twenty-four (24) hours of occurrence of such event or information, the Company shall, along with such disclosure(s) provide an explanation for delay.

b. The Company shall make disclosure of events as specified in Annexure B based on application of guidelines for determining Materiality as per clause 3 of the Policy.

c. The Company shall make disclosures updating Material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

d. The Company shall disclose all events or information with respect to its Material Subsidiaries.

e. The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information and on its own initiative. Further it shall confirm or deny any event or information to stock exchange(s) reported in the media.

f. In case where an event occurs or information is available with the Company, which has not been indicated in Annexure A or Annexure B, but which may have material effect on it, the Company will make adequate disclosures in regard thereof.

All the above disclosures would be hosted on the website of the Company for a minimum period of five years and thereafter archived as per Company's policy for Preservation and Archival of Documents.

#### **NON-COMPLIANCE BY THE COMPANY, PENALTIES, STRICTURES:**

The Company has complied with the requirements of the Stock Exchange/SEBI/any statutory authorities on all matters related to capital markets. There are penalties imposed by BSE Ltd for non-compliance, late compliance submission of various LODR Requirement documents to BSE Ltd. The Company has paid total penalty to BSE Ltd during the year of an amount as mentioned by Secretarial Auditors in their report.

#### **CODE OF CONDUCT**

The Company has its Code of Conduct which is applicable to Board of Directors as well as designated senior management personnel. The Code is circulated to all the members of the Board and management personnel and the compliance of the same is affirmed by them annually. An annual declaration of Managing Director, as to compliance of Code of Conduct has been provided in the Annual Report.

#### **5. CERTIFICATE ON CORPORATE GOVERNANCE**

As required under Regulation 15 of SEBI (LODR),2015, Certificate is provided in the Annual Report.

**6. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

This is given as a separate section in this Annual Report.

**7. CERTIFICATION**

As required by Regulations of SEBI LODR,2015, certification on financial statements is provided in the Annual Report.

**8. COMPLIANCE WITH CORPORATE GOVERNANCE**

Company is fully committed to the compliance of applicable mandatory requirement of SEBI (Listing Obligations and Disclosures Regulations),2015 as amended from time to time. The company submits quarterly Compliance Report to BSE in respect of compliance of Regulation 15 of the SEBI (LODR),2015.

**9. MEANS OF COMMUNICATION**

- a. All financial results are immediately sent to stock exchanges after being taken on record by the Board.
- b. As per the requirements of Listing Agreement, Results are also published in leading daily local & English National newspapers namely Indian Express and Financial Express. The said results are also displayed at Company's web site.
- c. The Company's website [www.khyatimultimedia.com](http://www.khyatimultimedia.com) contains a separate dedicated section named "Investors" where information for shareholders is available. Press releases, if any, are also displayed at Company's website as well as published in newspapers.

**10. GENERAL INFORMATION FOR SHAREHOLDERS AND INVESTORS**

The Company is registered in the State of Gujarat having Corporate Identification Number (CIN) as allotted by Ministry of Corporate Affairs (MCA) as **L92199GJ1995PLC024284**

**a) Annual General Meeting.**

**Date** : 29<sup>th</sup> September,20254

**Time** : 11:00 A.M.

**Venue:** THE PRESIDENT, Opp- Municipal Market, Off C.G. Road, Near Swastik Cross Roads, Navrangpura, Ahmedabad, Gujarat- 380009

**b) Financial Year**

For accounting and financial reporting purpose, Company follows Financial Year which starts from 1<sup>st</sup> April each year and ends on 31<sup>st</sup> March of every succeeding year.

The Quarterly Results for the financial year 2024-2025 were taken on record by the Board of Directors as per the following schedule:

Quarter ending 30 <sup>th</sup> June 2024	:	By 12/08/2024
Quarter ending 30 <sup>th</sup> September 2024	:	By 13/11/2024
Quarter ending 31 <sup>st</sup> December 2024	:	By 14/02/2025
Quarter ending 31 <sup>st</sup> March 2025	:	By 28/05/2025

**c) Date of Book Closure / Record Date** : 20-09-2025 to 29-09-2025  
(Both days inclusive)

**d) Dividend Payment Date** : Not Applicable

**e) Listing on Stock Exchange** : **Bombay Stock Exchange Ltd.(BSE)**  
Phiroze Jeejeebhoy Towers Dalal Street,  
Mumbai – 400001  
Scrip Code: 531692

**Demat ISIN No. for NSDL and CDSL** : **INE593B01030**

**f) Listing Fees to Stock Exchanges**

Company has paid listing fees in respect of financial year 2025-26 to the Bombay Stock Exchange Limited and National Stock Exchange of India Limited.

**g) Custodial Fees to Depositories**

Company has paid Custodian Fees for the financial year 2024-2025 to both depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

**h) Share Price Data**

**Company** : [\*\*KHYATI MULTIMEDIA-ENTERTAINMENT LTD. 531692\*\*](#)

**Period**: April 2024 to March 2025

All Prices in ₹ ((Rs. per share)

Month	Price at BSE	
	Month's High Price	Month's Low Price
Apr-24	1.91	1.91
May-24	2.00	1.91
Jun-24	2.54	1.90
Jul-24	4.70	2.66
Aug-24	4.26	3.11
Sep-24	4.33	3.14
Oct-24	3.72	3.04
Nov-24	4.06	3.41

Dec-24	5.32	4.10
Jan-25	5.51	4.47
Feb-25	4.25	2.37
Mar-25	3.60	2.31

The Share price on 25th August, 2025 in shares of the Company is Rs. 3.43 recorded on BSE Ltd.

**i) Shareholding pattern as on 31<sup>st</sup> March, 2025**

Sr. No.	Particulars	No. of Shares of Rs.10/- each	% holding
1	INDIAN PROMOTERS	18,12,895	16.79%
2	BODIES CORPORATES	1,84,392	1.71%
3	PUBLIC	87,77,442	81.29%
4	NON-RESIDENT INDIANS (NRI)	25,471	0.21%
	<b>Total</b>	<b>1,08,00,200</b>	<b>100.00%</b>

**j) Distribution of shareholding as on 31<sup>st</sup> March, 2025**

	No. of Shares	No. of Members
Up to 500	1466434	6831
501 - 1000	1132137	1269
1001 - 2000	895071	556
2001 - 3000	530552	208
3001 - 4000	306288	83
4001 - 5000	434372	89
5001 - 10000	1010527	133
10001 - 50000	1774688	83
50001 - 100000	636614	10
And Above	2613537	4

u)

**v) Dematerialization of Shares and Liquidity**

On March 31<sup>st</sup> 2025, nearly 80.27 % of the shareholders of Company were holding Company's shares in demat form. In the same way, Promoters and Promoters-group shareholding was not fully dematerialized. Also, the aggregate dematerialized shareholding of the Company stood at 80.27% of the total no. of shares. Brief position of Company's dematerialized shares as on 31/03/2025 is given below:

S. No.	Description	Shares	% Holding
--------	-------------	--------	-----------

1	NSDL	4403782	40.78%
2	CDSL	4265676	39.49%
3	PHYSICAL	2130742	19.73%
<b>Total</b>		<b>10800200</b>	<b>100%</b>

**w) Share Transfer System**

All transfers of shares held in physical form are dealt by our Registrar and Share Transfer Agents. Presently the share transfers received in physical form are processed and registered within prescribed time periods (15) days from the date of receipt subject to the documents being valid and complete in all respects. Depositories control share transfers in Demat Mode. The Company obtains from a Company Secretary in Practice half yearly certificate of compliance in respect of compliance with share transfer formalities as required under Regulation 40 (10) of the SEBI (LODR), 2015 with Stock Exchanges and files a copy of the certificate with the stock exchanges.

**x) Reconciliation of Share Capital Audit Report**

As stipulated by Securities and Exchange Board of India, Company is required to carry out Reconciliation of Share Capital Audit (RSCA) from a practicing Company Secretary. This audit is carried out every quarter and the report thereon of Practicing Company Secretary is submitted to the stock exchanges. The audit, inter alia, confirms that the total listed and paid-up capital of the company agrees with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

**y) Registered & Administrative Offices:**

**Registered Office**

100, Chinubhai Towers,  
Opp: Handloom House,  
Ashram Road, Navrangpura,  
Ahmedabad: 380 009

**z) Address for Investor Correspondence:**

In case any problem or query shareholders can contact at:

**Address :** 100, Chinubhai Towers,  
Opp: Handloom House, Ashram Road,  
Navrangpura, Ahmedabad-380009  
Tel NO: 91-079-26582983  
Fax: 91-079-26584335  
E-Mail: khyatimulti@gmail.com

Website: [www.khyatimultimedia.com](http://www.khyatimultimedia.com)

Shareholders may also contact Company's Registrar & Share Transfer Agent at:

Name	:	<b>MCS SHARE TRANSFER AGENT LIMITED (Ahmedabad Br.)</b> 201, Shatdal complex, Opp. Bata show room, Ashram road, Ahmedabad – 380 009
Phone	:	<b>91-033-40704051 (HO)</b>
Fax	:	<b>91-033- 40704051 (HO)</b>
Email	:	<a href="mailto:helpdeskahmd@mcsregistrars.com">helpdeskahmd@mcsregistrars.com</a>  <a href="mailto:mcsstaahmd@gmail.com">mcsstaahmd@gmail.com</a>
Website	:	<a href="http://www.mcsdel.com">www.mcsdel.com</a>

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#### CEO AND CFO CERTIFICATION

As required by Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, CFO has given Compliance Certificate on financial statements to the Board of Directors.

