



Unistar Multimedia Limited

February 07, 2025

To,
The General Manager
BSE Limiteds
P.J. Towers, Dalal Street,
Mumbai – 400 001

Scrip Code – 532035

Dear Sir/Mam,

Sub.: Intimation for 33rd Annual General Meeting and Annual Report for FY 2023-24
Ref.: Regulation 44 and 53 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company is pleased to announce that the 33rd Annual General Meeting (AGM) of the Company will be held on Saturday, March 01, 2025 at 12:00 P.M. IST through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Soft copy of the Annual Report and Notice of the AGM shall be sent in electronic mode only to those Members of the Company whose email address is registered with the Company/RTA. The said Annual Report will also be available on the website of the Company i.e. www.unistarmultimedia.in and on the website of the BSE i.e. www.bseindia.com.

Kindly take the same on record.

Thanking you,
For Unistar Multimedia Limited

Alka Rajendra Mehta
Managing Director
DIN: 03306793

CIN: L07295MH1991PLC243430

Regd. Office, Corporate & Share Department: SH 187, Powai Plaza MTRII CST N S Hiranandani, Business Park Powai, Mumbai 400076 Tel.: 91 22 4321 1800

Email: unistar.multi2022@gmail.com | **Website:** www.unistarmultimedia.in



33rd

ANNUAL REPORT

2023-24



UNISTAR MULTIMEDIA LIMITED

CIN: L07295MH1991PLC243430

Registered Office Address:

SH 187, Powai Plaza MTRII CST NS Hiranandani, Business Park,
Powai, Mumbai, Maharashtra, India, 400076



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COMPANY INFORMATION

BOARD OF DIRECTORS:

- ❖ Ms. Priyanka Kishorkumar Sodagar (Independent Director)
- ❖ Ms. Prapti Uday Shah (Chairperson and Independent Director)
Upto June 20, 2024
- ❖ Mr. Shreyansh Bhupendra Bavishi (Non-Executive Non-Independent Director)
Upto January 31, 2024
- ❖ Mr. Jagdishkumar Bhagvandas Patel (Director)
Upto January 22, 2024
- ❖ Mr. Naman Bhanubhai Shah (Managing Director)
Upto November 10, 2023
- ❖ Alka Rajendra Mehta (Executive Director, Managing Director)
W.e.f. November 10, 2023
- ❖ Vishal Raval (Non-Executive - Non Independent Director)
W.e.f. June 21, 2024
- ❖ Dharmendra Arunbhai Rathod (Chairperson and Independent Director)
W.e.f. June 21, 2024
- ❖ Hasmukh Rai Raval (Non-Executive - Non Independent Director)
W.e.f. June 21, 2024
- ❖ Kinjal Raval (Non-Executive - Non Independent Director)
W.e.f. June 21, 2024

COMPANY SECRETARY AND COMPLIANCE OFFICER:

- ❖ Mr. Jagdishkumar Bhagvandas Patel as Interim Compliance Officer (W.e.f. October 8, 2022 and Upto June 28, 2023)
- ❖ Ms. Srishti Jain (W.e.f. June 29, 2023 and upto December 18, 2023)
- ❖ Mrs. Darshita Bipinchandra Shah (W.e.f. October 17, 2024)

COMMITTEES OF BOARD OF DIRECTORS:

Audit Committee

- Priyanka Kishorkumar Sodagar – Chairperson
- Prapti Uday Shah - Member – (Upto June 20,2024)
- Shreyansh Bhupendra Bavishi- Member - (*Upto January 31, 2024*)
- Alka Rajendra Mehta – Member – (*W.e.f. January 31, 2024*)
- Dharmendra Arunbhai Rathod-Member-(*w.e.f. June 21, 2024*)



Stakeholders Relationship Committee

- Priyanka Kishorkumar Sodagar – Chairperson
- Prapti Uday Shah - Member – (Upto June 20,2024)
- Shreyansh Bhupendra Bavishi- Member - *(Upto January 31, 2024)*
- Alka Rajendra Mehta – Member – *(W.e.f. January 31, 2024)*
- Dharmendra Arunbhai Rathod-Member-(w.e.f. June 21, 2024)

Nomination and Remuneration Committee

- Priyanka Kishorkumar Sodagar – Chairperson
- Prapti Uday Shah - Member – (Upto June 20,2024)
- Shreyansh Bhupendra Bavishi- Member - *(Upto January 31, 2024)*
- Vishal Raval– Member – *(W.e.f. June 21, 2024)*
- Dharmendra Arunbhai Rathod-Member-(w.e.f. June 21, 2024)

AUDITORS:

Statutory Auditors

M/s. Rajendra J. Shah & Co.

Chartered Accountants
405, Scarlet Business Hub, Opp. Ankur School,
Nr. Mahalaxmi Cross Road, Fatehpura, Paldi
Ahmedabad- 380007
(W.e.f May 5, 2023 and Upto August 04, 2023)

M/s. Manoj Acharya & Associates

Chartered Accountants
219, Ashirwad Market,
Kalupur, Ahmedabad - 380002
(W.e.f September 1, 2023 and Upto October 27, 2023)

M/s. S.P. Patel & Co.

Chartered Accountants
308, Jahanvi Arcade, Nr. Odhav Circle,
S.P. Ring Road, Ahmedabad-382415
(W.e.f. October 28, 2023 and Upto March 16, 2024)

M/s. N.C. Rupawala and Co.

Chartered Accountants
508, Takshashila Apt. Majuragate, Surat 395002
(W.e.f. October 15, 2024)



Secretarial Auditor:

M/s Deepti & Associates

Practicing Company Secretary
C-101, Naraina Vihar,
New Delhi – 110028

REGISTERED OFFICE:

Unistar Multimedia Limited
SH 187, Powai Plaza MTRII CST NS Hiranandani,
Business Park, Powai, Mumbai, Maharashtra, India, 400076
CIN: L07295MH1991PLC243430

REGISTRAR & TRANSFER AGENT:

Skyline Financial Services Private Limited

A/505 Dattani Plaza, Andheri Kurla Road,
Safeed Pool, Andheri (East),
Mumbai - 400072
Tel: -044 - 2846 0390
Fax No.: - 044 - 2846 0129
Email: subhashdhingreja@skylinerta.com
Web Site- www.skylinerta.com

BANKERS:

HDFC Bank Limited

ISIN:

INE808C01014



NOTICE

The 33rd Annual General Meeting of Unistar Multimedia Limited will be held on Saturday, March 01, 2025 at 12:00 P.M. at the registered office of the company through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) facility to transact the following businesses.

ORDINARY BUSINESS

1. To receive, consider and adopt

- a) The audited Standalone Financial Statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon; and
- b) The audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2024 and the reports of the Auditors thereon.

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

“RESOLVED THAT:

- i) The Audited Standalone Financial Statements of the Company for the Financial Year ended on 31st March, 2024 and reports of Board of Directors and Independent Auditor’s report thereon laid before this meeting, be and is hereby considered and adopted.
 - ii) The Audited Consolidated Financial statements of the Company for the Financial Year ended on 31st March, 2024 along with reports of Board of Directors and Independent Auditor’s report thereon laid before this meeting, be and is hereby considered and adopted.
2. To appoint **Mrs. Alka Rajendra Mehta (DIN: 03306793), Managing Director** who liable to retires by rotation and being eligible, offers his candidature for re-appointment.

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mrs. Alka Rajendra Mehta (DIN: 03306793), who retires by rotation as Director at this Meeting pursuant to the provisions of Section 152 of the Companies Act, 2013 and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”



By the Order of Board of Directors
For Unistar Multimedia Limited

Sd/-
Alka Rajendra Mehta
Managing Director
DIN: 03306793

Date: February 06, 2025
Place: Mumbai

Registered Office:

SH 187, Powai Plaza MTRII CST NS Hiranandani
Business Park, Powai Mumbai 400076

CIN: L07295MH1991PLC243430

Website: www.unistarmultimedia.in

E-mail: unistar.multi2022@gmail.com



Notes:

1. In view of the relaxation granted by the Ministry of Corporate Affairs ('MCA') vide its General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022 ('MCA Circulars') and SEBI vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ('SEBI circular') and MCA General Circular No. 09/2023 dated September 25, 2023 (MCA Circular and SEBI Circular collectively referred as Circulars), companies are allowed to hold AGM through video conference/other audio visual means ("VC/OAVM"), without the physical presence of members. The 33rd Annual General Meeting (AGM) of the Company is being conducted through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) Facility, which does not require physical presence of Members at a common venue. The deemed venue for the 33rd AGM shall be the Registered Office of the Company. The AGM of the Company is being held through VC/OAVM, and video recording and transcript of the same shall be made available on the website of the Company. National Securities Depository Limited ("NSDL") will be providing facility for voting through remote e-voting, for participation in the AGM through VC/OAVM and e-voting during the AGM.

2. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the 33rd AGM and other documents are being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories.

Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 33rd AGM and Annual Report for the financial year 2023-24 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-

A. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self- attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company at: unistar.multi2022@gmail.com

B. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/ OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members under section 105 of the Act will not be available for the 33rd AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. Participation of Members through VC/ OAVM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Act.



5. The Members can join the AGM in the VC/ OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorize their representatives to participate and vote at the meeting are requested to email a certified copy of the Board resolution/ authorization letter to the Company at unistar.multi2022@gmail.com or upload on the VC portal/ e-voting portal.
7. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at unistar.multi2022@gmail.com between Wednesday, 26th February, 2025 (9.00 a.m. IST) and Friday, 28th February, 2025 (5.00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Members who do not wish to speak during the AGM but have queries may send their queries 7 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at unistar.multi2022@gmail.com these queries will be replied by company suitably by email.
8. Members may also note that the Notice of this Annual General Meeting and the Annual Report for the financial year 2023-2024 will also be available on the Company's website www.unistarmultimedia.in for their download. The same shall also be available on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com respectively on the website of NSDL. www.evoting.nsdl.com. Members may also note that pursuant to Sections 101 and 136 of the Act read with the Rules framed thereunder, the Notice calling the 33rd AGM along with the Annual Report for financial year 2023-2024 is being sent by electronic mode to those Members whose E-mail addresses are registered with the DPs or the Company/ the Registrar and Transfer Agent.
9. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting has been done away in terms of amendment made to Section 139 notified vide Notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on Monday, January 13, 2025.
10. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 and Register of Contract or Arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 will be available electronically open for



inspection by the members on the website of the Company at www.unistarmultimedia.in during the time of Annual General Meeting.

11. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 24.02.2025 to Saturday, 1.03.2025 (both days inclusive).
12. Members holding shares in physical form are requested to notify immediately any change in their address or bank mandates to the Company/ Registrar & Share Transfer Agents quoting their Folio Number and Bank Account details along with self-attested documentary proofs. Members holding shares in the electronic form may update such details with their respective Depository Participants.
13. In case of joint holders attending the meeting, the joint holder with highest, in order of names will be entitled to vote.
14. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Company at least seven days in advance of the meeting through email to unistar.multi2022@gmail.com.
15. Nomination: Pursuant to Section 72 of the Act, Members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 with the Company's share transfer agent. In respect of shares held in electronic/ demat form, the Members may please contact their respective depository participant.
16. Share Transfer permitted only in Demat: As per Regulation 40 of the Listing Regulations, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019. In view of the above and to avail the benefits of dematerialization and ease portfolio management, Members are requested to convert physical shares held by them into demat form.
17. The Securities Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Transfer Agent - M/s. Skyline Financial Services Private Limited.
18. Green Initiative: The Shareholders can now receive various notices and documents through electronic mode by registering their e-mail addresses with the Company. Shareholders who have not registered their e-mail address with the Company can now register the same by post with M/s Skyline Financial Services Private Limited. Members holding shares in electronic form are requested to register their email addresses with their Depository Participants only. Even after registering for E-communication, the shareholders of the Company are entitled to receive such communication in physical form, upon request.
19. Electronic copy of the Notice of the 33rd Annual General Meeting of the Company inter alia indicating the process and manner of remote e-voting is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes. Members, who have not registered their email address so far, are requested to



register their email IDs for receiving all communications including Annual Report, Notices, etc., from the Company electronically.

20. Members may also note that the Notice of the 33rd Annual General Meeting and the Annual Report for the financial year 2023-24 will also be available on the Company's website www.unistarmultimedia.in

21. Since the AGM will be held through VC/ OAVM, the Route map is not annexed to the Notice.

22. Voting through electronic means:

Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository (India) Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL. The Company has appointed M/s. Pitroda Nayan & Co, Practicing Company Secretaries, as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner. E-voting is optional. In terms of requirements of the Act and the relevant Rules, the Company has fixed Monday, 24th February, 2025 ('Cut-Off date'). The remote e-voting / voting rights of the shareholders/ beneficial owners shall be reckoned on the equity shares held by them as on the Monday, 24th February, 2025 ('Cut-Off date').

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Wednesday, 26th February, 2025 at 9:00 A.M. and ends on Friday, 28th February, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 24th February, 2025 ('Cut-Off date') may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 24th February, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system





A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center; margin-top: 10px;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> </div>



<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none">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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.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 & 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.3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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) login through their depository participants</p>	<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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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. NSDL and CDSL.



Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33



B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial



password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@csnayan.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Prajakta Pawle at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 unistar.multi2022@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (unistar.multi2022@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (unistar.multi2022@gmail.com). The same will be replied by the company suitably.



DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015

Name of the Director	Mrs. Alka Rajendra Mehta
DIN	03306793
Date of the birth	09/02/1965
Qualification	Executive Director, Managing Director
Nature of Expertise	She has completed Higher Secondary Education. She is Competent problem solver with proven capabilities of working in dynamic teams in a fast-paced environment.
Directorships held in other Indian public companies (other than Section 8 companies)	<ol style="list-style-type: none"> 1. Non-Executive Independent Director - Sofcom Systems Limited (W.e.f. 20th July 2023 to 16th July 2024) 2. Non-Executive Director - Clio Infotech Limited (w.e.f. 17th January, 2023 to 23rd November, 2024)
Memberships / Chairmanships of Committees in other Company	<ol style="list-style-type: none"> 1. Sofcom Systems Limited <ol style="list-style-type: none"> i. Audit Committee – Chairperson (W.e.f. 20th October 2023 to 16th July 2024) ii. Stakeholders Relationship Committee – Member (W.e.f. 20th October 2023 to 16th July 2024) iii. Nomination and Remuneration Committee – Chairperson (W.e.f. 20th October 2023 to 16th July 2024) 2. Clio Infotech Limited <ol style="list-style-type: none"> i. Audit Committee – Member (W.e.f. 20th June 2023 to 18th July, 2024) ii. Stakeholders Relationship Committee – Member (W.e.f. 20th June 2023 to 18th July, 2024) iii. Nomination and Remuneration Committee – Member (W.e.f. 20th June 2023 to 18th July, 2024)
Number of Equity Shares held in the Company	-



DIRECTOR'S REPORT

To,
The Members,
Unistar Multimedia Limited.

Your directors have great pleasure in presenting the 33rd Annual Report of the company together with the Audited Standalone and Consolidated Financial Statements for the year ended 31st March, 2024.

1. FINANCIAL HIGHLIGHTS:

(Rs. In Lakhs)

Particulars	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Total Revenue	4170.00	2630.30	4170.00	2,635.29
Total Expenditure	4112.17	2576.53	4112.17	2,580.43
Profit / (Loss) Before Taxes	57.79	53.77	57.79	54.86
Less:				
a. Current Tax	15.47	18.70	15.47	18.70
b. Deferred Tax	(0.89)	0.01	(0.89)	0.01
c. Short/Excess Provision of tax	-	0.56	-	0.56
OCI that will not be reclassified to P&L	-	-	-	-
Profit / (Loss) After Taxes	43.21	34.50	43.21	35.59

2. DIVIDEND:

In view of the need to provide for further growth and building up of the financial health of the Company, your Directors do not recommend any dividend for the year ended March 31, 2024.

3. REVIEW OF BUSINESS OPERATION:

During the year under review, the Company has earned a consolidated revenue of ₹ 4170.00 Lakhs in FY 2023-24 as compared to previous year's revenue of ₹ 2635.29 Lakhs. Your Directors are identifying prospective areas and will make appropriate investments that will maximize the revenue of the company.



4. TRANSFER TO THE RESERVES:

During the year under review this item is explained under the head “Other Equity” forming part of the Balance Sheet, as mentioned in Note no. 09 of significant accounting policies and notes forming part of the financial statements.

5. CHANGE IN NATURE OF BUSINESS:

During the financial year under review, there was no Change in the Nature of Business of the Company.

6. DIRECTORS’ RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge, confirm that –

- a) in the preparation of the accounts the applicable accounting standards have been followed along with proper explanations relating to material departure;
- b) appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts have been prepared on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

7. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND:

During the financial year under review, the Company was not required to transfer any funds to the Investor Education and Protection Fund as per the provisions of Section 125 of the Act.

8. MANAGEMENT DISCUSSION AND ANALYSIS:

In terms of Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Management Discussion and Analysis Report, which gives a detailed account of state of affairs of the Company’s operations forms part of this Annual Report.



9. CLASSES OF SHARES

As on date, the Company has only one class of share capital i.e. Equity Shares of ₹ 10/- each.

10. SHARE CAPITAL

Authorized Capital:

The authorized share capital of the company at the end of the financial year is Rs. 51,00,00,000/- divided into 5,10,00,000 equity shares of Rs.10 each.

Issued, Subscribed and Paid-Up Share Capital:

The issued, subscribed and paid-up share capital of the Company stood at Rs. 25,00,07,000/- as on March 31, 2023 comprising of 2,50,00,700 Equity Shares of Rs.10/- each fully paid up.

Further, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

11. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts / arrangements / transactions entered into with the related parties during the year under review were in the ordinary course of business and on an arm's length basis. All the related party transactions are part of the notes to accounts of the financial statements for F.Y. 2023-24.

All Related Party Transactions are placed before the Audit Committee for review and approval. Prior approval is obtained for Related Party Transactions on a quarterly basis for transactions which are of repetitive nature and/or entered in the Ordinary Course of Business and are at Arm's Length. All Related Party Transactions are subjected to independent review by a reputed accounting firm to



establish compliance with the requirements of Related Party Transactions under the Companies Act, 2013, and Listing Regulations. There was no contracts, arrangements or transactions which was executed not in ordinary course of business and/or at arm's length basis. Further, there were no related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company.

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There were no any materially significant related party transactions i.e. transactions exceeding 10% of the annual consolidated turnover as per the last audited financial statement made by the Company which may have a potential conflict with the interest of the Company at large. The Board has formulated Policy on Related Party Transactions.

The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules there under and the SEBI LODR Regulations. The Policy on Materiality of and dealing with Related Party Transactions as approved by the Board is uploaded on the Company's website www.unistarmultimedia.in. The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties.

12. DETAILS OF SUBSIDIARY/JOINT VENTURES/ ASSOCIATE COMPANIES:

Your Company has one Subsidiary named Saral Vanijya Private Limited and one Wholly Owned Subsidiary named DU Point Loyalty Distribution Private Limited.

Your company is neither having associate companies nor has entered into any joint ventures with any other company.

A statement in Form AOC-1 pursuant to the first proviso of Section 129 of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014 containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures forms part of this report.

13. CONSOLIDATED FINANCIAL STATEMENT:

Your Company has prepared consolidated financial statements attached and forms part of the Annual Report for FY 2023-24.

14. CORPORATE GOVERNANCE REPORT:

The provisions regarding Corporate Governance as contained in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are given by the Company forms part of this Director's Report.



15. LOANS, GUARANTEE AND INVESTMENT:

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are given in the notes to the Financial Statements.

16. PUBLIC DEPOSIT:

Your Company has not accepted any deposits from the public falling within the ambit of section 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

17. CONSERVATION OF ENERGY:

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

(A) Conservation of Energy:

The production and manufacturing activities are not carried on by the Company and due to that no usage of energy. Hence, no steps are taken by the Company for conservation of energy.

(B) Technology Absorption:

The company has not imported any technology during the year and as such there is nothing to report.



(C) Foreign Exchange Earnings and Outgo:

(Rs. in Lakhs)

Sr. No.	Particulars	FY 2023-24	FY 2022-23
(a)	Earning (Collections) in foreign currency	Nil	5.94
(b)	Expenditure (Payments) in foreign currency	Nil	Nil

18. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	Name	Designation	Date of Appointment	Date of Cessation
1.	Ms. Prapti Uday Shah	Independent Director & Chairman	June 29, 2021	--
2.	Ms. Priyanka Kishorkumar Sodagar	Independent Director	May 23, 2022	--
3.	*Mr. Shreyansh Bhupendra Bavishi	Non-Executive Non-Independent Director	September 03, 2021	January 31, 2024
4.	**Mr. Jagdishkumar Bhagvandas Patel	Non-Executive Director	February 17, 2022	January 31, 2024
5.	***Mr. Naman Bhanubhai Shah	Managing Director	September 1, 2023	November 11, 2023
6.	****Mrs. Alka Rajendra Mehta	Managing Director	November 10, 2023	--

*During the Year under review, Mr. Shreyansh Bhupendra Bavishi resigned from the post of Non-Executive Non-Independent Director as on January 31, 2024.

**Mr. Jagdishkumar Bhagvandas Patel appointed as Managing Director for the period of 5 years w.e.f. December 28, 2022 and further there is the Change in Designation of Mr. Jagdishkumar Bhagvandas Patel from Managing Director to Non- Executive Director w.e.f. September 1, 2023.

There is the Change in Designation of Mr. Jagdishkumar Bhagvandas Patel from Managing Director to Non- Executive Director w.e.f. September 1, 2023. Further Mr. Jagdishkumar Bhagvandas Patel and Resigned from the said post as on January 31, 2024.

***Mr. Naman Bhanubhai Shah resigned from the said post of Managing Director with effect from November 11, 2023.

****Mrs. Alka Rajendra Mehta appointed as Managing Director with effect from November 10, 2023

During the year under review, the Company has following personnel as the Key Managerial Personnel (KMP) pursuant to the provisions of Section 203 of the Companies Act, 2013:



Sr. No.	Name	Designation	Reason for Change	Date of Appointment/Resignation
1	*Mr. Jagdishkumar Bhagvandas Patel	Interim Compliance Officer	Appointment and Resignation	October 8, 2022 and June 28, 2023 respectively
2	Ms. Srishti Jain	Company Secretary	Appointment	June 29, 2023
3	**Mr. Naman Bhanubhai Shah	Managing Director	Appointment and Resignation	September 1, 2023 and November 10, 2023 respectively
4	***Mr. Ayush Thapa	Chief Financial Officer	Removal	October 28, 2023
5	****Mrs. Alka Rajendra Mehta	Managing Director	Appointment	November 10, 2023
6	*****Mr. Yogeshkumar Jeshingbhai Shah	Chief Financial Officer	Appointment	November 28, 2023
7	*****Ms. Srishti Jain	Company Secretary	Resignation	December 18, 2023
8	*****Darshita Bipinchandra Shah	Company Secretary	Appointment	October 17, 2024

*Appointment of Mr. Jagdishkumar Bhagvandas Patel (DIN: 08038830), Director of the Company as Interim Compliance Officer of the Company with effect from October 8, 2022 and Resigned from the said post as on June 28, 2023.

There is the Change in Designation of Mr. Jagdishkumar Bhagvandas Patel from Managing Director to Non- Executive Director w.e.f. September 1, 2023.

**Mr. Naman Bhanubhai Shah appointed as a Managing Director with effect from September 1, 2023 and resigned with effect from November 10, 2023.

***Mr. Ayush Thapa who is appointed as Chief Financial Officer as on September 3, 2021 was removed from the said post with effect from October 28, 2023.

**** Mrs. Alka Rajendra Mehta appointed as Managing Director with effect from November 10, 2023

*****Mr. Yogeshkumar Jeshingbhai Shah appointed as Chief Financial Officer with effect from November 28, 2023.

***** Ms. Srishti Jain resigned from the post of Company Secretary and Compliance Officer with effect from December 18, 2023.



***** Darshita Bipinchandra Shah appointed as Company Secretary and Compliance Officer with effect from October 10, 2024.

19. DISCLOSURE BY INDEPENDENT DIRECTORS:

All the Independent Directors have furnished declarations that they meet the criteria of independence as laid down under Section 149 (6) of the Companies Act, 2013.

The Board has reviewed integrity, expertise and experience (including the proficiency) of the independent directors appointed during the year; and The Board has confirmed that the independent directors fulfill the conditions specified in the SEBI Listing Regulations and are independent of the management.

20. BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance and that of its committees as well as performance of Directors individually through internally developed questionnaire on performance evaluation.

The Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of criteria such as the contribution of the individual director to the Board and committee meetings.

The performance evaluation of Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The performance evaluation of the Non-Executive Chairman of the Company was also carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

21. MEETING OF THE BOARD OF DIRECTORS:

Composition of the Board of Directors of the Company is in conformity with the requirements of Companies Act, 2013 as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board meets at regular intervals to discuss on Company's Business policy/strategy apart from other business of the Board. The Board of Directors duly met 10 (Ten) times during the financial year 2023-24 on April 10, 2023, June 23, 2023, June 29, 2023, August 15, 2023, September 1, 2023, October 28, 2023, November 2, 2023, November 10, 2023, November 28, 2023 and February 13, 2024.

22. COMMITTEES OF THE BOARD:

There are currently Three Committees of the Board, as follows:



1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee

Details of all the Committees along with their charters, composition and meetings held during the year, are provided in the "Director Report" and "Corporate Governance Report", as a part of this Annual Report.

23. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

During the financial year under review, the provisions related to CSR were not applicable to the Company.

24. RISK MANAGEMENT:

The management continuously assess the risk involved in the business and all out efforts are made to mitigate the risk with appropriate action. The risk management framework of the Company is appropriate compared to the size of the Company and the environment under which the Company operates.

25. PARTICULARS OF EMPLOYEES:

The statement containing particulars of employees as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report as "**Annexure-A**".

Information 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 Management Personnel) Rule, 2014, and forming part of Directors' Report for the year ended 31st March, 2024 is given in a separate annexure to this report. The said annexure is not being sent along with this report to the members of the Company in line with the provisions of Section 136 of the Companies Act, 2013.