#### **DECLARATION REGARDING COMPLIANCE WITH THE COMPANY'S CODE OF CONDUCT BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL UNDER REGULATION 17(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015**

I, Deepa Gidwani, CFO of the Company, hereby certify that all Board Members and Senior Management Personnel of the Company have affirmed their compliance with the Code of Conduct in accordance with Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with Stock Exchange. Company has adopted a code of conduct for all Board members and senior management of the company which is posted on the website of the company.

We further confirm that during the year, none of the Directors or any of the Key managerial persons had done any trading in shares of the Company in the secondary market. Further the company had not made any allotment of shares to any Directors or any of the key managerial personnel during the year.

The above Report was adopted by the Board at their meeting held on 25th August, 2025.

For, Khyati Multimedia Entertainment Limited

Place: Ahmedabad  
Date: 25<sup>th</sup> August, 2025

Sd/-  
(Deepa Gidwani)  
CFO



**CERTIFICATE ON CORPORATE GOVERNANCE**

To

Members

**KHYATI MULTIMEDIA ENTERTAINMENT LIMITED.**

We have examined the compliance of the conditions of Corporate Governance by Khyati Multimedia Entertainment Limited for the year ended 31<sup>st</sup> March, 2025 as stipulated in Regulation 15 of the SEBI (LODR), 2015 of the Company with stock exchanges in India.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (LODR), Regulation 2015.

We state that in respect of investor grievances received during the year ended 31<sup>st</sup> March, 2025, no investor grievances are pending against the company for the period exceeding one month, as per the records maintained by the Company and presented to the Investors/Shareholders Grievance Committee. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Place: Ahmedabad**

**Date: 22<sup>nd</sup> August 2025**

**UDIN: A008356G001059912**

**FOR KAMLESH M. SHAH & CO.,**  
**PRACTICING COMPANY SECRETARIES**

**Sd/-**

**(Kamlesh M. Shah)**

**PROPREITOR**

**ACS: 8356, COP: 2072**

**Peer Review No: 6438/2025**

**Valid up to 28/02/2030**

**CERTIFICATION**

*(Pursuant to SEBI (LODR) Regulation 2015)*

To  
The Board of Directors

**We hereby certify that:**

- a. We have reviewed Financial Statements and the Cash Flow Statement for the year ended **31<sup>st</sup> March 2025** and that to the best of our knowledge and belief:
  - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit committee –
  - i. significant changes in internal control over financial reporting during the year;
  - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For Khyati Multimedia Entertainment Limited**

**Place:** Ahmedabad

**Date:** 25<sup>th</sup> AUGUST.2025

**Sd/-**

(Radheshyam R Patel)

Whole Time Director

DIN: 02694786

**Sd/-**

(Kamal Kant Rao)

Director

DIN: 02576450

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **INDUSTRY STRUCTURE AND DEVELOPMENTS**

The Global business environment is becoming more competitive than ever. As a result, this is forcing businesses to seek newer ways to improve their efficiency, lower operating costs, be more responsive to customer needs, and brings new products to market faster. This drive to improve results has resulted in a burgeoning interest in technology management ranging from the acquisition to the exploitation of new technologies. While many technologies are of primary interest to one or two industries, almost all industries have an interest in information technology most companies cannot operate without computer system. These have been employed in nearly all business areas from education to manufacturing to construction. Management is becoming aware that their competitive edge may depend on the ability of their computer and communication systems to respond quickly to changing business needs. This means that businesses must keep abreast of competitive moves in the use of computers and in many cases be prepared to stay ahead of their competitors. Having access to the latest technological advancements may be a major factor that will give a business that extra competitive edge.

### **DISCUSSION ON COMPANY'S PERFORMANCE**

During the year under review the Company has earned total income from main business activities of Rs. 186.68 Lacs (Previous year was Rs. 96.29 Lacs). After deducting all administrative expenses and depreciation and necessary adjustments for taxation, etc. the company has incurred a net loss of Rs.91.44 Lacs (Previous year a profit of Rs. 8.93 Lacs).

### **SWOT ANALYSIS OF COMPANY**

#### **Strength**

When media industries tout their strengths, they often mean their customers rather than the journalism awards sitting on the trophy shelf. They might note their total volume of customers, or their market dominance in demographics that your business covets. Consider larger trends as well as specific. If you're looking to invest or advertise, broadcast television rules if you want the broadest audience, but doesn't have the influence it once did, for example. Brand names can also be a strength. Both customers and advertisers may want to be associated with media outlets considered elite news and entertainment sources. The Company has also started the business activities of sponsoring and advertising of the school and college level various sport events and its publication, marketing in social media etc business. For the enhancement of this business, the company has also appointed Mr. Radheshyam Rampal Patel as whole time Director who has rich experience in management of School/ College outdoor and indoor sports activities, competitions and tournaments arrangement and management.

#### **Weaknesses**

Every media outlet engages in a fierce competition for a larger share of audience. At any given time, ratings or circulation figures are a weakness for some industry sectors. Cost structure is a weakness in some traditional media industries, where a change in audience media preferences has left a solid brand, but a bloated workforce and narrowing customer base. New media can have a similar problem, with founders and investors pouring cash into their vision of the future that results in an unsustainable amount of red ink.

### **Opportunities**

Traditional media industries are looking to monetize their offerings on the Internet, or turn their free social media outlets into effective sales pitches for their pay offerings. There's also the time-honored opportunities presented by the expansion of markets. Combine them both, and media outlets may find it profitable to specialize in niche content that's more popular outside of their traditional geographic footprint, and sell targeted Web advertisements to bring in the necessary revenue. The shifting consumer preferences, while often viewed as a negative also provides opportunities for media organizations to benefit. People using the Internet to get their news may lower the market for the physical newspaper, but create new opportunities to market its content, for example

### **Threats**

Disruptive technologies are a threat to media industries that haven't been proactive in using them for their benefit. User-generated content, whether it's a popular series of YouTube videos or the hottest social media site that everyone's obsessing over, also takes eyeballs away from established media industries. Fragmentation is a further threat for those who depend on a high volume of customers, as broadcast TV networks, radio and newspapers in particular have found out. If you're a business looking to get the most comprehensive coverage possible in your advertising, doing it through the leading local radio station has less appeal if the ratings are far from what they once were.

### **RISKS AND CONCERNS**

Some of the major risks and concerns identified by the Company are:

- Working Capital risks
- Market ups and down ratio risk
- Government Policy and Political Structure risk
- Competition risk
- Economic Slowdown risk

In its process of Risk Management, Company takes proactive steps in identifying inherent business and operational risks and accordingly takes appropriate steps to guard against these identified risks.

### **INTERNAL CONTROL SYSTEM**

Your Company has in place adequate internal control systems commensurate with the size of its operations. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedures, applicable laws and regulations, safeguarding of assets and economical and efficient use of resources. The system is assessed periodically. The Internal Audit team continuously monitors the effectiveness of the internal control systems. It reports to the Audit Committee about the adequacy and effectiveness of the internal control system of your Company.

### **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

Company maintained healthy, cordial and harmonious industrial relations at all levels. The Board of Directors and management wish to place on record their appreciation of the efforts put in by all employees to achieve good performance.

#### **RISK MANAGEMENT**

Risks are events, situations or circumstances which may lead to negative consequences on a Company's business. Risk management is a structured approach to manage uncertainty. It involves identifying potential risks, assessing their potential impact, taking timely action to minimize potential impact and continuous monitoring of identified risks. Your Company has a robust risk management process to identify and assess business risks and opportunities. Your Company's risk management plan describes the potential risk, contains an analysis of the impact of risks and includes risk strategies to help the business reduce the consequences. The risk management plan of your Company is regularly reviewed to ensure that it accurately reflects the current potential risks to its business.

#### **FUTURE OUTLOOK**

Khyati Multimedia Entertainment Limited has involved in the area of high-quality Desktop Publishing, imaging, Corporate Presentations, creative designing, graphic designing and multimedia software development and is also engaged in the business of letting out vehicle.