26. CORPORATE GOVERNANCE REPORT:

In terms of Regulation 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Corporate Governance Report, the Management Discussion & Analysis Statement, and the Auditors' Certificate regarding Compliance to Corporate Governance requirements are attached as "**Annexure B And Annexure-G**" forming part of this Director's Report.

27. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS:



In accordance with the provisions of Section 134 and Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations, the Company has formulated nomination and remuneration policy to provide a framework for remuneration of members of the Board and Senior Management Personnel of the Company.

No changes were made to the nomination and remuneration policy during the financial year under review. The NRC Policy can be accessed on the website of the Company at www.unistarmultimedia.in.

28. CORPORATE SOCIAL RESPONSIBILITY (“CSR”) POLICY:

During the financial year under review, the provisions related to CSR were not applicable to the Company.

29. VIGIL MECHANISM AND WHISTLE BLOWER POLICY:

The Company has adopted a whistleblower mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud, or violation of the Company’s code of conduct. The policy provides direct access to the chairman of the audit committee to the whistleblowers. No one was denied access to the same. The Policy is disclosed on the website of the Company at www.unistarmultimedia.in.

30. AUDITORS:

Statutory Auditors

M/s. S.D. Mehta and Co., Chartered Accountants having FRN: 137193W were appointed in the AGM of 2021-22 for period of 5 years to hold the office till the conclusion of 36th Annual General Meeting of the Company. During the year, M/s. S.D. Mehta and Co., Chartered Accountants was resigned with effect from January 31, 2023 and M/s. Rajendra J. Shah & Co. (FRN: 108369W), Chartered Accountants, appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of M/s S.D. Mehta & Co., Chartered Accountants, w.e.f. May 5, 2023.

However, M/s. Rajendra J. Shah & Co. (FRN: 108369W), Chartered Accountants has tendered their resignation on August 04, 2023.

M/s. Manoj Acharya & Associates (FRN: 0114984W), Chartered Accountants appointed as the Statutory Auditors of the Company on September 1, 2023, Subject to approval of members in 32nd Annual General Meeting of the company to fill the casual vacancy caused due to resignation of M/s. Rajendra J. Shah & Co., Chartered Accountants w.e.f August 04, 2023.

However, M/s. Manoj Acharya & Associates (FRN: 0114984W), Chartered Accountants has tendered their resignation on October 27, 2023



S. P. Patel & Co. (FRN: 144411W), Chartered Accountants, Ahmedabad appointed as the Statutory Auditors of the Company, Subject to approval of members in 32nd Annual General Meeting of the company, to fill the casual vacancy caused due to resignation of M/s. Manoj Acharya & Associates, Statutory Auditors dated October 28, 2023 and has tendered their resignation on March 16, 2024.

Further, M/s. N.C. Rupawala and Co., Chartered Accountants (FRN: 125757W) are appointed as the Statutory Auditors of the Company for a term of 5 (Five) consecutive years to hold office from the conclusion of 32nd Annual General Meeting until the conclusion of the 37th Annual General Meeting of the Company, at such remuneration (exclusive of applicable taxes and reimbursement of out of pocket expenses) as shall be fixed by the Board of Directors of the Company from time to time in consultation with them.”

Internal Auditor

During the year under review, Bhaveshkumar and Company, Chartered Accountants (FRN: 135873W) have been appointed as the Internal Auditors of the Company for the financial year 2023-24. However, they provided their resignation with effect from December 22, 2023.

Your Company is in process to appoint a suitable and qualified Chartered Accountant as its Internal Auditor. As company needs an internal Auditor who will take care of the internal audit and controls, systems and processes in the Company. Meanwhile your Company has in place adequate internal financial controls with reference to the Financial Statements commensurate with the size, scale and complexity of its operations.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors had appointed M/s Deepti & Associates, Practicing Company Secretaries to undertake the Secretarial Audit of the Company for the Financial Year 2023-24.

A Secretarial Audit Report in Form MR-3 given by M/s Deepti & Associates, Practicing Company Secretaries has been provided in an “**Annexure-C**” which forms part of the Directors Report. The said report contains observation or qualification certain observation and qualification which are mentioned here in under.

Observation	Management response
Non-compliance of Section 138 of Companies Act 2013, as the company has not appointed Internal Auditor of the company;	The Board of Directors of your Company would like to explain on the said observation relating to non-appointment of Internal Auditor that the Board of your company shall appoint Internal Auditor as soon as they find a proper responsible person for such post.
Non-compliance of Section 139(6) of Companies	The Board of Directors of your Company would



Act 2013 as the Company had not appointed Statutory Auditor within 30 Days of resignation of M/s. S.P. Patel & Co., however the Company have appointed M/s. N.C. Rupawala and Co. w.e.f., October 15, 2024	like to explain on the said observation relating to non-appointment Statutory Auditor within 30 Days of resignation of M/s. S.P. Patel & Co, that the Board of your company were in search to find a proper responsible person for such post.
Non-compliance of Section 96(1) of Companies Act 2013 as the Company have not held its Annual General Meeting within a period of six months from the date of closing of the financial year of the company;	Due to inadvertence the Company could not held the Annual General Meeting within prescribed time limit.
Non-appointment of Company Secretary as per Section 203 of Companies Act, 2013 till 17 th October, 2023;	The Board of Directors of your Company would like to explain on the said observation relating to non-appointment of Company Secretary within prescribed time limit that the Board of your company were in search to find a proper responsible person for such post.
As per Section 92 of Companies Act 2013 read with Rule 11 of The Companies (Management and Administration) Rules, 2014, the Company has not filed MGT 7 for FY 2022-23 within stipulated time.	Due to inadvertence the Company could not file MGT 7 for FY 2022-23 within prescribed time limit.
Non- Compliance in the composition of Nomination & Remuneration Committee as per Section 178 of Companies Act, 2013;	After the resignation of Mr. Shreyansh Bavishi (DIN: 06408477), Non- Executive Non-Independent Director as on January 31, 2024, Composition of Nomination and remuneration committee does not comply with Section 178 of Companies Act, 2013. Further, The Company has appointed directors on the Board as on June 21, 2024 for complying the said regulations.
Delay in submission of Share Holding Patter for December, 2023 Quarter as per Regulation 31(1)(b) of SEBI (LODR), 2015 within stipulated time i.e., 21 Days from end of the Quater;	The abundant Precaution will be taken for timely submission to the Exchanges.
Delay in submission of Reconciliation of Share Capital Audit Report for December, 2023 Quarter as per Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018 within stipulated time i.e., 30 Days from end of the Quater;	The abundant Precaution will be taken for timely submission to the Exchanges.
Delay in submission of Certificate Under Regulation 74(5) SEBI (Depositories and Participants) Regulation, 2018 of for December, 2023 Quarter within stipulated time i.e., 15 Days from end of the Quater;	The abundant Precaution will be taken for timely submission to the Exchanges.
Delay in submission of Corporate Governance Report for December, 2023 Quarter as per Regulation 27(2) of SEBI (LODR), 2015 within stipulated time i.e., 21 Days from end of the Quater;	The abundant Precaution will be taken for timely submission to the Exchanges.
Delay in submission of Standalone and	The abundant Precaution will be taken for timely



Consolidated Financial Results for March, 2023 Quarter as per Regulation 33 of SEBI (LODR), 2015 within stipulated time i.e., 60 Days;	submission to the Exchanges.
Delay in submission of Standalone and Consolidated Financial Results for June, 2023 Quarter as per Regulation 33 of SEBI (LODR), 2015 within stipulated time i.e., 45 Days;	The abundant Precaution will be taken for timely submission to the Exchanges.
Delay in submission of Standalone and Consolidated Financial Results for September, 2023 Quarter as per Regulation 33 of SEBI (LODR), 2015 within stipulated time i.e., 45 Days;	The abundant Precaution will be taken for timely submission to the Exchanges.
Non-Publication of the Financial Results of the Company for December, 2023 Quarter as per Regulation 47 of SEBI (LODR), 2015 within stipulated time i.e., 48 Hours form date of approval of Results;	The Abundant precaution will be taken for timely submission to the Exchanges.
Non-submission of the Prior Intimation for approval of Financial Results of the Company for June, 2023 and September, 2023 Quarter as per Regulation 29 of SEBI (LODR), 2015;	The abundant Precaution will be taken for timely submission to the Exchanges.
Non-appointment of Company Secretary as Compliance officer as per Regulation 6 of SEBI (LODR), 2025 till 17 th October, 2023;	The Board of Directors of your Company would like to explain on the said observation relating to non-appointment of Company Secretary within prescribed time limit that the Board of your company were in search to find a proper responsible person for such post.
Delay in submission of Annual Secretarial Compliance Report as per Regulation 24A of SEBI (LODR), 2015 within stipulated time i.e., 60 Days from end of Financial Year;	The abundant Precaution will be taken for timely submission to the Exchanges.
Non- Compliance in the composition of Nomination & Remuneration Committee as per Regulation 19(1) of SEBI (LODR) 2015;	After the resignation of Mr. Shreyansh Bavishi (DIN: 06408477), Non- Executive Non-Independent Director as on January 31, 2024, Composition of Nomination and remuneration committee does not comply with Regulation 19(1) of SEBI (LODR) Regulations, 2015. Further, The Company has appointed directors on the Board as on June 21, 2024 for complying the said regulations.
Non- Submission of Intimation regarding resignation of Statutory auditor under Regulation 30 of SEBI (LODR), 2015;	The abundant Precaution will be taken for timely submission to the Exchanges.
Non-Compliance under Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulation, 2015 as the Company has not installed Structural Digital Database (“SDD”) software and relevant entries were not made;	The Company is in process to re-install the SDD Software and abundant Precaution will be taken for timely compliance.
Delay in submission of Financial Results of December, 2023 Quarter in XBRL Mode as per	The abundant Precaution will be taken for timely submission to the Exchanges.



DCS/COMP/28/2016-17 on Thursday, 30 th March, 2017 within stipulated time i.e., 48 Hours form publication of financial Results;	
Delay in submission of reason for Delay in submission of Financial Results of March, 2024 and June, 2023 Quarter as per SEBI Circular CIR/CFD/CMD-1/142/2018 dated November19,2018 within stipulated time i.e., 1 working day from the due date of the results;	The abundant Precaution will be taken for timely submission to the Exchanges.
Non-Compliance of Regulation 17(1C) of SEBI (LODR), 2015 for appointment of Mrs. Alka Rajendra Mehta as Managing Director of the Company as the approval of the Shareholders was not taken within 3 months from the appointment by the Board;	Due to inadvertence the Company could not comply the same.
Delay in submission of Financial Results of December, 2023 Quarter in XBRL Mode as per DCS/COMP/28/2016-17 on Thursday, 30 th March, 2017 within stipulated time i.e., 48 Hours form publication of financial Results;	The abundant Precaution will be taken for timely submission to the Exchanges.
Non-Compliance of the regulation 46(1)and 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which stipulates that a listed entity shall maintain a functional website containing the basis information about listed entity, however the Company does not maintain its website	The abundant Precaution will be taken for timely submission to the Exchanges.

Annual Secretarial Compliance Report

The Company has undertaken an audit for the financial year 2023-24 for all applicable compliances as per Securities and Exchange Board of India Regulations and Circulars/Guidelines issued thereunder. The Secretarial Compliance Report has been provided in an “Annexure-D”.

Cost Auditor

As per the requirement of the Central Government and pursuant to section 148 of the Companies Act, 2013, read with Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your company hereby confirms that the provisions of this section is not applicable, hence your company needs not required to appoint cost auditor for the financial year 2023-24.

31. AUDITOR’S REPORT:

The observations made by the Auditors are self-explanatory and have also been explained in the notes forming part of the accounts, wherever required.



32. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL:

No such order was passed by any of the authorities, which impacts the going concern status and company's operations in future.

33. EXTRACT OF ANNUAL RETURN:

Pursuant to the Notification dated 28th August, 2020, Extract of Annual Return provided in Section 92(3) read with Section 134(3)(a) of the Act in Form MGT-9 is placed on the website of the Company. The Annual Return as on March 31, 2024 is available on the Company's website on www.unistarmultimedia.in.

34. VIGIL MECHANASIM:

The Company has a vigil mechanism policy to deal with instances of fraud and mismanagement, to enable Directors, employees and all the stakeholder's of the Company to report genuine concerns, to provide for adequate safeguards against victimization of persons who use such mechanism. The vigil mechanism is implemented through Company's whistle blower policy adopted by the Board of Directors and the same is hosted on the Company www.unistarmultimedia.in.

35. INTERNAL CONTROL SYSTEMS AND ADEQUACY:

Internal control systems and procedures in the Company are commensurate with the size and the nature of Company's business and are regularly reviewed and updated by incorporating changes in regulatory provisions in order to safeguard the assets and to ensure reliability of financial reporting.

36. FRAUD REPORTING:

During the year, no fraud whether actual, suspected or alleged was reported to the Board of Directors.

37. PREVENTION OF SEXUAL HARRASSMENT AT WORKPLACE:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, on probation, contractual, temporary, and employees on third party payroll) are covered under this Policy. During the year under review, no complaint with allegations of sexual harassment was filed during the year under review under the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and as of 31st March, 2024, no complaint was pending.



38. CAUTIONARY STATEMENT:

Statements in the Annual Report, particularly those which relate to Management Discussion and Analysis may constitute forward looking statements within the meaning of applicable laws and regulations. Although the expectations are based on the reasonable assumption, the actual results might differ.

39. GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions for the same during the year under review:

- a. Material changes and/ or commitments that could affect the Company's financial position, which have occurred between the end of the financial year of the Company and the date of this report.
- b. Significant or material orders passed by the Regulators or Courts or Tribunals, impacting the going concern status and Company's operations in future.
- c. Frauds reported as per Section 143(12) of the Companies Act, 2013.
- d. The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year; and
- e. The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

40. ACKNOWLEDGEMENT:

Your director's wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment during the year under review.

The Board places on record its appreciation for the support and co-operation your Company has been receiving from its suppliers, distributors, retailers, business partners and others associated with it as its trading partners. Your Company looks upon them as partners in its progress and has shared with them the rewards of growth. It will be your Company's Endeavour to build and nurture strong links with the trade based on mutuality of benefits, respect for and co-operation with each other, consistent with consumer interests.

Your directors also take this opportunity to thank all Shareholders, Clients, Vendors, Banks, Government and Regulatory Authorities and Stock Exchanges, for their continued support.



By the Order of Board of Directors
For Unistar Multimedia Limited

Sd/-
Alka Rajendra Mehta
Managing Director
DIN: 03306793

Date: February 06, 2025
Place: Mumbai

Registered Office:

SH 187, Powai Plaza MTRII CST NS
Hiranandani Business Park, Powai Mumbai
400076

CIN: L07295MH1991PLC243430

Website: www.unistarmultimedia.in.

E-mail: unistar.multi2022@gmail.com



Form AOC-I

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

Statement containing salient features of the financial statement of subsidiaries/~~associate companies~~/joint ventures

Part "A": Subsidiaries

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

Sr. No.	1	
Name of the subsidiary	Du Point Loyalty Distribution Pvt. Ltd	Saral Vanijya Private Limited
Reporting period for the subsidiary concerned	March 31, 2024	March 31, 2024
Reporting currency	Indian Rupees	Indian Rupees
Share capital	9,70,020	5,07,19,700
Reserves & surplus	92,423.43	(4,74,64,825.50)
Total Assets	-	-
Total Liabilities	-	31,000
Investments	51,026	3,00,000
Turnover	5,50,036	36,332
Profit/Loss before taxation	28,536	2,360
Provision for taxation	-	1,000
Profit/Loss after taxation	28536	1,360
Proposed Dividend	-	-
% of shareholding	100%	98.58 %

Part "B": Associates and Joint Ventures

There are no Associate Companies or Joint Ventures of the Company.

Notes:

1. Proposed dividend from any of the subsidiaries is Nil.
2. No subsidiaries or associates or joint ventures which are yet to commence operations.
3. No subsidiaries or associates or joint ventures which have been liquidated or sold during the year.



Annexure A

Particulars of Employees

1. Details pertaining to remuneration 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:

- i. The ratio of the remuneration of each Director to the Median Remuneration of the Employees of the Company for the Financial Year 2023-24; and
- ii. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year.

Sr. No.	Name of Director/KMP and Designation	Nature of Payment	Remuneration of Director/KMP for the FY 2023-24 (in ₹)	% Increase /Decrease in remuneration in the financial year FY 2023-24	Ratio of Remuneration of each director to the median Remuneration of Employees	Notice period severance Fee (in ₹)
1	Ms. Prapti Uday Shah – As Independent Director and Chairman	-	-	-	-	-
2	Ms. Priyanka Kishorkumar Sodagar – As Independent Director	-	-	-	-	-
3	Mr. Shreyansh Bhupendra Bavishi – As a Non-Executive Non-Independent Director	-	-	-	-	-
4	Mr. Jagdishkumar Bhagvandas Patel – As a Director	-	-	-	-	-
5	Mr. Naman					



	Bhanubhai Shah – As a Managing Director					
6	Ms. Srishti Jain - Company Secretary	Salary	17,000	-	-	-
7	Mrs. Alka Rajendra Mehta - As a Managing Director					
8	Mr. Ayush Thapa - CFO	-	-	-	-	-
9	Mr. Jagdishkumar Bhagvandas Patel – As a Managing Director	-	-	-	-	-
10	Mr. Jagdishkumar Bhagvandas Patel – As an Interim Compliance Officer	-	-	-	-	-
11	Darshita Bipinchandra Shah – As a Company Secretary	-	-	-	-	-
12	Mr. Yogeshkumar Jeshingbhai Shah – As a CFO	-	-	-	-	-

iii. Percentage decrease/increase in the median remuneration of employees in FY 2023-24:-
Decrease of 3.67%

iv. The median remuneration of employees of the Company during the financial year 2023-24 was Rs.12041.5 compared to the previous year 2022-23 was 12,500.

v. Number of permanent employees on the rolls of the Company as on March 31, 2024:- two Employees



- vi. Comparison of average percentile increase in salary of employees other than the managerial personnel and the percentile increase in the managerial remuneration:

Particulars	% change in remuneration
Average increase in salary of employees (other than managerial personnel)	-
Average increase in remuneration of managerial personnel (CFO & CS)	13.33 %

- vii. Affirmation

It is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and other employees is as per the Remuneration Policy of the Company.

2. Information as per rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014
Employees drawing salary of ₹ 102 lakhs or above per annum-Not Applicable



Management Discussion



Industry Overview

The Indian Media and Entertainment (M&E) industry is a sunrise sector for the economy and is making significant strides. The increasing availability of fast and cheap internet, rising incomes, and increasing purchases of consumer durables have significantly aided the industry. India's media and entertainment industry are unique as compared to other markets. The industry is well known for its extremely high volumes and rising Average Revenue Per User (ARPU).

The M&E industry comprises businesses that produce, distribute and offer ancillary digital services and products for – Motion Pictures, Video & Audio Recordings, Television Programmes and Commercials. It also includes Streaming Content, Music, Esports, Broadcast, Radio, and Text and Book Publishing Video Games sectors. The industry is backed by a shift in consumer preferences and change in demand supported by dynamic technology, innovation, and intense competition.

When the world was first hit by the Covid-19 pandemic, mediums like TV, movies, web series, and streaming videos became the major sources of entertainment, information and window to the outside world. This led to a massive increase in viewership, which, in turn, played an essential role in increasing the number of players in the M&E industry.

The M&E sector has witnessed a sharp recovery since the easing of Covid-19 restrictions in 2021-22 with the reopening of movie theatres and the resumption of travelling. Thereby helping add a positive start to the year. Further, changing consumer behaviour and advanced technologies, including broad band providers, network owners, and connected TV manufacturers, play crucial role in accelerating demand. The broadband will be taking steps to simplify and integrate tools across the platforms to improve user experience.

India is spending 82% of its time on mobile phone apps on media and entertainment. India's Media & Entertainment industry is expected to grow to \$34.62 Bn by 2025 at 10.5% CAGR, led by live



events, Animation and VFX and online gaming. The mining industry relates to extracting various minerals and metals from the ground, either on the surface of the Earth or underground. Extracted gold and silver are commonly used to make jewelry or other precious goods. Numerous metals and minerals are also crucial in the production of various products you cannot imagine your life without. Copper is used in motors and electrical generators, radiators, air conditioners, radios, and TVs as a good electricity and heat conductor. Iron ore is used to produce steel. Aluminum is used in cans, foils, airplane parts, ships, kitchen utensils, power lines, and consumer electronics. Despite the move towards green energy in many countries, coal still accounts for about 40% of electricity produced around the world, thanks to its low cost. The real power capacity nearly doubled since the year 2000. With constantly increasing consumption, the mining industry is projected to grow further for many years and decades.

The software industry includes businesses for development, maintenance and publication of software that are using different business models, mainly either "license/maintenance based" (on-premises) or "Cloud based" (such as SaaS, PaaS, IaaS, MBaaS, MSaaS, DCaaS etc.). The industry also includes software services, such as training, documentation, and Consulting and data recovery. The software and computer services industry spends more than 11% of its net sales for Research & Development which is in comparison with other industries the second highest share after pharmaceuticals & biotechnology.

❖ **Key trends and drivers in the M&E industry include:**

- Digitalization: Shift to online platforms, streaming services, and social media.
- Globalization: Increased global demand, international collaborations, and localization.
- Personalization: Tailored content, targeted advertising, and user-centric experiences.
- Technological advancements: AI, AR, VR, and 5G enabling new formats and experiences.
- Changing consumer behavior: On-demand consumption, binge-watching, and social media influence.

❖ **Market Dynamics:**

The Indian Media & Entertainment (M&E) sector is set for substantial growth hitting Rs. 3.08 trillion (US\$ 37.2 billion) by 2026.

According to Media Partners Asia's Asia Pacific Video & Broadband Industry 2024 report, India's video market, encompassing both TV and digital, is projected to grow from \$13 billion in 2023 to \$17 billion by 2028. India's media and entertainment industry is the fifth largest market globally and is growing at the rate of 20% annually, according to Union Information and Broadcasting Minister Mr. Anurag Thakur.



❖ **Robust Demands:**

According to a report published by IAMAI and Kantar Research, India internet users are expected to reach 900 million by 2025, from ~622 million internet users in 2020, increasing at a CAGR of 45% until 2025.

The country's entertainment and media industry is expected to see a growth of 9.7% annually in revenues to reach US\$ 73.6 billion by 2027.

The advertising-based video on demand (AVoD) segment is expected to rise at a CAGR of 24% to reach US\$ 2.6 billion by 2025.

📌 **Opportunities and Threats**

- India to become a hub for film shooting, co-production, post-production, content and technology partners in film industry
- The Government of India has increased the FDI limit from 74% to 100% for M & E Industry.
- Macroeconomic uncertainty impacting decision making and prompting cost reduction initiatives
- Greater interest in using technology to drive business growth and differentiation
- Accelerated adoption of public cloud
- Greater acceptance of as-a-Service platforms
- ESG Norms, Decarbonization, Geopolitics, Low Productivity, Legacy Technology, Low per capita consumption, Logistics and Infrastructure are Challenges for Mining Industry.
- Demand for our entertainment services may be affected by changes in technology and consumer consumption trends.
- The entertainment industry is very competitive and constantly changing. Consumers now have more alternatives for accessing various forms of entertainment through new and existing distribution methods.
- Technological disruption leads to rapidly changing technologies, formats, and platforms.
- Evolving laws, regulations, and censorship affecting content creation and distribution.
- Piracy and copyright infringement leads to illegal sharing and distribution of content.
- Threat of shifts in consumer preferences, viewing habits, and platform usage.

📌 **Segment wise performance**

At present, Unistar is positioned to be the quality content provider to various TV channels. Company is presently into –

- Production of Motion Pictures.
- Production of television Software for Satellite, Cable, Terrestrial Broadcasters as a Content provider.
- Production of Video and release of Audio Albums.
- Producing Motivational/ Educational films for corporate.



-
- Event Management
 - Talent Management

Outlook

We continue to make concrete strategies to ensure the leverage of our leadership market position. We continue to create capabilities, infrastructure, content and platforms aligned to emerging consumer preferences and audience behavior.

Risks & Concern

- New technologies are disrupting the traditional model of the industry. With an increase in OTT platforms, the rapid expansion of the industry brings uncertainty and a shift in the traditional model. The OTT platforms' convenience and affordability, and unique content, are impacting the traditional industry.
- Customers now have a greater variety of alternatives available at their disposal. This makes customer retention a huge challenge since they always seek various options at affordable prices.
- The events taking place at the macro level, i.e., politics, law and regulations, or other external factors beyond the business control, might impact business operations. The economic risk refers to the danger of losing money on a foreign investment due to changes in business circumstances or the negative impact of macroeconomic variables such as Government policies or the fall of the existing government and substantial swings in currency fluctuations.

Performance of our Company

During the year under review, the Company's turnover is Rs. 4128.33 Lakhs and profit for the year Rs. 43.21 Lakhs.

Internal Control Systems

Your Company has in place adequate internal control systems commensurate with the size and nature of its business. 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

Financial Performance:

1. Share Capital:

The Paid up Share Capital of the Company as on 31st March, 2024 stands at Rs. 25,00,07,000/- divided into 2,50,00,700 equity shares of Rs.10/- each fully paid up.



2. Reserves and Surplus:

During the year under review this item is explained under the head “Reserve & surplus” forming part of the Balance Sheet, as mentioned in Note no. 09 of significant accounting policies and notes forming part of the financial statements.

3. Total Income:

During the year under consideration, total income is Rs. 4170.00 Lakh/-

 **Employee Relations**

Company had smooth relations with its employees during the year under review.

 **Material Development in Human Resource**

The Company continues to have excellent employee relations. Your Directors acknowledge and thank the employees for their continuous support. The Company has strong commitments to follow the best of the HR practices and believes in up-lifting the overall competence of its employees through regular training, workshops and seminars.



Corporate Governance Report



The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2024 in terms of Regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation").

1. Company's Philosophy on Code of Governance:

Unistar Multimedia Limited (hereinafter referred to as 'Company'), believes that Corporate Governance philosophy is all about intellectual honesty whereby the governance is not just about encompassing regulatory and legal requirements but also strives to enhance stakeholders' value as a whole.