**For Khyati Multimedia Entertainment Limited**  
**Sd/ -**

**Place: Ahmedabad**  
**Date: 25<sup>th</sup> AUGUST.2025**

**(Radheshyam R Patel)**  
**Chairman for the Meeting of Board and**  
**Whole Time Director**  
**DIN: 02694786**

**“BY BOOK POST/ COURIER/ ANGADIA”**

**TO,**

**LF No./ DP ID/ Client ID** \_\_\_\_\_

**Name of Shareholder** \_\_\_\_\_

**Registered Address.** \_\_\_\_\_

\_\_\_\_\_

**City/ Town/ District:** \_\_\_\_\_

**Pin Code Number:** \_\_\_\_\_

*If undelivered, please return at:*

**KHYATI MULTIMEDIA ENTERTAINMENT LIMITED**

**CIN: L92199GJ1995PLC024284**

*Regd. Office: 100, CHINUBHAI TOWERS, 1ST FLOOR, OPP: HANDLOOM  
HOUSE, ASHRAM ROAD, NAVRANGPURA, AHMEDABAD 380009 Gujarat*

*Email: [khyatimulti@gmail.com](mailto:khyatimulti@gmail.com) Website: [www.khyatimultimedia.com](http://www.khyatimultimedia.com)*

**INDEPENDENT AUDITORS' REPORT**

**TO THE MEMBERS OF KHYATI MULTIMEDIA ENTERTAINMENT LIMITED**

Report on the Audit of the Standalone Financial Statements

**Qualified Opinion**

We have audited the accompanying standalone Ind AS financial statements of **Khyati Multimedia Entertainment Limited** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2025, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and summary of the significant accounting policies and other explanatory information (herein after referred to as "Standalone Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, ***except for the matters stated in paragraph basis of qualified opinion***, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31 March 2025, its loss (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

**Basis of Qualified Opinion**

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Our responsibility under those Standards are further described in Auditor's Responsibility for the Audit of the standalone financial statements section of our report. We are independent of the company in accordance of with code of ethics issued by ICAI together with the independence requirement that are relevant to our audit of standalone financial statement under the provisions of the Act and the rule made 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the stand-alone financial statement except for the following matter:***

- A. *Advance against Land (Unsecured, considered good) amounting to Rs 2,08,75,000 has been paid to certain parties as advance against land over the years but the land registration has not yet been completed. Refer Note 5 to the Standalone Financial Statements. We have also not been provided with the registered agreements or party confirmations for the said advances.*
- B. *The Company is primarily engaged in the business of advertising, as outlined in its Memorandum of Association (MoA). During the year, the Company organized a Polo Championship event, structured in a league-based format similar to prominent commercial sporting leagues. While the related income has been duly accounted for in the books of account, we have been informed that the Company has not amended its MoA to specifically include such event management or sports related activities. In the absence of the necessary approvals or amendments to the charter*



*documents, we are unable to comment on the compliance of these activities with the Company's stated objects.*

- C. The revenue recognized from the aforementioned event lacks alignment with the requirements of Ind AS 115 – Revenue from Contracts with Customers, particularly in relation to the identification of enforceable rights and obligations, timing of performance obligations, and allocation of transaction prices. Furthermore, we were not provided with sufficient appropriate audit evidence in the form of agreements or contracts with sponsors, franchisees, broadcasters, or other key stakeholders. Consequently, we are unable to ascertain whether the revenue has been recognized accurately and in the correct reporting period.*

*As a result of these matters, we were unable to determine whether any adjustments might have been found necessary in respect of recorded or unrecorded transactions and accounts receivable/payable in the Balance Sheet, and the corresponding elements making up the Statement of Profit and Loss.*

#### **Emphasis of Matters:**

The company has made investment in the shares of Khyati Retail & Eatery Private Limited.. The value of the same is reported at book value. We have not been provide with any evidence to confirm that the fair value of the investment has matched the book value.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial Statement for the financial year ended March 31<sup>st</sup>, 2025. These matters were addressed in the context of our audit of Ind AS financial Statement as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### **Other Information**

The company's management and board of directors are responsible for the other information. The other information comprises Board's Report on corporate governance and Business Responsibility report but does not include the consolidated financial statements, standalone financial statement and our auditor's report thereon.

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

In connection with our audit of standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit procedures or otherwise appear 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 on that fact. We have nothing to report in this regard.





## **Management's Responsibility for the Standalone Ind AS 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 standalone Ind AS financial statements that give a true and fair view of the state of affairs, Profit (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding 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 standalone Ind AS 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.

Board of directors is also responsible for overseeing the company's financial reporting process.

## **Auditor's Responsibility**

Our objectives are to obtain reasonable assurance about whether standalone 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 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 decision of users taken on the basis of these standalone financial statements.

As a 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 risk of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedure responsive to those risk, and obtain evidence that are sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than the one resulting from error, as fraud may involve collusion, forgery, intentional, omission, misrepresentation, or the override of internal control.



- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedure that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial control system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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





## Report on Other Legal and Regulatory Requirements

1. This report includes a statement on the matters specified in paragraph 3 and 4 of the Companies (Auditor's Report) Order, 2020, issued by the Central Government of India, in terms of sub section 11 of section 143 of the companies Act, 2013 We give in the "Annexure-A" statements on the matters specified in Paragraph 3 and 4 of the order, extent applicable.

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 Cash Flow statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on 31/03/2025 taken on record by the Board of Directors, none of the directors is disqualified as 31/03/2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. There is no pending litigation on the company therefore the same is not required to be disclosed.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;



- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (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 Company 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 Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;
- c) Based on such audit procedures performed 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 (a) and (b) contain any material mis-statement.
- v. No dividend has been declared or paid during the year by the company.
- vi. Based on our examination, the company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility.

Date: 28/05/2025  
Place: Ahmedabad



For, M A A K & Associates  
(Chartered Accountants)  
FRN: 135024W

**Marmik G. Shah**  
Partner

M. No.: 133926  
UDIN: 25133926BMJGYI1250

## **Annexure A to the Independent Auditors' Report of Khyati Multimedia Entertainment Limited**

With reference to the Annexure A referred to in the Independent Auditors' report to the members of the Company on the standalone Ind AS financial statements for the year ended 31st March 2025, we report the following:

### **I. In Respect of Fixed Assets**

- (a) As per the information provided by the management, the Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets on the basis of available information.
- (b) As per the information and explanations given to us, the management at reasonable intervals during the year in accordance with a programme of physical verification, has physically verified the fixed assets and no material discrepancies were noticed on such verification as compared to the available records.
- (c) As company has not acquired any immovable property paragraph 3 (i)(c) is not applicable.
- (d) The company has not revalued its Property, Plant and Equipment (including Right of Use Assets) or intangible assets or both during the year, the clause for revaluation of Property, Plant and Equipment (including Right of Use assets) or intangible assets or both is not applicable.
- (e) No proceedings have been initiated or are pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.

### **II. In Respect of Inventories**

As the company has not purchased/sold goods during the year. Accordingly it does not hold any physical inventories. Thus, paragraph 3 (ii) of the order is not applicable to the company.

### **III. Compliance under section 189 of The Companies Act, 2013**

As per Information and explanations given to us, the company has not granted loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013, Therefore the provision of Clause 3(iii) (a),(b),(c),(d),(e),(f) of the said order are not applicable to the company.

### **IV. Compliance under section 185 and 186 of The Companies Act, 2013**

In our opinion and according to information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or securities to the parties covered under provisions of Section 185 and 186 of the Companies Act 2013. Accordingly the provisions of clause 3(iv) of the order are not applicable to the company.





**V. Compliance under section 73 to 76 of The Companies Act, 2013 and Rules framed thereunder while accepting Deposits**

As per information and explanation given to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

According to the information and explanation given to us, no order has been passed by Company Law Board or the National Company Law Tribunal or any other Tribunal in regard to the above provisions.

**VI. Maintenance of cost records**

The Company is not required to maintain cost records pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013.

**VII. Deposit of Statutory Dues**

(a) The company is generally regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax and wealth tax, service tax, custom duty, excise duty, GST, Cess and other statutory dues applicable to the Company with the appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the records of the Company, there are no dues outstanding of employees' state insurance, income-tax, sales-tax, duty of custom, duty of excise, Cess and other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

**VIII. Unrecorded income disclosed in tax assessments**

There were no transactions relating 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 (43 of 1961).

**IX. Repayment of Loans and Borrowings**

According to the information and explanation given to us, the company has not taken any loan from financial institution, bank or debenture holders. The Company did not have any outstanding debentures during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.



**X. Utilization of Money Raised by Public Offers and Term Loan for which they raised**

- (a) The Company has not raised money by way of an initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

**XI. Reporting of Fraud during the Year**

- (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistleblower complaints received by the Company during the year.

**XII. Compliance by Nidhi Company Regarding Net Owned Fund to Deposits Ratio**

As per information and records available, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

**XIII. Related party compliance with Section 177 and 188 of companies Act – 2013**

According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

**XIV. Internal Audit Systems**

- (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

**XV. Non Cash Transactions**

According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.



**XVI. Requirement of Registration under 45-IA of Reserve Bank of India Act, 1934**

- (a) As per the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clauses 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

**XVII. Cash Losses**

The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

**XVIII. Resignation of Statutory Auditor**

There has been no resignation of the statutory auditors of the Company during the year.

**XIX. Material Uncertainty**

On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 indicating 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. Unspent CSR Expenditure**

The company has no obligation to spend under corporate social responsibility. So, reporting under clause (xx) of the order is not applicable for the year.

Date: 28/05/2025

Place: Ahmedabad



**For, M A A K & Associates**

(Chartered Accountants)

FRN : 135024W

**Marmik G. Shah**

Partner

M. No.: 133926

UDIN:25133926BMJGYI1250



## **Annexure B to the Auditor's Report**

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

We have audited the internal financial controls over financial reporting of **Khyati Multimedia Entertainment Limited** ("the Company") as of March 31<sup>st</sup>, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. 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 financial statements, whether due to fraud or error.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial 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.