Corporate Governance encompasses laws, procedures, practices and implicit rules that determine the Management's ability to make sound decisions vis-à-vis all its stakeholders - in particular, its shareholders, creditors, the State and employees. There is a global consensus on the objective of Good Corporate Governance: Maximizing long-term shareholder value.

Since shareholders are residual claimants, this objective follows from a premise that in well-performing capital and financial markets, whatever maximizes shareholder value must necessarily maximize corporate value and best satisfy the claims of the creditors, the employees and the State. A company which is proactively compliant with the law and which adds value to itself through the Corporate Governance initiatives would also command a higher value in the eyes of present and prospective shareholders.

Your Company therefore believes that Corporate Governance is not an end in itself but is a catalyst in the process towards maximization of shareholder value. Therefore, shareholder value, as an objective, is woven into all aspects of Corporate Governance - the underlying philosophy, the development of roles and the creation of structures and continuous compliance with standard practices. Corporate Governance, as a concept, has gained considerable importance of late, primarily



because of the proposal to enshrine many of the accepted good governance principles into corporate law.

The Companies Act, 2013 ('the Act') and the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2018, as amended, ('the SEBI LODR Regulations') have strengthened the framework of Corporate Governance for India.

Unistar Multimedia Limited is committed to good governance practices by conducting its business in a transparent manner and creating long-term sustainable shareholder value.

Your Company belongs to a legacy where the visionary founders laid the stone for good governance.

Your company's philosophy includes protection and facilitation of shareholder's rights, provide adequate and timely information, opportunity to participate effectively in general meeting and ensure equitable treatment to all shareholders.

Unistar Multimedia Limited's Corporate Philosophy envisages full transparency, integrity and timely disclosures with an aim of value addition for all players i.e. the Stakeholders, the Creditors, the Government and the Employees.

Corporate Governance is not merely compliance and not simply creating checks and balances, it is an ongoing measure of superior delivery of Company's objects with a view to translate opportunities into reality. This, together with sustainable development attributes followed by the Company, has enabled your Company to earn trust and goodwill of its investors, business partners, employees and the communities in which it operates.

The Company places emphasis on integrity of internal control systems and accountability and total compliance with all statutory and / or regulatory requirements.

The Company's governance framework is based on the following Principles:

- Appropriate composition and size of the Board, with each member bringing in expertise in their respective domains;
- Availability of information to the members of the Board and Board Committees to enable them discharge their fiduciary duties.
- Timely disclosure of material operational and financial information to the stakeholders.
- Systems and processes in place for internal control; and
- Proper business conduct by the Board, senior management and Employees

A report on compliance of corporate governance as prescribed by the Securities and Exchange Board of India in chapter IV read with Schedule V of the Listing Regulation is given below: -



2. GOVERNANCE STRUCTURE

The Corporate Governance structure at “UNISTAR MULTIMEDIA LIMITED” is as follows:

Board of Directors:

The Board is entrusted with the ultimate responsibility of the management, general affairs, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company’s management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosure.

Composition of Board:

The Board has a good mix of Executive and Non-Executive Directors including Independent Directors. As on March 31, 2024, Board comprises of 3 (Three) Directors out of which 1 (One) Director is Executive Director, 2 (Two) are Non-Executive Independent Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations as amended from time to time. The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013. All Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations as amended from time to time and Section 149 of the Companies Act, 2013. The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge which enables the Board to provide effective leadership to the Company.

None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which they are a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2024 have been made by the Directors. None of the Directors are related to each other.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other public companies as on March 31, 2024 are given herein below. Other directorships do not include directorships of foreign companies and companies under Section 8 of the Act.



Chairmanships / Memberships of Board Committees shall only include Audit Committee and Stakeholders' Relationship Committee.

The composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013.

As at 31st March, 2024, the Board comprised following Directors;

Name of Director	Category Cum Designation	Date of Appointment in present role	Directorship in other Listed Companies excluding our Company	^Membership of Committee in other company		No. of Shares held as on March 31, 2024	Inter-se Relation between Directors
				in which Director is Members	in which Director is Chairman		
Prapti Uday Shah	Non-Executive - Independent Director	June 29, 2021	1	1	0	-	No Relation
Priyanka Kishorkumar Sodagar	Non-Executive - Independent Director	May 23, 2022	1	0	1	-	No Relation
Alka Rajendra Mehta	Managing Director	November 10, 2023	3	3	0	-	No Relation

^ Committee includes Audit Committee and Shareholders' Grievances Committee across all Public Companies excluding our Company.

~ excluding Section 8 Company, Struck off Company, Amalgamated Company and LLPs.

None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

Board Meeting:

Regular meetings of the Board are held to review the quarterly results of the Company. Additional Board meetings are convened, as and when required, to discuss and decide on various business



policies, strategies and other businesses. The Board meetings are generally held at registered office of the Company.

During the year under review, Board of Directors of the Company met 10 (Ten) times during the financial year 2023-24 on April 10, 2023, June 23, 2023, June 29, 2023, August 15, 2023, September 1, 2023, October 28, 2023, November 2, 2023, November 10, 2023, November 28, 2023 and February 13, 2024.

The details of attendance of each Director at the Board Meeting and Annual General Meeting are given below;

Name of Director	Number of Board Meetings held during their tenure in the F.Y. 2023-24	Number of Board Meetings attended during F.Y. 2023-24	Whether attended last AGM held on 30.09.2022
Shreyansh Bhupendra Bavishi	9	9	NA
Jagdishkumar Bhagvandas Patel	9	9	NA
Prapti Uday Shah	10	10	Yes
Priyanka Kishorkumar Sodagar	10	10	Yes
Naman Bhanubhai Shah	3	3	NA
Alka Rajendra Mehta	3	3	Yes

During the year, the Board of Directors accepted all recommendations of the Committees of the Board, which were statutory in nature and required to be recommended by the Committee and approved by the Board of Directors. Hence, the Company is in compliance of condition of clause 10(j) of schedule V of the SEBI Listing Regulations.

Independent Directors:

In terms of Section 149 of the Companies Act, 2013 and rules made there under and Listing Regulations, the Company has two Non-Executive Independent Directors as on report date. In the opinion of the Board of Directors, all Independent Directors of the Company meet all the criteria mandated by Section 149 of the Companies Act, 2013 and rules made there under and Listing Regulations and they are Independent of Management.

A separate meeting of Independent Directors was held on 15th March, 2024 to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board that is necessary for the board of directors to effectively and reasonably perform their duties.



The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at www.unistarmultimedia.in.

The Company has received a declaration from the Independent Directors of the Company under Section 149(7) of Companies Act, 2013 and 16(1)(b) of Listing Regulations confirming that they meet criteria of Independence as per relevant provisions of Companies Act, 2013 for financial year 2023-2024. The Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, they fulfill the conditions for re-appointment as Independent Directors and are independent of the Management.

✚ **Code of conduct for the Board of Directors and senior management personnel:**

In terms of Regulation 17(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has adopted the Code of Conduct for the Board of Directors and Senior Management Personnel of the Company. The compliance of the said code has been affirmed by them annually. The Code of Conduct also includes the duties of Independent Directors. A copy of the Code has been put up on the Company's website and same may be accessed at www.unistarmultimedia.in.

A declaration of the Company for compliance with code of conduct is attached with this report.

✚ **Familiarization Programmer for Board Members:**

The Company has formulated a policy to familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes. The details of such familiarization programmes are disclosed on the website of the Company and the web link for the same is www.unistarmultimedia.in.

✚ **Skills/expertise/ competencies of Board of Directors:**

The Board of the Company comprises eminent personalities and leaders in their respective fields. These members bring in the required skills, competence and expertise to the Board. These Directors are nominated based on well-defined selection criteria. Nomination and Remuneration Committee ('NRC') considers, inter alia, key skills, qualifications, expertise and competencies, whilst recommending to the Board the candidature for appointment of Director. The Board of Directors have, based on the recommendations of the NRC, identified the following core key skills/expertise/competencies of Directors as required in the context of business of the Company for its effective functioning which are currently possessed by the Board Members of the Company and mapped against each of the Directors:



Name of Director	Safety and Corporate Social Responsibility	General Management and Leadership Experience	Human Resource and Communication	Corporate Strategy and Strategic Planning	Finance, Risk Management, Regulatory and Governance	Science and Technology including IT
Shreyansh Bhupendra Bavishi	√	√	-	√	-	-
Jagdishkumar Bhagvandas Patel	√	√	√	√	-	√
Prapti Uday Shah	√	√	√	√	√	√
Priyanka Kishorkumar Sodagar	√	√	-	√	-	√
Naman Bhanubhai Shah	√	√	-	√	-	√
Alka Rajendra Mehta	√	√	-	√	√	-

PROHIBITION OF INSIDER TRADING:

The Company has devised a Code of Conduct of Insider Trading Regulations which is applicable to all the Designated Persons of the company who are expected to have access to have access to the unpublished price sensitive information relating to the company and is available on the website of the company i.e. www.unistarmultimedia.in. The said code lays down guidelines which advise them.

Committees of the Board:

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has Three (3) committees i.e. Audit Committee, Nomination and Remuneration Committee, and Stakeholder's Grievance & Relationship Committee. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided in detailed hereunder.

There were no instances during the financial year 2023-24, wherein the Board had not accepted recommendations made by any committee of the Board.



➤ **Audit Committee:**

1. Broad Terms of Reference:

The Audit Committee of the Company functions in accordance with the requirement of Section 177 of the Act and Regulation 18 of SEBI (LODR) Regulations as amended.

The composition of the Audit Committee is in compliance of Regulation 18(1) of SEBI LODR Regulations. The Audit Committee comprises of 3 Directors with two-third being Independent Directors. The Company Secretary of the Company acts as the Secretary to the Audit Committee.

The minutes of each Audit Committee meeting are noted in the next meeting of the Board. The quorum requirement of Audit Committee as per SEBI LODR Regulations is two members or one-third of its members, whichever is higher with minimum 2 Independent Directors.

The gap between two Audit Committee meetings did not exceed 120 days.

2. Role of Committee:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a) Matters required being included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
 - b) Changes, if any, in accounting policies and practices and reasons for the same.
 - c) Major accounting entries involving estimates based on the exercise of judgment by management.
 - d) Significant adjustments made in the financial statements arising out of audit findings.
 - e) Compliance with listing and other legal requirements relating to financial statements.
 - f) Disclosure of any related party transactions.
 - g) Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;



7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed.
19. Approval of appointment of CFO (i.e., the Whole time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Reviewing the Management letters/ letters of Internal Control weaknesses issued by Statutory Auditor;
21. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee;
22. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of the provision and
23. The audit committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company.

3. Review of Information by the Committee:

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;



3. Management letters/letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;
5. The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee and
6. statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).
7. Review and monitor the auditors' independence and performance, and effectiveness of audit process;
8. Examination of the financial statement and auditors' report thereon;
9. Approval or any subsequent modification of transactions of the Company with related parties;
10. Scrutiny of inter-corporate loans and investment;
11. Valuation of undertakings or assets of the Company, wherever it is necessary;
12. Evaluation of internal financial controls and risk management systems;
13. Monitoring the end use of funds raised through public offers and related matters;
14. Any other matters as prescribed by law from time to time.

4. Powers of Committee:

The Committee-

1. May call for comments of auditors about internal control system, scope of audit, including observations of auditors and review of financial statement before their submission to board;
2. May discuss any related issues with internal and statutory auditors and management of the Company;
3. To investigate into any matter in relation to above items or referred to it by Board;
4. To obtain legal or professional advice from external sources and have full access to information contained in the records of the Company;
5. To seek information from any employee;
6. To secure attendance of outsiders with relevant expertise, if it considers necessary;
7. Any other power as may be delegated to the Committee by way of operation of law.

5. Composition of Committee, Meeting and Attendance of each Member at Meetings:

Audit Committee meeting is generally held one in quarter for the purpose of recommending the quarterly / half yearly / yearly financial result and the gap between two meetings did not exceed one hundred and twenty days. Additional meeting is held for the purpose of reviewing the specific item included in terms of reference of the Committee. During the year under review, Audit Committee met 09 (Nine) times on April 10, 2023, June 23, 2023, July 01, 2023, September 01, 2023, October 28, 2023, November 02, 2023, November 28, 2023, January 31, 2024 and February 13, 2024.



Attendance for Audit Committee Meeting:

Sr. No.	Name of Committee Member	No. of Meeting	
		Held	Attended
1.	Ms. Priyanka Kishorkumar Sodagar	9	9
2.	Ms. Prapti Uday Shah	9	9
*3.	Mr. Shreyansh Bhupendra Bavishi	8	8
4.	Mrs. Alka Rajendra Mehta	2	1

*During the year under review, Mr. Shreyansh Bhupendra Bavishi resigned from the directorship of the company and Chairmanship of the committee with effect from January 31, 2024.

The Audit Committee Comprises of the following Directors viz. Ms. Priyanka Kishorkumar Sodagar as Chairman of the Committee, Ms. Prapti Uday Shah and Mrs. Alka Rajendra Mehta as Members of the Committee. Mr. Prapti Uday Shah and Ms. Priyanka Kishorkumar Sodagar are Independent Directors and all the Directors were Non-Executive Directors. All the members possess sound accounting and financial management knowledge.

During the year under review, Mrs. Alka Rajendra Mehta appointed as an Executive Director of the company w.e.f. 31st January, 2024. Then, committee has decided to appoint Mrs. Alka Rajendra Mehta as a new member of committee and re-constitutes the structure of Audit Committee.

Name	Designation
Ms. Priyanka Kishorkumar Sodagar	Chairman
Ms. Prapti Uday Shah	Member
Mr. Alka Rajendra Mehta	Member

➤ **Nomination and Remuneration Committee:**

The Company has formed Nomination and Remuneration committee in line with the provisions Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulations.

Terms of reference:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. Devising a policy on diversity of board of directors;



4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. Recommend to the board, all remuneration, in whatever form, payable to senior management.
Explanation: Senior Management means personnel who are members of the core management team excluding BOD comprising all members of management one level below the executive directors, including functional heads.
7. Recommend to the board, all remuneration, in whatever form, payable to senior management.
8. Other terms of reference as prescribed under Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

Composition of Committee, Meeting and Attendance of each Member at Meetings:

Nomination and Remuneration Committee meetings are generally held at least once in a year. Additional meetings are held for the purpose of recommending appointment/re-appointment of Directors and Key Managerial Personnel and their remuneration. During the year under review, Nomination and Remuneration Committee met 10 (Ten) times during the financial year under review on April 10, 2023, June 23, 2023, June 29, 2023, July 01, 2023, September 01, 2023, October 28, 2023, November 10, 2023, November 28, 2023, January 31, 2024 and February 13, 2024.

Attendance of Nomination & Remuneration Committee Meeting:

Sr. No.	Name of Committee Member	No. of Meeting	
		Held	Attended
1.	Ms. Priyanka Kishorkumar Sodagar	10	10
2.	Ms. Prapti Uday Shah	10	10
*3.	Mr. Shreyansh Bhupendra Bavishi	9	9
4.	Mrs. Alka Rajendra Mehta	2	1

*During the year under review, Mr. Shreyansh Bhupendra Bavishi resigned from the directorship of the company and Chairmanship of the committees with effect from January 31, 2024.

The Committee comprises of total 3 members with Two Third being Independent Directors and Chairperson is also Independent Director which is in compliance with provisions of Companies Act, 2013 and SEBI Regulations.

The Nomination & Remuneration Committee Comprises of the following Directors viz. Ms. Priyanka Kishorkumar Sodagar as Chairman of the Committee, Mrs. Alka Rajendra Mehta and Ms. Prapti Uday Shah as Members of the Committee. Ms. Prapti Uday Shah and Ms. Priyanka Kishorkumar Sodagar are Independent Directors and all the Directors were Non-Executive Directors. All the members possess sound accounting and financial management knowledge.



During the year under review, Mrs. Alka Rajendra Mehta appointed as an Executive Director of the company w.e.f. 31st January, 2024. Then, committee has decided to appoint Ms. Priyanka Kishorkumar Sodagar as a new member of committee and re-constitutes the structure of Nomination & Remuneration Committee.

Name	Designation
Ms. Priyanka Kishorkumar Sodagar	Chairman
Ms. Prapti Uday Shah	Member
Mr. Alka Rajendra Mehta	Member

Remuneration Policy:

Company's remuneration policy is based on the principles of pay for growth. Keeping in view the above, the Nomination & Remuneration Committee is being vested with all the necessary powers and authorities to ensure appropriate disclosures on remuneration to the Executive Directors. Nomination & Remuneration of Directors, Key Managerial Personnel and Senior Employees Policy is available on the website of the Company.

Board and Director Evaluation and criteria for evaluation:

In terms of the requirement of the Act and the Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees. During the year under review, the Board has carried out an annual evaluation of its own performance, performance of the Directors, as well as the evaluation of the working of its Committees. The exercise was led by the Chairman of the NRC along with the Chairman of Board.

The NRC has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The criteria for Evaluation of Board, Individual Directors and Committees include, inter alia, the following:

Board Evaluation	Evaluation of Individual Directors	Committee Evaluation
<ul style="list-style-type: none"> Board Structure - qualifications, experience and competencies Board Diversity Meetings – regularity, frequency, agenda, discussion and recording of minutes 	<ul style="list-style-type: none"> Professional qualifications and experience Knowledge, skills and competencies Fulfillment of functions, ability to function as a team Attendance Commitment, contribution, 	<ul style="list-style-type: none"> Mandate and composition Effectiveness of the Committee Structure of the Committee Meetings – regularity, frequency, agenda, discussion and dissent,



<ul style="list-style-type: none"> • Functions – strategy, governance, compliances, evaluation of risks, stakeholder value and responsibility, conflict of interest • Independence of management from the Board, access of Board and management to each other 	<ul style="list-style-type: none"> • integrity and independence • In addition to the above, the Chairman of the Board Meetings is also evaluated on key aspects of his role, including effectiveness of leadership and ability to steer Meetings, impartiality and ability to keep shareholders' interests in mind 	<ul style="list-style-type: none"> • recording of minutes • Independence of the Committee from the Board and contribution to decisions of the Board
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Remuneration of Directors:

The Company has not entered into any pecuniary relationship or transactions with Non-Executive Directors of the Company.

Further, criteria for making payment, if any, to non-executive directors are provided under the Nomination and Remuneration Policy of the Company which is hosted on the website of the Company viz; www.unistarmultimedia.in

During the year under review, the Company has paid remuneration to Executive Directors of the Company, details of which are as under;

Sr. No.	Name of Directors	Designation	Component of payment	Remuneration Paid (in Rs.)
-	-	-	-	-

The remuneration of the Directors is decided by the Nomination and Remuneration Committee based on the performance of the Company in accordance with the Nomination and Remuneration Policy within the limit approved by the Board or Members.

Apart from sitting fees, Non-Executive Directors do not receive any other consideration except in their professional capacity. Further, the Non-Executive Directors are paid sitting fees within the limits as stipulated under Section 197 of Companies Act, 2013, for attending Board/Committee Meetings. Sitting Fees paid to Directors does not require the approval of Shareholders and Central Government. Details of sitting fees paid to the Non-Executive Directors are given below:

Sr. No.	Name of Directors	Sitting Fees Paid (in Rs.)
-	-	-



The Company has not entered into / paid any service contracts, notice period, severance fees. Further, the Company has not granted any stock options to its directors.

Performance Evaluation

In terms of the requirement of the Companies Act, 2013 and Listing Regulations, the Board carried out the annual performance evaluation of the Board as a whole, Board Committees and the Directors.

During the year, in terms of the requirements of the Companies Act, 2013 and Listing Regulations, Board Evaluation cycle was completed by the Company internally which included the Evaluation of the Board as a whole, Board Committees and Directors. The exercise was led by the Independent Director of the Company. The Evaluation process focused on various aspects of the functioning of the Board and Committees such as composition of the Board and Committees, experience, performance of specific duties and obligations, governance issues etc.

The results of the Evaluation were shared with the Board, Chairman of respective Committees and individual Directors. Based on the outcome of the Evaluation, the Board and Committees have agreed on an action to further improve the effectiveness and functioning of the Board and Committees. The Chairman of respective Board Committees also shared the results of evaluation with the respective Committee Members.

The evaluation of the Independent Directors was carried out by the entire Board based on below criteria:

- a. Director's preparedness prior to the meeting;
- b. Director's willingness to devote time and effort to understand the Company and its business and a readiness to participate in events outside the meeting room, such as site visits;
- c. Director's ability to remain focused at a governance level in Board/ Committee meetings;
- d. Quality of Director's contributions at Board/Committee meetings;
- e. Proactive attitude of Directors in development of strategy and risk management of the Company;
- f. Director's understanding about governance, regulatory, financial, fiduciary and ethical requirements of the Board /Committee;
- g. Director's willingness to refresh his/ her knowledge and skills and up to date with the latest developments in areas such as corporate governance framework, financial reporting and the industry and market conditions;
- h. Convincing power of the director in presenting his/her views before board;
- i. Maintaining high standard of ethics and integrity.

Further, the evaluation of the Chairman and the Executive Director was carried out by the Independent Directors. The Directors were satisfied with the evaluation results.

➤ **Stakeholder Relationship Committee:**

The Company has a structured system of reviewing Shareholder's/Investors' complaints. A Committee of Directors designated as "Stakeholder Relationship Committee" is constituted to



review the status of investors' grievances and effective redressal of the complaints of the shareholders.

The Stakeholder's Relationship Committee ("SRC") looks into various aspects of interest of shareholders. The Committee ensures cordial investor relations, oversees the mechanism for redressal of investors' grievances and specifically looks into various aspects of interest of shareholders. The Committee specifically looks into redressing shareholders'/investors' complaints/grievances pertaining to share transfers/transmission, non-receipts of annual reports, non-receipt of declared dividend and other allied complaints. The Committee oversees performance of the Registrar and Share Transfer Agents of the Company relating to investor services and recommends measures for improvement. The terms of reference of the SRC includes:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

Composition of Committee, Meetings and Attendance of each Member at Meetings:

During the year under review, Stakeholder's Grievance & Relationship Committee met 05 (Five) times during the financial year under review on April 10, 2023, July 10, 2023, October 10, 2023, January 21, 2024 and January 31, 2024.

Attendance of Stakeholder Relationship Committee Meeting:

Sr. No.	Name of Committee Member	No. of Meeting	
		Held	Attended
1.	Ms. Priyanka Kishorkumar Sodagar	5	5
2.	Ms. Prapti Uday Shah	5	5
3.	Mr. Shreyansh Bhupendra Bavishi	5	4
*4.	Mrs. Alka Rajendra Mehta	1	1

* During the year under review, Mr. Shreyansh Bhupendra Bavishi resigned from the directorship of the company and Chairmanship of the committees with effect from January 31, 2024.

The Committee comprises of total 3 members with Two Third being Independent Directors and Chairperson is also Independent Director which is in compliance with provisions of Companies Act, 2013 and SEBI Regulations.



The Nomination & Remuneration Committee Comprises of the following Directors viz. Ms. Priyanka Kishorkumar Sodagar as Chairman of the Committee, Mrs. Alka Rajendra Mehta and Ms. Prapti Uday Shah as Members of the Committee. Ms. Prapti Uday Shah and Ms. Priyanka Kishorkumar Sodagar are Independent Directors. All the members possess sound accounting and financial management knowledge.

During the year under review, Mrs. Alka Rajendra Mehta appointed as an Executive Director of the company w.e.f. 31st January, 2024. Then, committee has decided to appoint Ms. Priyanka Kishorkumar Sodagar as a new member of committee and re-constitutes the structure of Nomination & Remuneration Committee.

Name	Designation
Ms. Priyanka Kishorkumar Sodagar	Chairman
Ms. Prapti Uday Shah	Member
Mr. Alka Rajendra Mehta	Member

The status of Investors' Complaints as on March 31, 2024, is as follows:

No. of complaints as on April 1, 2023	2
No. of complaints received during the Financial Year 2023-24	0
No. of complaints resolved up to March 31, 2024	2
No. of complaints pending as on March 31, 2024	0

The committee also recommends steps to be taken for future improvement in the quality of service to the investors.

➤ **Corporate Social Responsibility Committee**

The company is not required to formulate Corporate Social Responsibility Committee pursuant to Section 135 of Companies Act, 2013.

➤ **Risk Management Committee**

The company is not required to formulate Risk Management Committee pursuant to Regulation 21(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as the company is not in the top 1000 listed entities, determined on the basis of market capitalization as at the end of the immediate preceding financial year or high value debt listed entity.



SENIOR MANAGEMENT:

Particulars of senior management including the changes therein since the close of the previous financial year are as under.

Sr. No.	Particulars	Designation
1.	¹ Ms. Srishti Jain	Company Secretary & Compliance Officer
2.	² Mr. Ayush Thapa	Chief Financial Officer
3.	³ Mr. Jagdishkumar Bhagvandas Patel	Managing Director and Interim Compliance Officer
4.	⁴ Mr. Naman Bhanubhai Shah	Managing Director
5.	⁵ Mrs. Alka Rajendra Mehta	Managing Director
6.	⁶ Mr. Yogeshkumar Jeshingbhai Shah	Chief Financial Officer
7.	⁷ Darshita Bipinchandra Shah	Company Secretary

¹ During the year under review:

Ms. Srishti Jain resigned from the post of Company Secretary and Compliance Officer with effect from December 18, 2023.

²During the year under review:

Mr. Ayush Thapa who is appointed as Chief Financial Officer as on September 3, 2021 was removed from the said post with effect from October 28, 2023.

³During the Year under review:

Appointment of Mr. Jagdishkumar Bhagvandas Patel (DIN: 08038830), Director of the Company as Interim Compliance Officer of the Company with effect from October 8, 2022 and Resigned from the said post as on June 28, 2023.

There is the Change in Designation of Mr. Jagdishkumar Bhagvandas Patel from Managing Director to Non- Executive Director w.e.f. September 1, 2023 and further resigned with effect from January 31, 2024

⁴During the Year under review:

Mr. Naman Bhanubhai Shah appointed as a Managing Director with effect from September 1, 2023 and resigned with effect from November 11, 2023.