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31<sup>st</sup>, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Date: 28/05/2025

Place: Ahmedabad



For, M A A K & Associates

(Chartered Accountants)

FRN : 135024W

  
Marmik G. Shah

Partner

M. No.: 133926

UDIN: 25133926BMJGYI1250

**Khyati Multimedia Entertainment Limited**

CIN : L32199GJ1999PLC024284

Balance Sheet as at March 31, 2023

(All amounts in rupees, in Lakhs, unless otherwise stated)

Sr.No	Particulars	Notes	As at March 31, 2023	As at March 31, 2024
<b>A.</b>	<b>ASSETS</b>			
	Non-current assets			
	(a) Property, plant and equipment	3	0.28	0.03
	(b) Capital work-in progress		-	-
	(c) Right of use assets		-	-
	(d) Other intangible assets		-	-
	(e) Intangible assets under development		-	-
	(f) Financial assets		-	-
	(i) Investments	4	36.48	36.40
	(ii) Loans		-	-
	(iii) Other financial assets		-	-
	(f) Deferred tax assets (net)	19	11.24	15.15
	(g) Income tax assets (net)		-	-
	(iv) Other non-current assets	5	208.75	208.75
	<b>Total non-current assets</b>		<b>296.75</b>	<b>260.33</b>
	Current assets			
	(a) Inventories	6	-	-
	(b) Financial assets		-	-
	(i) Trade receivables	4	-	6.50
	(ii) Cash and cash equivalents	4	1.50	47.10
	(iii) Bank balance other than (ii) above		-	-
	(iv) Loans		-	-
	(v) Other financial assets		-	-
	(c) Other current assets	3	32.80	1.31
	<b>Total current assets</b>		<b>35.30</b>	<b>54.91</b>
	<b>Total Assets</b>		<b>332.05</b>	<b>315.24</b>
<b>B.</b>	<b>EQUITY AND LIABILITIES</b>			
	Equity			
	(a) Share capital	7	1,080.00	1,080.00
	(b) Other equity	8	(947.93)	(878.49)
	<b>Total Equity</b>		<b>132.07</b>	<b>201.51</b>
	Liabilities			
	Non-current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	9	155.37	104.37
	(ii) Lease liability		-	-
	(iii) Other financial liabilities		-	-
	(b) Provisions		-	-
	<b>Total non-current liabilities</b>		<b>155.37</b>	<b>104.37</b>
	Current liabilities			
	(a) Financial liabilities			
	(i) Borrowings		-	-
	(ii) Lease liability		-	-
	(iii) Trade payables		-	-
	(a) total outstanding dues of micro enterprises and small enterprises		-	-
	(b) total outstanding dues of creditors other than micro enterprises and small enterprises	9	2.71	4.50
	(iv) Other financial liabilities	10	-	-
	(b) Other current liabilities	10	53.56	1.83
	(c) Provisions	11	0.00	0.00
	(d) Current tax liabilities (net)	12	-	-
	<b>Total current liabilities</b>		<b>56.27</b>	<b>6.33</b>
	<b>Total Liabilities</b>		<b>211.64</b>	<b>110.70</b>
	<b>Total equity and liabilities</b>		<b>323.71</b>	<b>312.23</b>

Summary of significant accounting policies

 Summary of significant accounting judgements, estimates and assumptions  
 The accompanying notes are an integral part of these financial statements.

As per our report of even date

For MAAR &amp; Associates

Chartered Accountants

FIRM L35034W

Mamek G Shah

Partner

Membership No. 113926

UDIN: 25113926MAGSH1250


 For and on behalf of the Board of Directors of  
 Khyati Multimedia Entertainment Limited

RADHESHYAM RAMPAL RATE

Whole time Director (KMP)

DIN: 02649785

DEEPA GIDWANI

CFO

PAN: BNEFL7805G

Date: 28.05.2023

Place: Ahmedabad

KAMLUKANT RAD

Director

DIN: 02576500

DEVJAL SHUK

Company Secretary

PAN: 09094416P

Date: 28.05.2023

Place: Ahmedabad



**Khyati Multimedia Entertainment Limited**

CIN : L92199GJ1995PLC024284

Statement of Profit and Loss for the year ended March 31, 2025

(All amounts in rupees, in Lakhs, unless otherwise stated)

Sr.No	Particulars	Notes	Year ended March 31, 2025	Year ended March 31, 2024
(I)	Revenue from operations	13	186.68	96.29
(II)	Other income	14	-	0.00
(III)	Total Income [(I) + (II)]		186.68	96.29
(IV)	Expenses		-	-
	Purchase	15	25.43	10.90
	Employee benefit expenses	16	6.04	5.59
	Finance costs	17	-	-
	Depreciation and amortization expenses	18	0.20	-
	Other expenses	18	282.57	67.67
	Total Expenses [(IV)]		314.24	84.36
(V)	Profit/(loss) before tax [(III)-(IV)]		(127.56)	11.93
(VI)	Tax expense	19	-	-
	(1) Current tax		-	-
	(2) Adjustment of tax relating to earlier years		-	-
	(2) Deferred tax charge / (credit)		(36.11)	3.00
	Total tax expense (VI)		(36.11)	3.00
(VII)	Profit/(loss) for the year (V-VI)		(91.44)	8.93
(VIII)	Other comprehensive income - Items that will not be reclassified to profit or loss in subsequent periods			
	Re-measurement gain/(loss) on defined benefit plans			
	Income tax effect			
	Total other comprehensive income/(loss) for the year (VIII)		-	-
(IX)	Total comprehensive income/(loss) for the year (VII+ VIII)		(91.44)	8.93
	Earnings per equity share (Face value per share: Rs. 10 each (March 31, 2025) and (March 31, 2024: Rs. 10)) (in Rs.)			
	Basic and diluted	22	(0.85)	0.08

Summary of significant accounting policies

Summary of significant accounting judgements, estimates and assumptions

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

As per our report of even date:

 For **MAAK & Associates**

Chartered Accountants

FRN 135074W

Marmik G Shah

Partner

Membership No. 133926

UDIN: 251339268MJGF1250



For and on Behalf of the Board of Directors of

Khyati Multimedia Entertainment Limited

RADHESHYAM RAMPAL PATEL

Whole time Director (KMP)

DIN: 02649786

DEEPA GIDWANI

CFO

PAN: BNXP67803G

KAMALKANT RAO

Director

DIN: 02576450

DEVILAL SHAH

Company Secretary

PAN: DSKPS4456P

Date: 28.05.2025

Place: Ahmedabad

Date: 28.05.2025

Place: Ahmedabad

Khyati Multimedia Entertainment Limited CIN : L91199GJ1995PLC024284 Statement of cash flows for the year ended March 31, 2025 (All amounts in rupees, in Lakhs, unless otherwise stated)			
Sr. No.	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A	Cash flow from operating activities		
	Profit/(Loss) before tax	-127.56	11.93
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and amortization	0.30	-
	Finance cost	-	-
	Net interest income	-	-
	Operating profit before working capital changes	(127.36)	11.94
	Adjustments for:		
	(Increase) in trade receivables	6.50	(6.58)
	(Increase) in other current assets	(15.25)	2.88
	(Decrease)/Increase in trade payables	(1.76)	(0.27)
	Increase in other financial liabilities	-	-
	Increase in other current liabilities	51.73	1.73
	Increase in provisions	-	-
	Cash generated from operations	(90.14)	9.79
	Direct taxes paid (net of refund)	-	-
	Net cash flow generated from operating activities (A)	(90.14)	9.79
B	Cash flow from investing activities		
	Purchase of property, plant and equipment, intangible assets including intangible assets under development and Capital work-in-progress	(0.46)	-
	Proceeds from sale of assets, plant and equipment	-	-
	Net cash flow (used in) investing activities (B)	(0.46)	-
C	Cash flow from financing activities		
	Proceeds from long-term borrowing	46.00	35.50
	Net Cash flow (used in) financing activities (C)	46.00	35.50
	Net increase/(decrease) in cash and cash equivalents (A + B + C)	(44.60)	46.29
	Cash and cash equivalents at the beginning of the year	47.10	9.90
	Cash and cash equivalents at the end of the year	2.50	47.10
	Components of cash and cash equivalents		
	Balance with banks	-	-
	- On current accounts	2.04	45.63
	Cash on hand	0.47	0.45
	Total cash and cash equivalent at the end of the year (refer note 4.3)	2.50	47.10
For MAA & Associates Chartered Accountants FAN: 155024W  Marmik G. Shah Partner Membership No: 133825 UDIN: 25133825BNGW1250 		For and on Behalf of the Board of Directors of Khyati Multimedia Entertainment Limited  RADHESHYAM RAMPAL PATEL Whole time Director (RMP) DIN: 02649790  DEEPA GIDWANI CFO PAN: BNPFG7835G  KAMALKANT RAO Director DIN: 02518450  DEVSHAL SHAH Company Secretary PAN: DSAPS4456P	
Date: 28.05.2025 Place: Ahmedabad		Date: 28.05.2025 Place: Ahmedabad	

**Khyati Multimedia Entertainment Limited**

CIN : L92199GJ1995PLC024284

Statement of changes in equity for the year ended March 31, 2025

(All amounts in rupees, in Lakhs, unless otherwise stated)

**A) Equity share capital**

Equity shares of Rs. 10 each issued, subscribed and fully paid

Particulars	No of Shares	Amount
Issued, Subscribed and fully paid equity shares of Rs.10 each		
Balance as at March 31, 2023	10,800,200	1,080.02
Changes in Equity Share Capital due to prior period errors	-	-
Issue of equity shares during the year	-	-
Balance as at March 31, 2024	10,800,200	10,800.20
Changes in Equity Share Capital due to prior period errors	-	-
Issue of equity shares during the year	-	-
Balance as at March 31, 2025	10,800,200	1,080.02

**B) Other equity**

Particulars	Other equity			Total
	Reserves and surplus			
	Securities premium	Capital redemption reserve	Retained earnings	
Balance as at March 31, 2023	349.60	-	(1,237.03)	(887.43)
Changes due to accounting policy or prior period errors	-	-	-	-
Profit / (Loss) for the year (net of taxes)	-	-	8.93	8.93
Other comprehensive income / (loss) for the year (net of taxes)	-	-	-	-
Total comprehensive income (loss) for the year	349.60	-	(1,228.10)	(878.49)
Amount transferred to capital redemption reserve on redemption of preference shares	-	-	-	-
Balance as at March 31, 2024	349.60	-	(1,228.10)	(878.49)
Changes due to accounting policy or prior period errors	-	-	-	-
Profit/(Loss) for the year (net of taxes)	-	-	(91.44)	(91.44)
Other comprehensive income / (loss) for the year (net of taxes)	-	-	-	-
Total comprehensive income / (loss) for the year	349.60	-	(1,319.54)	(969.93)
Amount transferred to capital redemption reserve on redemption of preference shares	-	-	-	-
Balance as at March 31, 2025	349.60	-	(1,319.54)	(969.93)

As per our report of even date:

For MAAK &amp; Associates

Chartered Accountants

FAN:13502AW

Manish G Shah

Partner

Membership No. 133926

UDIN: 25133926MAGY1250



For and on Behalf of the Board of Directors of

Khyati Multimedia Entertainment Limited

RADHESHYAM RAMPAL PATEL

Whole time Director (KMP)

DIN: 02649786

DEEPA GIDWANI

CFO

PAN: 8WAPG7803G

KAMALKANT RAO

Director

DIN: 02576450

DEVLAL SHAH

Company Secretary

PAN: DSKPS4456P

Date: 28.05.2025

Place: Ahmedabad

Date: 28.05.2025

Place: Ahmedabad

**Khyati Multimedia Entertainment Limited**

**CIN : L92199GJ1995PLC024284**

**Notes to Financial Statements for the year ended March 31, 2025**

**(All amounts in rupees, in Lakhs, unless otherwise stated)**

**1 Corporate Information**

The standalone financial statements comprise of financial statements of Khyati Multimedia-Entertainment Limited for the year ended March 31, 2025. The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The Company's shares are listed on BSE, a recognised stock exchange, in India. The registered office of the company is located at 100, Chinubhai Towers, 1st Floor, Opp: Handloom House, Ashram Road, Navrangpura, Ahmedabad-380009, Gujarat. The company is engaged in the business of high quality desktop publishing, imaging, corporate presentations, creative designing and multimedia software development.

The standalone financial statements were authorised for issue in accordance with a resolution of the board of directors on August 25, 2025.

**2 Basis of preparation**

**Statement of Compliance with Ind AS**

The standalone financial statements for the year ended March 31, 2025 of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and as amended time to time.

**Accounting Convention and Basis of measurement**

The standalone financial statements have been prepared on a historical cost basis, on the accrual basis of accounting except for certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

The standalone financial statements are presented in Indian Rupees and all values are rounded to the nearest thousands, except where otherwise indicated. Any discrepancies in any table between totals and sums of the amounts listed are due to rounding off.

**Summary of Significant Accounting Policies**

The accounting policies set out below have been applied consistently to all periods presented in the financial statements unless otherwise stated.

**Current / non-current classification**

The Company presents assets and liabilities in the balance sheet based on current and non-current classification. An asset is treated as current when it is:

- a) expected to be realised or intended to be sold or consumed in normal operating cycle;
- b) held primarily for the purpose of trading;
- c) expected to be realised within twelve months after the reporting period; or
- d) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when it is:

- a) expected to be settled in normal operating cycle;
- b) held primarily for the purpose of trading;
- c) due to be settled within twelve months after the reporting period; or
- d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets/materials for processing and their realisation in cash and cash equivalents. As the Company's normal operating cycle is not clearly identifiable, it is assumed to be twelve months.





#### **Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- a) In the principal market for the asset or liability, or
- b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- a) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- b) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- and
- c) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

#### **Property, Plant and Equipment (PPE)**

Property, plant and equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of Property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities).

Pre-operative expenditure comprising of revenue expenses incurred in connection with project implementation during the period upto commencement of commercial production are treated as part of the project costs and are capitalized. Such expenses are capitalized only if the project to which they relate, involve substantial expansion of capacity or upgradation.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from its use. Difference between the sales proceeds and the carrying amount of the asset is recognized in statement of profit and loss.

Freehold land is carried at historical cost and not depreciated.

Depreciation on all fixed assets is provided on Straight line Method as per the useful life prescribed in Schedule II to the Companies Act, 2013. Depreciation on Property, plant and equipment purchased/acquired during the year is provided on pro-rata basis according to the period each asset was put to use during the year. Similarly, depreciation on assets sold/discarded/demolished during the year is provided on pro-rata basis.

The Company assesses at each reporting date using external and internal sources, whether there is an indication that an asset may be impaired. An impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. The impairment loss to be expensed is determined as the excess of the carrying amount over the higher of the asset's net sales price or present value as determined above.





#### **Intangible assets**

Intangible assets acquired separately are measured, on initial recognition, at cost. Following the initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The amortisation expense on intangible assets is recognised in the statement of profit and loss.

Intangible assets are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit and loss in the period of derecognition.

The company has elected to measure all its intangible assets and investment property at the previous GAAP carrying amount as its deemed cost on the date of transition to Ind AS.

#### **Impairment of non-financial assets**

The Company assesses, at each reporting date, whether there is any indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal or its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators. The Company bases its impairment calculation on detailed budgets and forecast calculations.

Impairment losses are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses on assets no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

#### **Inventories**

Inventories are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a First in First out (FIFO). Cost includes cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Obsolete, slow moving and defective inventories are identified and provided for.

Net Realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated costs necessary to make sale.

#### **Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.



## **Finance Cost**

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

## **Revenue Recognition**

Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Based on Ind AS 18 issued by the ICAI, the Company has assumed that recovery of excise duty flows to the Company on its own account. This is for the reason that it is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the Company on its own account, revenue includes excise duty.

However, sales tax/ value added tax (VAT)/Goods and Service Tax (GST) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded

The specific recognition criteria described below must also be met before revenue is recognised.

### ***Sale of products***

Revenue from the sale of products is recognised when the significant risks and rewards of ownership of the products have passed to the buyer, usually on delivery of the products. Revenue from the sale of products is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

### ***Interest Income***

For all financial assets measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

## **Employee Benefit Expenses**

### **Short Term Employee Benefits**

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

### **Post- Employment Benefits**

#### **Defined Contribution Plans**

The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related The gratuity liability is paid in terms of insurance premium and the company does not have any liability once the contribution in



#### **Foreign currencies**

The Company's standalone financial statements are prepared in Indian Rupee which is also Company's functional currency.

#### **Transactions and balances**

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing at the time of the transaction, i.e. spot rate.

Monetary assets and liabilities denominated in foreign currencies are translated using the exchange rate at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

#### **Taxes on Income**

Tax on Income comprises current and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

#### **Current tax**

Tax on income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments / appeals. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

#### **Deferred tax**

Deferred tax is recognized for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantively enacted as on reporting date. Deferred tax liability are generally recorded for all temporary timing differences. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences can be utilised. Deferred tax relating to items recognized outside the statement of profit and loss is recognized outside the statement of profit and loss, either in other comprehensive income or directly in equity. The carrying amount of deferred tax assets is reviewed at each reporting date.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The Company recognizes tax credits in the nature of MAT credit as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which tax credit is allowed to be carried forward. In the year in which the Company recognizes tax credits as an asset, the said asset is created by way of tax credit to the Statement of profit and loss. The Company reviews such tax credit asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period. Deferred tax includes MAT tax credit.



#### **Dividend distribution**

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

#### **Provisions, contingent liability and contingent Assets**

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

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

Contingent liability arises when the Company has:

- a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- b) a present obligation that arises from past events but is not recognised because:
  - (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - (ii) the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recorded in the financial statement but, rather, are disclosed in the note to the financial statements.

Contingent assets are disclosed when an inflow of economic benefits is probable.

#### **Earning per share**

The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the period by the weighted average number of equity shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and that would, if issued, either reduce future earnings per share or increase loss per share, are included.





**Key accounting estimates**

**Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value are measured using valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions relating to these factors could affect the reported fair value of financial instruments.

**Impairment of non-financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cashflow (DCF) model. The cash flows are derived from the budget and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

**Taxes**

Deferred tax assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

**Property, Plant and Equipment**

Useful life of Property, Plant and Equipment is taken as stated in Schedule II of Companies Act, 2013. The carrying values of Property, plant and equipment have been disclosed in Note 4.