⁵During the Year under review:

Mrs. Alka Rajendra Mehta appointed as Managing Director with effect from November 10, 2023



⁶During the Year under review:

Mr. Yogeshkumar Jeshingbhai Shah appointed as Chief Financial Officer with effect from November 28, 2023.

⁷During the Year under review:

Darshita Bipinchandra Shah appointed as Company Secretary and Compliance Officer with effect from October 17, 2024.

GENERAL BODY MEETINGS:

Annual General Meetings

Financial Year	Date, Day and Time	Location of Meeting	Time	No. of Special Resolutions passed
2022-23	Thursday, January 13, 2024	SH 187, Powai Plaza MTRII CST NS Hiranandani, Business Park, Powai, Mumbai, Maharashtra, India, 400076	12:00 PM	2
2021-22	Friday, September 30, 2022	901-902, Atlanta Center, Opp. Udyog Bhavan, Sonawala Lane, Goregaon (E), Mumbai: 400063	03:30 PM	0
2020-21	Thursday, September 30, 2021	901-902, Atlanta Center, Opp. Udyog Bhavan, Sonawala Lane, Goregaon (E), Mumbai: 400063	12:00 PM	1

MEANS OF COMMUNICATION:

a. Financial Results

The quarterly, half-yearly and annual results are published in widely circulating national and local dailies such as Free Press Journal (English) Mumbai Edition and Navshakti (Marathi) Mumbai Edition and are displayed on the website of the Company www.unistarmultimedia.in.

b. Website

The Company's website www.unistarmultimedia.in. Contains a separate dedicated section namely "Investors" where shareholders information is available. The Annual Report of the Company is also available on the website of the Company www.unistarmultimedia.in.



During the year under review, the Company has not made any presentations to institutional investors or to the analysts. Further, the result of the Company has not been displayed any official news releases.

General Shareholders Information

Date, Time and Venue of 33rd Annual General Meeting

Day and Date: Saturday, 01.03.2025

Time: 12:00 P.M.

Venue: Through VC / OAVM - SH 187, Powai Plaza MTRII CST NS Hiranandani, Business Park, Powai, Mumbai, Maharashtra, India, 400076

Financial Year

12 months period starting from April 1 and ends on March 31 of subsequent year. This being financial year 2023-24 was started on April 1, 2023 and ended on March 31, 2024.

Financial Calendar

(Tentative and subject to change for the financial year 2023-24)

Quarter ending	Release of Results
June 30, 2023	November 02, 2023
September 30, 2023	November 28, 2023
December 31, 2023	February 02, 2024
March 31, 2024	November 26, 2024
Annual General Meeting for the year ending March 31, 2024	March 01, 2025

Book closure date

Monday, 24.02.2025 to Saturday, 1.03.2025 (both days inclusive)

Listing on Stock Exchanges

Bombay Stock Exchange
P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001



Stock Code/Symbol

Bombay Stock Exchange (Scrip Code – 532035)

Stock Market Data:

The Monthly High and Low quotations of share traded on the Bombay Stock Exchange is as follows.

Month	BSE	
	High	Low
April 2023	32.22	21.71
May 2023	29.80	22.00
June 2023	28.00	21.00
July 2023	22.50	15.49
August 2023	20.25	15.51
September 2023	18.24	15.75
October 2023	17.20	13.14
November 2023	15.98	12.95
December 2023	19.00	12.27
January 2024	15.00	12.00
February 2024	13.45	11.00
March 2024	12.15	7.01

Registrar and Transfer Agents**Skyline Financial Services Private Limited**

505, A Wing, Dattani Plaza,
Andheri Kurla Road, Safeed Pool,
Mumbai-400072

Share Transfer System

In terms of Regulation 40(1) of SEBI LODR, as amended, securities can be transferred only in dematerialization form w.e.f. 1st April, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfer of shares in electronic form is effected by the depositories with no involvement of the Company.



Distribution of shareholding (As on March 31, 2024)

On the basis of number of shares held:

No. of Shares		Shareholders		Amount of Shares held	
		Number	% of Total	Amount	% of Total
1	5000	3034	63.94	4614070.00	1.85
5001	10000	600	12.64	5140030.00	2.06
10001	20000	380	8.01	5887030.00	2.35
20001	30000	150	3.16	3890440.00	1.56
30001	40000	103	2.17	3743590.00	1.50
40001	50000	74	1.56	3524780.00	1.41
50001	100000	176	3.71	13502430.00	5.40
100001	Above	228	4.81	209704630.00	83.88
Total		4745	100.00	250007000	100.00

On the basis of Category of Shareholders:

No. of Shares	Number of Shares held	
	Number	% of Total
Clearing Members	500	0.00
HUF	1110543	4.44
Bodies Corporates	6071359	24.28
Non-Resident Indians	158143	0.63
Trusts	3700	0.01
Residents	16891916	67.57
Firms	12277	0.05
Others	752262	3.02
Total	25000700	100.00



Dematerialization of Shares and Liquidity (as on March 31, 2024):

Mode	No. of Shares	Percentage
NSDL	1,55,47,842	62.18
CDSL	94,32,343	37.74
Physical	20,515	0.08
Total	25000700	100.00

The shares are traded on Bombay Stock Exchange of India Limited. For those shareholders who hold the shares in physical form may contact Depository Participant/RTA.

Outstanding GDRs/ADRs/Warrants or any Convertible instruments conversion date and likely impact on equity:

The Company has not issued any GDRs/ADRs/Warrants or any Convertible instruments till date. Hence, there are no outstanding GDRs/ADRs/Warrants or any Convertible instruments.

Disclosures with respect to Demat Suspense Account / Unclaimed Suspense Account:

Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	NIL
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	NIL
Number of shareholders to whom shares were transferred from the suspense account during the year	NIL
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	NIL

Disclosure of certain types of agreements binding listed entities:

No agreements are executed which are covered under clause 5A of paragraph A of Part A of Schedule III of Listing Regulations and hence disclosure is not required.

Plant Locations:

SH 187, Powai Plaza MTRII CST NS Hiranandani, Business Park, Powai, Mumbai, Maharashtra, India, 400076

E-Mail: unistar.multi2022@gmail.com ; Phone: 022-4321 1800



Address of Correspondence:**i) Unistar Multimedia Limited**

Address: SH 187, Powai Plaza MTRII CST NS Hiranandani, Business Park, Powai, Mumbai, Maharashtra, India, 400076

E-Mail: unistar.multi2022@gmail.com ; Phone: 022-4321 1800

For transfer/dematerialization of shares, change of address of members and other queries:**Skyline Financial Services Private Limited**

505, A Wing, Dattani Plaza,
Andheri Kurla Road, Safeed Pool,
Mumbai-400072

CREDIT RATINGS AND ANY REVISION THERETO:

The Company has not issued any debt instruments and does not have any fixed deposit programme or any scheme or proposal involving mobilization of funds in India or abroad during the financial year ended March 31, 2024. The Company has not obtained any credit rating during the year.

DISCLOSURE:**Subsidiary Companies;**

Your Company has one Subsidiary named Saral Vanijya Private Limited has acquired 100% Equity shareholding of DU Point Loyalty Distribution Private Limited through Swap Agreement dated February 2, 2023.

Material Related Party Transaction

During the year 2023-24, there was no transaction which materially significant related party transactions which does not have any potential conflict with the interests of the Company at large for which necessary approval of the Members has been obtained. Further, there was no materially significant related party transaction that may have potential conflict with the interests of the Company at large. Attention of members is drawn to the disclosure of transactions with the related parties set out in Notes to Accounts, forming part of the Annual Report.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The policy is uploaded on the website of the Company at www.unistarmultimedia.in.



Compliances

Except in respect of matters specified in Annexure D, there were neither any instances of non-compliance by the Company nor there were any penalties or strictures imposed on the Company by the Stock Exchange/(s) or SEBI or any statutory authority, on any matter related to Capital Markets, during the last three years.

Risk Management

Business risk evaluation and management is an ongoing process within the Company. During the year under review, the Management reviewed the risk management and minimization procedure adopted by the Company covering the business operations of the Company.

Proceeds from public issues, rights issues, preferential issues etc.

The issued, subscribed and paid-up share capital of the Company stood at Rs. 25,00,07,000/- as on March 31, 2024 comprising of 2,50,00,700 Equity Shares of Rs.10/- each fully paid up.

Further, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

MD/ CFO Certification

In terms of Regulation 17(8) read with part B of Schedule II of SEBI LODR Regulations, the Certification by MD and CFO has been obtained and the said certification has been placed before the Board Members of the Company for perusal.

Accounting treatment

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

Whistle Blower

The Company has established a vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethic policy. The said mechanism also provides for adequate safeguards against victimization of director(s)/Employee(s) who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The details of establishment of such mechanism has been disclosed in the Board's Report. Further, the Policy on Vigil Mechanism is available on the website of the Company at www.unistarmultimedia.in.



Details of Compliance with mandatory requirements and adoption of non-mandatory requirements

The Company has complied with the applicable mandatory requirements as specified under Regulation 15 of SEBI LODR. The Company has adopted following non-mandatory requirements as prescribed under Regulation 27(1) read with Part E of Schedule II of the SEBI LODR.

Shareholders Rights: The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website viz. www.unistarmultimedia.in. Hence, these are not individually sent to the Shareholders.

Modified Opinion(s) in audit report: There is no modified opinion given in the Auditors' Report on Financial Statements

Total fees paid to Statutory Auditors of the Company

(Rs. In Lakhs)

Payment to the Auditor Comprises:	31/03/2024	31/03/2023
AS Auditors – Statutory Audit	1.29	1.15
For Taxation Matters	0.00	0.00
Total	1.29	1.15

Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to the number of complaints received and disposed of during the financial year 2023-24 are prescribed under Board's Report forming part of this Annual Report.

Secretarial Compliance Report

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The said Secretarial Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries under Form MR – 3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year.

Accordingly, the Company has engaged the services of M/s Deepti & Associates (CP No. 17546), Practicing Company Secretary and Secretarial Auditor of the Company for providing this certification. The said compliance report has been submitted by the Company to Exchange.



Compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations

Sr. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	NA
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of directorship	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	No
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of nomination & remuneration committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
21	Meeting of stakeholder relationship committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23	Meeting of Risk Management Committee	22	NA
24	Vigil Mechanism	22	Yes



Sr. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
27	Approval for material related party transactions	23(4)	NA
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8) & (9)	Yes
37	D & O Insurance for Independent Directors	25(10)	NA
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes



Annexure C

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

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

To,

The Members,

Unistar Multimedia Limited

SH 187, Powai Plaza MTRII CST NS Hiranandani,

Business Park, Powai, Mumbai,

Maharashtra, India - 400076

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Unistar Multimedia Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's 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; we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the Rules made thereunder (as amended from time to time);
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
5. 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 Takeovers) Regulations, 2011; Applicability with respect to Annual and event-based Disclosures
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) The Securities and Exchange Board of India (Share Based Employees Benefits) Regulations, 2014; **(Not Applicable as the Company has not issued any such benefits during the year under review);**
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable as the neither Company has existing Debt Securities nor have issued any fresh debt securities during the year under review);**
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not Applicable as the securities of the Company have not been delisted from any Stock Exchange during the year under review);**
- h) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018; **(Not applicable as the Company has not bought back any of its securities during the financial year under review);**
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have also examined compliance with the applicable Standards / Clauses / Regulations of the following:

- Secretarial Standards issued by The Institute of the Company Secretaries of India (ICSI) and made effective from time to time.