**Intangible assets**

Useful life of Intangible assets is taken as stated in Schedule II of Companies Act, 2013. The carrying values of Intangible assets have been disclosed in Note 3.

**Allowance for doubtful trade receivables**

Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts.

Estimated irrecoverable amounts are derived based on a provision matrix which takes into account various factors such as customer specific risks, geographical region, product type, currency fluctuation risk, repatriation policy of the country, country specific economic risks, customer rating, and type of customer, etc. The allowances for doubtful trade receivables were NIL as at March 31, 2025

Individual trade receivables are written off when the management deems them not to be collectable.



Khyati Multimedia Entertainment Limited

CIN : L92199GJ1995PLC024284

Notes to Financial Statements for the year ended March 31, 2025

(All amounts in rupees, in Lakhs, unless otherwise stated)

3 Property, plant and equipment, Capital work-in-progress, Other intangible assets and Right of use assets as at March 31, 2025

Particulars	GROSS BLOCK				ACCUMULATED DEPRECIATION				NET BLOCK	
	Opening balance as at April 01,	Addition	Deduction	Closing balance as at March 31,	Opening balance as at April 01, 2024	Charge for the for the year	On deduction	Closing balance as at March 31, 2025	As at March 31, 2025	As at March 31, 2024
3.1. Property, plant and equipment										
Plant & Machinery	0.50	-	-	0.50	0.48	-	-	0.48	0.03	0.03
Laptop & Computers		0.46	0.00	0.46	0.00	0.20	-	0.20	0.26	-
Total	0.50	0.46	-	0.96	0.48	0.20	-	0.68	0.29	0.03
Previous Year	0.50	0.00	0.00	0.50	0.48	0.00	-	0.48	0.03	0.03



## Khyati Multimedia Entertainment Limited

CIN : L92199GJ1995PLC024284

Notes to Financial Statements for the year ended March 31, 2025  
(All amounts in rupees, in Lakhs, unless otherwise stated)

## 4 Financial assets

## 4.1 Investments

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Non-current</b>		
Investment in equity instruments (carried at cost) (Unquoted)		
Khyati Retail & Eatery Private Limited (345780 equity shares of Rs. 10 each)	36.40	36.40
Less: Provision for impairment on non-current investment	36.40	36.40
<b>Total</b>	<b>36.40</b>	<b>36.40</b>
<b>Total non-current investment</b>	<b>36.40</b>	<b>36.40</b>
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	36.40	36.40
Aggregate amount of impairment in value of investment	-	-

## 4.2 Trade receivables

Particulars	As at March 31, 2025	As at March 31, 2024
Trade receivables		
Secured, considered good	-	6.50
Unsecured, considered good	-	-
Trade receivables which have significant increase in credit risk	-	-
<b>Total</b>	<b>0.00</b>	<b>6.50</b>

## Trade Receivables ageing schedule as at March 31, 2025

Particulars	Outstanding for following periods from the due date of payment						Total
	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	-	-	-	-	-	-	-
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

## Trade Receivables ageing schedule as at March 31, 2024

Particulars	Outstanding for following periods from the due date of payment						Total
	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	6.50	-	-	-	-	-	6.50
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>6.50</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>6.50</b>



Khyati Multimedia Entertainment Limited

CIN : L92199GJ1995PLC024284

Notes to Financial Statements for the year ended March 31, 2025

(All amounts in rupees, in Lakhs, unless otherwise stated)

4.3 Cash and cash equivalents

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with Banks		
- On current accounts	0.46	46.65
Cash on hand	2.04	0.45
<b>Total</b>	<b>2.50</b>	<b>47.10</b>

5 Other assets

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Non-Current</b>		
Unsecured, considered good		
Balance with government authorities	-	-
Prepaid expenses	-	-
<b>Sub-total</b>	<b>-</b>	<b>-</b>
<b>Non-Current</b>		
Capital advances	208.75	208.75
Less: Provision for doubtful advances	-	-
Prepaid expenses	-	-
<b>Sub-total</b>	<b>208.75</b>	<b>208.75</b>
<b>Current</b>		
Unsecured, considered good		
Balance with government authorities (refer note below)	29.31	0.12
Prepaid expenses	0.13	1.19
Advance to creditors	2.09	0.00
Less: Provision for doubtful advances	0.00	0.00
<b>Total</b>	<b>22.55</b>	<b>3.31</b>

Note:

Balance with government authorities includes GST input tax credit receivable (Gross)

6 Inventories (valued at lower of cost and net realizable value)

Particulars	As at March 31, 2025	As at March 31, 2024
Consumables	-	-
<b>Total</b>	<b>-</b>	<b>-</b>





**Khyati Multimedia Entertainment Limited**

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**Notes to Financial Statements for the year ended March 31, 2025**

(All amounts in rupees, in Lakhs , unless otherwise stated)

**7 Share Capital****(a) Equity share capital**

Particulars	Equity shares	
	No. of shares	Amount
Authorised shares of Rs. 10 each		
As at March 31, 2023	13,000,000	1300.00
Change during the year	-	-
As at March 31, 2024	13,000,000	1300.00
Change during the year	-	-
As at March 31, 2025	13,000,000	1300.00

Particulars	Equity shares	
	No. of shares	Amount
Issued, subscribed and fully paid up equity shares of Rs. 10 each		
As at March 31, 2023	10,800,200	1080.02
Changes in Equity Share Capital due to prior period errors	-	-
Change during the year	-	-
As at March 31, 2024	10,800,200	1,080.02
Changes in Equity Share Capital due to prior period errors	-	-
Change during the year	-	-
As at March 31, 2025	10,800,200	1,080.02

Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year

**Equity Share Capital**

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of shares	Amount	No. of shares	Amount
Shares outstanding at the beginning of the year	10,800,200	1,080.02	10,800,200	1,080.02
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	10,800,200	1,080.02	10,800,200	1,080.02

**(b) Terms / rights attached to equity shares**

In respect of Ordinary shares, voting rights shall be in the same proportion as the capital paid upon such ordinary share bears to the total paid up ordinary capital of the company.

The Dividend proposed by the board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

In the event of liquidation, the shareholders of Ordinary shares are eligible to receive the remaining asset of the company after distribution of all preferential amount, in proportion to their shareholding.



# Khyati Multimedia Entertainment Limited

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## Notes to Financial Statements for the year ended March 31, 2025

(c) Details of Shareholders holding more than 5% shares in the company

### Equity Share Capital

Name of Shareholder	As at March 31, 2025		As at March 31, 2024	
	No. of shares	% of Holding	Number	% of Holding
Kartik J Patel	1,630,600	15.10%	1,630,600	15.10%

(d) Shareholding of Promoters as at March 31, 2025

Promoter Name	Class of share	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year
Kartik J Patel	Equity Shares of Rs 10 each	1,631,600	-	1,631,600
Praful J Agarwal	Equity Shares of Rs 10 each	10,995	-	10,995
Rajiv R Parikh	Equity Shares of Rs 10 each	100	-	100
Yogesh Patel	Equity Shares of Rs 10 each	100	-	100
Jashubhai Patel	Equity Shares of Rs 10 each	76,100	-	76,100
Jigna K Patel	Equity Shares of Rs 10 each	76,000	-	76,000
Yash K Patel	Equity Shares of Rs 10 each	18,000	-	18,000
Total		1,812,895	-	1,812,895

(e) Shareholding of Promoters as at March 31, 2024

Promoter Name	Class of share	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year
Kartik J Patel	Equity Shares of Rs 10 each	1,631,600	-	1,631,600
Praful J Agarwal	Equity Shares of Rs 10 each	10,995	-	10,995
Rajiv R Parikh	Equity Shares of Rs 10 each	100	-	100
Yogesh Patel	Equity Shares of Rs 10 each	100	-	100
Jashubhai Patel	Equity Shares of Rs 10 each	76,100	-	76,100
Jigna K Patel	Equity Shares of Rs 10 each	76,000	-	76,000
Yash K Patel	Equity Shares of Rs 10 each	18,000	-	18,000
Total		1,812,895	-	1,812,895



**Khyati Multimedia Entertainment Limited**

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**Notes to Financial Statements for the year ended March 31, 2025**

(All amounts in rupees, in Lakhs, unless otherwise stated)

**8 Other Equity**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Securities premium</b>		
Balance at the beginning of the year	349.60	349.60
Changes due to accounting policy or prior period errors	-	-
Balance at the end of the year	349.60	349.60
<b>Capital redemption reserve</b>		
Balance at the beginning of the year	-	-
Changes due to accounting policy or prior period errors	-	-
Amount transferred to capital redemption reserve on redemption of preference shares	-	-
Balance at the end of the year	-	-
<b>(Deficit) in the statement of profit and loss</b>		
Balance at the beginning of the year	(1,228.10)	(1,237.03)
Changes due to accounting policy or prior period errors	-	-
Profit/(Loss) for the year (net of taxes)	(91.43)	8.93
Other comprehensive (loss)/income for the year (net of taxes)	-	-
Amount transferred to capital redemption reserve on redemption of preference shares	-	-
Balance at the end of the year	(1,319.53)	(1,228.10)
<b>Total other equity</b>	<b>969.93</b>	<b>(878.50)</b>

**Nature and purpose of reserves:**

(1) **Securities Premium:** In cases where the company issues shares at a premium, whether for cash or otherwise, a sum equal to the aggregate amount of the premium received on those shares has been transferred to "Securities Premium". The Company may issue fully paid-up bonus shares to its members out of the securities premium and to buy-back of shares.

(2) **Capital Redemption Reserve:** Capital redemption reserve represents the amount transferred on account of redemption of preference shares.

(3) **Retained earnings:** Surplus in statement of profit and loss: Surplus in statement of profit and loss are the profits / (losses) that the company has earned / incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to the statement of profit and loss. Retained earnings is a free reserve available to the company and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date.



Rhyati Multimedia Entertainment Limited

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Notes to Financial Statements for the year ended March 31, 2025

(All amounts in rupees, in Lakhs, unless otherwise stated)

9 Financial liabilities

9.1 Borrowings

Borrowings	As at March 31, 2025	As at March 31, 2024
Non-current borrowings (A)		
Secured		
Term loans facilities from bank		
Indian Rupee loan from bank	-	-
Foreign currency loan from bank	-	-
Unsecured		
Loan from Related Parties		
Director	133.37	109.37
Wheel Industries Pvt. Ltd.	22.00	-
	155.37	109.37
Current maturities of long term borrowings disclosed under "current borrowings" (B)		
Secured		
Term loans facilities from bank		-
Indian Rupee loan from bank	-	-
Foreign currency loan from bank	-	-
Total current maturities of long term borrowings disclosed under "current borrowings" (B)	-	-
Total Non-current borrowings (A) - (B)	155.37	109.37
Particulars	As at March 31, 2025	As at March 31, 2024
Current borrowings		
Secured		
Loans payable on demand	-	-
Cash credit from bank	-	-
Current maturities of long term debt		
Secured		
Term Loans facilities from bank		
Indian Rupee loan from bank	-	-
Foreign currency loan from bank	-	-
(iii) Total	-	-
Unsecured		
Redeemable Preference Shares	-	-
Total Current borrowings	-	-
Total borrowings	155.37	109.37
Aggregate secured loan	-	-
Aggregate unsecured loan	155.37	109.37



Rhyati Multimedia Entertainment Limited

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Notes to Financial Statements for the year ended March 31, 2025

(All amounts in rupees, in Lakhs, unless otherwise stated)

6.2 Trade payables

Particulars	As at March 31, 2025	As at March 31, 2024
Outstanding dues of firms and small enterprises	-	-
Outstanding dues of creditors other than firms and small enterprises	2.75	4.50
<b>Total</b>	<b>2.75</b>	<b>4.50</b>

Trade Payables aging schedule as at March 31, 2025

Particulars	Outstanding for following periods from the date of transaction*					Total
	Unbilled	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	-	2.75	-	-	-	2.75
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	-	<b>2.75</b>	-	-	-	<b>2.75</b>

Trade Payables aging schedule as at March 31, 2024

Particulars	Outstanding for following periods from the date of transaction*					Total
	Unbilled	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	-	4.50	-	-	-	4.50
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	-	<b>4.50</b>	-	-	-	<b>4.50</b>

\*Considering the availability of data, the above aging is considered from the date of recording the transaction instead of due date.

Consequently, there are no 'net due' creditors balance disclosed.





**Khyati Multimedia Entertainment Limited**

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**Notes to Financial Statements for the year ended March 31, 2025**

(All amounts in rupees, in Lakhs , unless otherwise stated)

**10 Other current liabilities**

Particulars	As at March 31, 2025	As at March 31, 2024
Advance from customers	53.43	-
Interest payable on delayed payments to MSME	-	-
Statutory dues payable	0.13	1.83
<b>Total</b>	<b>53.56</b>	<b>1.83</b>

**11 Provisions**

Particulars	As at March 31, 2025	As at March 31, 2024
Non-current		
Provision for employee benefit		
Gratuity	-	-
<b>Sub-total</b>	<b>-</b>	<b>-</b>
Current		
Provision for employee benefit		
Gratuity	-	-
Compensated absence	-	-
Provision for Expense	390.00	388.00
<b>Sub-total</b>	<b>390.00</b>	<b>388.00</b>
<b>Total</b>	<b>390.00</b>	<b>388.00</b>

**Income tax liabilities (net)**

Particulars	As at March 31, 2025	As at March 31, 2024
Income tax liability (net)	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



Khyati Multimedia Entertainment Limited

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Notes to Financial Statements for the year ended March 31, 2025

(All amounts in rupees, in Lakhs , unless otherwise stated)

13 Revenue from operations

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from contract with customers		
Sale of Services	186.68	96.29
Total revenue from contract with customers	186.68	96.29

14 Other Income

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest income on		
- Others	-	-
Interest on Income Tax Refund	-	0.00
Total	-	0.00



Khyati Multimedia Entertainment Limited

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Notes to Financial Statements for the year ended March 31, 2025

(All amounts in rupees, in Lakhs , unless otherwise stated)

15 Cost of material consumed

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Opening stock	-	-
Purchases during the year	25.43	10.90
Less : Closing stock	-	-
<b>Total</b>	<b>25.43</b>	<b>10.90</b>

16 Employee benefit expenses

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Salary, bonus and allowances	6.04	5.58
Staff welfare expenses	-	-
<b>Total</b>	<b>6.04</b>	<b>5.58</b>

17 Finance costs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest expense on	-	-
-Delayed payment of statutory dues	-	-
-Others	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

18 Other expenses

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Marketing and business promotion expenses	1.22	1.21
Rent expenses	1.14	1.14
Advertisement Expense	1.23	0.40
GST Expense	1.14	0.00
Listing fees	3.95	3.35
ROC Fees	0.04	0.06
Legal and professional charges	61.08	1.20
Telephone expenses	0.05	0.05
Payments to the auditor (refer note below)	0.80	1.30
Pole cup exp	163.92	56.89
Custody Fees	0.58	0.58
Promotion Expense	10.48	0.00
Labour Expense	14.19	0.00
BSE Penalty Expense	17.76	0.00
Professional Expense for Arena Tournament	4.50	0.00
Miscellaneous expenses	0.49	1.71
<b>Total</b>	<b>282.57</b>	<b>67.87</b>

Note:

Payments to the auditor

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
As auditor:	-	-
Audit fees	0.80	1.30
Tax Audit Fees	-	-
Reimbursement of Expenses	-	-
Others	-	-
<b>Total</b>	<b>0.80</b>	<b>1.60</b>





Rhyati Multimedia Entertainment Limited

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Notes to Financial Statements for the year ended March 31, 2025

(All amounts in rupees, in Lakhs, unless otherwise stated)

19. Tax expense

The major components of income tax expense for the year ended March 31, 2024 and March 31, 2025:

(A) Profit and loss section

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Current tax		
Current income tax charge	-	-
Adjustment of tax relating to earlier years	-	-
Deferred tax		
Relating to origination and reversal of temporary differences	-	-
Total tax expense reported in the statement of profit and loss	-	-

(B) Balance sheet section

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Income tax assets (net)	51.28	15.15
Income tax liabilities (net)	-	-

(C) Deferred tax

Particulars	Balance Sheet		Statement of Profit and Loss		OCI	
	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2025	Year ended March 31, 2024
Deferred tax asset/(liability) (net)						
Difference between depreciable assets as per books of accounts and written down value for tax purpose	-	-	-	-	-	-
Employee benefits	-	-	-	-	-	-
Right of use assets & lease liabilities	-	-	-	-	-	-
Provision for doubtful debts, doubtful loans, and advances to creditors	-	-	-	-	-	-
Prepaid expense on upfront fees	-	-	-	-	-	-
Interest liability on Goods and Services Tax	-	-	-	-	-	-
Others	51.28	15.15	36.11	1.00	-	-
Utilisation from opening MAT Credit	-	-	-	-	-	-
MAT credit lapsed due to adoption of new tax regime	-	-	-	-	-	-
Deferred tax asset (net)	51.28	15.15	36.11	1.00	-	-
Add: MAT Credit	-	-	-	-	-	-
Deferred tax asset (net) (net of MAT Credit)	51.28	15.15	36.11	1.00	-	-

\* Figure nullified in conversion of Rupees in million.



**Khyati Multimedia Entertainment Limited**

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**Notes to Financial Statements for the year ended March 31, 2025**

(All amounts in rupees, in Lakhs, unless otherwise stated)

**20 Contingent liabilities & capital commitment not provided for****20.1 Contingencies**

Particulars	As at March 31, 2025	As at March 31, 2024
Claims against the company not acknowledged as debts:		
Income Tax	-	8.57

The demand raised by Income Tax Department for AY 2006-07 amounting to Rs 8,57,298/- is pending under the forum of CPC, Bengaluru. The amount outstanding till date amount to Rs. 7,87,418/- and the difference of Rs. 69,880/- is adjusted against the amount refundable by Income Tax Authorities for TDS of previous years.

**20.2 Capital Commitments**

Particulars	As at March 31, 2025	As at March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)		

**21 Undeclared accrued preference share dividend**

Particulars	As at March 31, 2025	As at March 31, 2024
Dividend on Optionally Convertible Redeemable Preference Shares (OCRPS)	-	-

Figure nullified in conversion of Rupees in million.

**22 Earnings per share (EPS)**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share used in the basic and diluted EPS computation:

Particulars	As at March 31, 2025	As at March 31, 2024
Profit/(Loss) after tax	1,91.44	8.93
Nominal value of equity share (Amount in Rs.)	10	10
Total number of equity shares	10,800,200	10,800,200
Weighted average number of equity shares for basic and diluted EPS (nominal value of equity share Rs. 10)	10,800,200	10,800,200
Earnings per equity share (Amount in Rs.)		
Basic and diluted earnings per share	(0.85)	0.08

**Khyati Multimedia Entertainment Limited**

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Notes to Financial Statements for the year ended March 31, 2025

(All amounts in rupees, in Lakhs, unless otherwise stated)

**23 Related party transactions**

As per the Indian Accounting Standard on "Related Party Disclosures" (Ind AS 24), the related parties of the Company are as follows:

Name of related parties and their relationship:

Key managerial personnel of the company:

Kartik J Patel

Jignaben K Patel

Enterprises over which key managerial personnel are able to exercise significant influence:

Khyati Retail and Eatery Private Limited (Earlier known as Khyati Exports Private Limited)

Khyati Industries Pvt Ltd

Khyati World Educare Private Limited

Khyati realties Limited

Khyati World School

Firdaus Memorial Charity and Education Trust

Khyati Foundation

Nature of transactions with related Parties	Year ended March 31, 2025	Year ended March 31, 2024
<b>Key managerial personnel</b>		
Loan Taken		
Kartik J Patel	44.00	36.50
Khyati Retail and Eatery Private Limited (Earlier known as Khyati Exports Private Limited)	2.38	0.00
Khyati Industries Pvt Ltd	22.00	0.00
Loan payable		
Kartik J Patel	20	0.00
Rent Paid		
Jignaben K Patel	1.14	1.14
Sale		
Khyati World Educare Private Limited	-	-
Khyati realties Limited	12.11	-
Khyati World School	0.00	-
Firdaus Memorial Charity and Education Trust	0.00	-
Khyati Foundation	1.04	-

Outstanding balances at the end of the year	Year ended March 31, 2025	Year ended March 31, 2024
<b>Key managerial personnel</b>		
Loan Taken		
Kartik J Patel	123.17	109.37
Khyati Retail and Eatery Private Limited (Earlier known as Khyati Exports Private Limited)	2.18	-
Khyati Industries Pvt Ltd	22.00	-
Rent Paid		
Jignaben K Patel	0.17	-
Trade receivable		
Khyati World Educare Private Limited	-	-
Khyati realties Limited	-	-
Khyati World School	-	-
Firdaus Memorial Charity and Education Trust	-	-
Khyati Foundation	-	-

Note: In addition to above, there is an investment in Unquoted Equity Shares of Khyati Retail and Eatery Pvt. Ltd (earlier Kadam Exports Pvt. Ltd.) by the company for Rs 36,33,770/- towards 3,45,780 equity shares of Rs 10/- each.



**Khyati Multimedia Entertainment Limited**
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**Notes to Financial Statements for the year ended March 31, 2025**
**(All amounts in rupees, in Lakhs, unless otherwise stated)**
**24. Corporate social responsibility (CSR) expenditure**

Particulars	For the year ended March 31, 2025			For the year ended March 31, 2024		
	In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
a) The gross amount required to be spent by the company on the corporate social responsibility (CSR) activities during the year as per the provisions of Section 133 of the Companies Act, 2013 (refer note below)	-	-	-	-	-	-
b) Amount approved by the board to be spent during the year	-	-	-	-	-	-
c) Amount spent during the year:						
i) Construction/acquisition of asset	-	-	-	-	-	-
ii) On purposes other than (i) above	-	-	-	-	-	-
d) Details related to spent/unspent obligations:						
i) Contribution to public trust	-	-	-	-	-	-
ii) Contribution to charitable trust	-	-	-	-	-	-
iii) Contribution to others	-	-	-	-	-	-
iv) Unspent amount in relation to:						
- Ongoing project	-	-	-	-	-	-
- Other than ongoing project	-	-	-	-	-	-
Total	-	-	-	-	-	-
e) reason for shortfall	Not applicable			Not applicable		
f) details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	Not applicable			Not applicable		
g) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the period shall be shown separately	Not applicable			Not applicable		

**h) Details of CSR expenditure under section 135(5) of the Act in respect of other than ongoing projects**

Particulars	For the year ended March 31, 2025
Balance as at April 01, 2024	-
Amount deposited in a specified fund of schedule VII of the Act within 5 months	-
Amount required to be spent during the year	-
Amount spent during the year	-
Balance unspent as at March 31, 2025	-

**Note:**

Amount required to be spent by the company has been computed based on the signed financial statements of the respective years.

**25. Details of dues to micro and small enterprises as per MSMED Act, 2006**

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated August 26, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006' (the MSMED Act).

Accordingly, the disclosure in respect of the amounts payable to such enterprises as at March 31, 2024 has been made in the Financial Statements based on information received and available with the Company. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any Supplier as at the Balance Sheet date.

The details as required by MSMED Act are given below:

Particulars	As at March 31, 2025	As at March 31, 2024
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting year:		
Principal and interest amount		
Trade payable	-	-
Capital payable	-	-
The amount of interest paid by the buyer under the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year:	-	-
The amount of interest due and payable for the year (where the principal has been paid but interest under the MSMED Act not paid):	-	-
The amount of interest accrued and remaining unpaid at the end of accounting year; and	-	-
The amount of further interest due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006.	-	-

On basis of information and records available with the Company, the above disclosures are made in respect of amount due to the micro and small enterprises, which have been registered with the relevant competent authorities. This has been relied upon by the auditor.



**Khyati Multimedia Entertainment Limited**
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**Notes to Financial Statements for the year ended March 31, 2025**
**(All amounts in rupees, in Lakhs, unless otherwise stated)**
**26 Ratio analysis and its elements**

Particulars	Numerator	Denominator	As at March 31, 2025	As at March 31, 2024	% change from March 31, 2024 to March 31, 2025
Current ratio	Current Assets	Current Liabilities	0.44	8.95	-95%
Debt- Equity Ratio	Current borrowings + Non-Current Borrowings+ lease payments	Shareholder's Equity	1.41	0.54	361%
Return on Equity ratio	Net Profits after taxes - Preference Dividend	Average Shareholder's Equity	-59%	5%	-1274%
Inventory Turnover ratio	Cost of material consumed	Average Inventory			
Trade Receivable Turnover Ratio	Net credit sales + Gross credit sales - sales return	Average Trade Receivable	57.44	29.63	94%
Trade Payable Turnover Ratio	Net credit purchases + Gross credit purchases - purchase return	Average Trade Payables	7.03	2.35	199%
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Average working capital = Current assets - Current liabilities	19.31	3.65	429%
Net Profit ratio	Net Profit after tax	Net sales = Total sales - sales return	-49%	0%	-644%
Return on Capital Employed	Earnings before Interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax liability+Lease Payments	-48%	4%	1301%

**Reasons for change more than 25% in above ratios**

Particulars	Reasons for % change from March 31, 2024 to March 31, 2025
Current ratio	Decrease in current assets due to reduction in debtors upon the payment of same and increase in statutory dues to be receivable.
Debt- Equity Ratio	Increase in borrowings from related party.
Debt Service Coverage ratio	-
Return on Equity ratio	Decrease in ratio due to increase in losses.
Inventory Turnover ratio	-
Trade Receivable Turnover Ratio	Increase in ratio due to decrease in trade receivable.
Trade Payable Turnover Ratio	Increase in ratio due to repayment of creditors.
Net Capital Turnover Ratio	WC of Mar'25 decrease due to decrease in debtors and rise in Long Term Borrowings.
Net Profit ratio	Due to increase in losses.
Return on Capital Employed	Due to increase in losses during the year.

**27 Regrouping**

Corresponding figures of the previous year have been regrouped, renamed, Reclassified wherever necessary.

**28 Segment Reporting**

The disclosure requirements of the Ind AS - 108 "Operating Segments" issued by the Companies Act, 2013 is not applicable to the Company.

**29 Subsequent Events**

The company has applied for capital reduction scheme before signing of the Standalone Financial Statements. The application is still under process till the date of signing of the Balance-Sheet.





Khyati Multimedia Entertainment Limited

CIN : L92199GJ1955PLC024284

**Additional Regulatory Information:**

- I Title deeds of Immovable Properties not held in name of the company  
There are no instance of immovable property in which the immovable property is jointly held with others.
- II The Company has not revalued it's Property, Plant and Equipment during the year ended on 31st March 2025.
- III The company has not granted Loans and Advances in the nature of loans to promoters, Directors, KMPs and the related parties either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of employment.
- IV The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- V The Company has not been declared as a willful defaulter by any lender who has powers to declare a company as a willful defaulter at any time during the financial year or after the end of reporting period but before the date when the financial statements are approved.
- VI The Company does not have any transactions with struck-off companies.
- VII The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period.
- VIII The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act 2013 read with Companies (Restrictions on number of Layers) Rules, 2017.
- IX The company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign Entities (Intermediaries), with the understanding that the intermediary shall;  
a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries), or  
b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- X The Company has not received any funds from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall;  
a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate beneficiaries), or  
b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- XI The Company does not have any transactions which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- XII The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