We report that:

During the Audit period under review, the Company has generally complied with all material aspects of the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards etc. as mentioned above, subject to following remarks and observations:

- a) Non-compliance of Section 138 of Companies Act 2013, as the company has not appointed Internal Auditor of the company;
- b) Non-compliance of Section 139(6) of Companies Act 2013 as the Company had not appointed Statutory Auditor within 30 Days of resignation of M/s. S.P. Patel & Co., however the Company have appointed M/s. N.C. Rupawala and Co. w.e.f., October 15, 2024
- c) Non-compliance of Section 96(1) of Companies Act 2013 as the Company have not held its Annual General Meeting within a period of nine months from the date of closing of the first financial year of the company;
- d) Non-appointment of Company Secretary as per Section 203 of Companies Act, 2013 till 29th Jube, 2023;



- e) Non- Compliance in the composition of Nomination & Remuneration Committee as per Section 178 of Companies Act, 2013;
- f) Delay in submission of Share Holding Patter for December, 2023 Quarter as per Regulation 31(1)(b) of SEBI (LODR), 2015 within stipulated time i.e., 21 Days from end of the Quater;
- g) Delay in submission of Reconciliation of Share Capital Audit Report for December, 2023 Quarter as per Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018 within stipulated time i.e., 30 Days from end of the Quater;
- h) Delay in submission of Certificate Under Regulation 74(5) SEBI (Depositories and Participants) Regulation, 2018 of for December, 2023 Quarter within stipulated time i.e., 15 Days from end of the Quater;
- i) Delay in submission of Corporate Governance Report for December, 2023 Quarter as per Regulation 27(2) of SEBI (LODR), 2015 within stipulated time i.e., 21 Days from end of the Quater;
- j) Delay in submission of Standalone and Consolidated Financial Results for March, 2023 Quarter as per Regulation 33 of SEBI (LODR), 2015 within stipulated time i.e., 60 Days;
- k) Delay in submission of Standalone and Consolidated Financial Results for June, 2023 Quarter as per Regulation 33 of SEBI (LODR), 2015 within stipulated time i.e., 45 Days;
- l) Delay in submission of Standalone and Consolidated Financial Results for September, 2023 Quarter as per Regulation 33 of SEBI (LODR), 2015 within stipulated time i.e., 45 Days;
- m) Non-Publication of the Financial Results of the Company for December, 2023 Quarter as per Regulation 47of SEBI (LODR), 2015 within stipulated time i.e., 48 Hours form date of approval of Results;
- n) Non-submission of the Prior Intimation for approval of Financial Results of the Company for June, 2023 and September, 2023 Quarter as per Regulation 29 of SEBI (LODR), 2015;
- o) Non-appointment of Company Secretary as Compliance officer as per Regulation 6 of SEBI (LODR), 2025 till 29th Jube, 2023;
- p) Delay in submission of Annual Secretarial Compliance Report as per Regulation 24A of SEBI (LODR), 2015 within stipulated time i.e., 60 Days from end of Financial Year;
- q) Non- Compliance in the composition of Nomination & Remuneration Committee as per Regulation 19(1) of SEBI (LODR) 2015;
- r) Non- Submission of Intimation regarding resignation of Statutory auditor under Regulation 30 of SEBI (LODR), 2015;
- s) Non-Compliance under Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulation, 2015 as the Company has not installed Structural Digital Database (“SDD”) software and relevant entries were not made;
- t) Delay in submission of Financial Results of December, 2023 Quarter in XBRL Mode as per DCS/COMP/28/2016-17 on Thursday, 30th March, 2017 within stipulated time i.e., 48 Hours form publication of financial Results;
- u) Delay in submission of reason for Delay in submission of Financial Results of March, 2024 and June, 2023 Quarter as per SEBI Circular CIR/CFD/CMD-1/142/2018 dated November19,2018 within stipulated time i.e., 1 working day from the due date of the results;
- v) Non-Compliance of Regulation 17(1C) of SEBI (LODR), 2015 for appointment of Mrs. Alka Rajendra Mehta as Managing Director of the Company as the approval of the Shareholders was not taken within 3 months from the appointment by the Board;



-
- w) Delay in submission of Financial Results of December, 2023 Quarter in XBRL Mode as per DCS/COMP/28/2016-17 on Thursday, 30th March, 2017 within stipulated time i.e., 48 Hours from publication of financial Results;
 - x) Non-Compliance of the regulation 46(1) and 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which stipulates that a listed entity shall maintain a functional website containing the basis information about listed entity, however the Company does not maintain its website

We further report that:

We have also examined, on test-check basis, the relevant documents, certificates and licenses maintained by the Company according to the following laws applicable specifically to the Company:

- a) Information Technology Act, 2000, Information Technology (Reasonable security practices and procedures and sensitive personal data or information) Rules, 2011 and Information Technology (Intermediaries guidelines) Rules, 2011.
- b) Payment of Gratuity, Payment of Bonus, Payment of Maternity Benefits, Employees Provident Funds, Employee State Insurance.
- c) Shops and Establishments Legislations.

We further report that:

Based on the review of compliance mechanism established by the Company, the information provided by the Company, its officers and authorized representatives during the conduct of the audit, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable general laws, rules, regulations and guidelines.

We further report that:

The compliance by the Company of the applicable financial laws like Direct and Indirect Tax laws, technicalities of presentation, figures and numbers as per Schedule III of Companies Act, 2013 have not been reviewed in this Audit since the same have been subject to the review by the Statutory Auditor(s) and other designated professionals.

We further report that:

During the audit period under review, there were no instances of:

- a) Public Issues / Right issue of shares/debentures/sweat equity etc.;
- b) Redemption / buy-back of securities;
- c) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013;



- d) Merger / amalgamation / reconstruction, etc.;
- e) Foreign technical collaborations.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of executive directors, non-executive directors and independent directors including one woman director. There were several changes in the composition of the Board of Directors during the period under review.

Adequate notices were given to all directors for the Board Meetings, including Committees thereof, along with agenda and detailed notes on agenda at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting by the directors. The decisions were carried unanimously.

I further report that during the period under review, the company has taken the following decisions which have major bearing on the Company's affair in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

During the review period, the following changes in the composition of Board of Directors have been observed:

Sr. No.	Name	Designation	Date of Appointment	Date of Cessation
1.	Ms. Prapti Uday Shah	Independent Director & Chairman	June 29, 2021	--
2.	Ms. Priyanka Kishorkumar Sodagar	Independent Director	May 23, 2022	--
3.	*Mr. Shreyansh Bhupendra Bavishi	Non-Executive Non-Independent Director	September 03, 2021	January 31, 2024
4.	**Mr. Jagdishkumar Bhagvandas Patel	Non-Executive Director	February 17, 2022	January 31, 2024
5.	***Mr. Naman Bhanubhai Shah	Managing Director	September 1, 2023	November 11, 2023
6.	****Mrs. Alka Rajendra Mehta	Managing Director	November 10, 2023	--

*During the Year under review, Mr. Shreyansh Bhupendra Bavishi resigned from the post of Non-Executive Non-Independent Director as on January 31, 2024.

**Mr. Jagdishkumar Bhagvandas Patel appointed as Managing Director for the period of 5 years w.e.f. December 28, 2022 and further there is the Change in Designation of Mr. Jagdishkumar Bhagvandas Patel from Managing Director to Non- Executive Director w.e.f. September 1, 2023.



There is the Change in Designation of Mr. Jagdishkumar Bhagvandas Patel from Managing Director to Non- Executive Director w.e.f. September 1, 2023. Further Mr. Jagdishkumar Bhagvandas Patel and Resigned from the said post as on January 31, 2024.

***Mr. Naman Bhanubhai Shah resigned from the said post of Managing Director with effect from November 10, 2023.

****Mrs. Alka Rajendra Mehta appointed as Managing Director with effect from November 10, 2023

During the year under review, the Company has following changes in the Key Managerial Personnel (KMP) pursuant to the provisions of Section 203 of the Companies Act, 2013:

Sr. No.	Name	Designation	Reason for Change	Date of Appointment/Resignation
1	*Mr. Jagdishkumar Bhagvandas Patel	Interim Compliance Officer	Appointment and Resignation	October 8, 2022 and June 28, 2023 respectively
2	Ms. Srishti Jain	Company Secretary	Appointment	June 29, 2023
3	**Mr. Naman Bhanubhai Shah	Managing Director	Appointment and Resignation	September 1, 2023 and November 11, 2023 respectively
4	***Mr. Ayush Thapa	Chief Financial Officer	Removal	October 28, 2023
5	****Mrs. Alka Rajendra Mehta	Managing Director	Appointment	November 10, 2023
6	*****Mr. Yogeshkumar Jeshingbhai Shah	Chief Financial Officer	Appointment	November 28, 2023
7	*****Ms. Srishti Jain	Company Secretary	Resignation	December 18, 2023
8	*****Darshita Bipinchandra Shah	Company Secretary	Appointment	October 10, 2024

*Appointment of Mr. Jagdishkumar Bhagvandas Patel (DIN: 08038830), Director of the Company as Interim Compliance Officer of the Company with effect from October 8, 2022 and Resigned from the said post as on June 28, 2023.

There is the Change in Designation of Mr. Jagdishkumar Bhagvandas Patel from Managing Director to Non- Executive Director w.e.f. September 1, 2023.

**Mr. Naman Bhanubhai Shah appointed as a Managing Director with effect from September 1, 2023 and resigned with effect from November 11, 2023.



***Mr. Ayush Thapa who is appointed as Chief Financial Officer as on September 3, 2021 was removed from the said post with effect from October 28, 2023.

**** Mrs. Alka Rajendra Mehta appointed as Managing Director with effect from November 10, 2023

*****Mr. Yogeshkumar Jeshingbhai Shah appointed as Chief Financial Officer with effect from November 28, 2023.

***** Ms. Srishti Jain resigned from the post of Company Secretary and Compliance Officer with effect from December 18, 2023.

***** Darshita Bipinchandra Shah appointed as Company Secretary and Compliance Officer with effect from October 10, 2024.

✚ M/s. S.D. Mehta and Co., Chartered Accountants having FRN: 137193W were appointed in the AGM of 2021-22 for period of 5 years to hold the office till the conclusion of 36th Annual General Meeting of the Company. During the year, M/s. S.D. Mehta and Co., Chartered Accountants was resigned with effect from January 31, 2023 and M/s. Rajendra J. Shah & Co. (FRN: 108369W), Chartered Accountants, appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of M/s S.D. Mehta & Co., Chartered Accountants, w.e.f. May 5, 2023.

However, M/s. Rajendra J. Shah & Co. (FRN: 108369W), Chartered Accountants has tendered their resignation on August 04, 2023.

M/s. Manoj Acharya & Associates (FRN: 0114984W), Chartered Accountants appointed as the Statutory Auditors of the Company on September 1, 2023, Subject to approval of members in 32nd Annual General Meeting of the company to fill the casual vacancy caused due to resignation of M/s. Rajendra J. Shah & Co., Chartered Accountants w.e.f August 04, 2023.

However, M/s. Manoj Acharya & Associates (FRN: 0114984W), Chartered Accountants has tendered their resignation on October 27, 2023

S. P. Patel & Co. (FRN: 144411W), Chartered Accountants, Ahmedabad appointed as the Statutory Auditors of the Company, Subject to approval of members in 32nd Annual General Meeting of the company, to fill the casual vacancy caused due to resignation of M/s. Manoj Acharya & Associates, Statutory Auditors dated October 28, 2023 and has tendered their resignation on March 16, 2024.

Further, M/s. N.C. Rupawala and Co., Chartered Accountants (FRN: 125757W) are appointed as the Statutory Auditors of the Company for a term of 5 (Five) consecutive years to hold office from the conclusion of 32nd Annual General Meeting until the conclusion of the 37th Annual



General Meeting of the Company, at such remuneration (exclusive of applicable taxes and reimbursement of out of pocket expenses) as shall be fixed by the Board of Directors of the Company from time to time in consultation with them.”

Note: This report is to be read with our letter of even date which is annexed as **Annexure –I** and forms an integral part of this report.

For Deepti & Associates

Practicing Company Secretaries

Sd/-

Deepti Grover

Proprietor

FCS. No. 7654 | C.P.: 17546

FRN: S2016DE438900

UDIN: F007654F003886100

February 06, 2025

New Delhi



ANNEXURE-I

To,
The Members,
UNISTAR MULTIMEDIA LIMITED
SH 187, Powai Plaza MTRII CST NS Hiranandani,
Business Park, Powai, Mumbai
Maharashtra, India, 400076

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

- It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws, standards rules and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

- Our responsibility is to express an opinion on these secretarial records and procedures followed by the Company with respect to secretarial compliances.
- We believe that audit evidence and information obtained from the Company's management is reasonably adequate and appropriate for us to provide a basis for our opinion.
- We have not verified the correctness and appropriateness of financial records and Books of Account of the Company.
- Wherever required, we have obtained the management's representation Letter about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

- The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Deepti & Associates
Practicing Company Secretaries

Sd/-
Deepti Grover
Proprietor
FCS. No. 7654 | C.P.: 17546
FRN: S2016DE438900
UDIN: F007654F003886100

February 06, 2025
New Delhi



Annexure D

**Annual Secretarial Compliance Report of
Unistar Multimedia Limited
(CIN: L07295MH1991PLC243430)
For the Financial Year ended March 31, 2024**

**The Members,
Unistar Multimedia Limited
Mumbai – 400 076**

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Unistar Multimedia Limited** having its Registered Office at Office at SH 187, Powai Plaza MTRII CST NS Hiranandani Business Park, Powai, Mumbai Maharashtra, India - 400076. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined:

- a) all the documents and records made available to me and explanation provided by Unistar Multimedia Limited ("the Listed entity"),
- b) the filings/submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification;

For the year ended March 31, 2024 ("Review Period") in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;



- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *Not Applicable as no securities were bought back during the term under review*
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *Not Applicable as no such scheme was introduced for Employees*
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *Not Applicable as no Debt securities are listed or issued by the Company*
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; *Not Applicable as no such securities are listed or issued by the Company*
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; *Not applicable for the review period as no such equity shares are delisted.*
- k) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

And based on the above examination and confirmation received from management of the Company as and wherever required, I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS
1.	<p><u>Secretarial Standards:</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	NO	As mentioned in Table (a) of this report
2.	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI. 	Yes	-
3.	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website. Timely dissemination of the documents/information under a separate section on the website. 	No	The company doesn't have functional website and the disclosures are not made as per SEBI (LODR) 2015



	<ul style="list-style-type: none"> Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website. 		requirements.
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	-
5.	<p><u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u></p> <ul style="list-style-type: none"> Identification of material subsidiary companies Requirements with respect to disclosure of material as well as other subsidiaries 	NA	The Company doesn't have any material subsidiary during the period under review. The Wholly owned subsidiary – Du Point Loyalty Distribution Private Limited is not a Material Subsidiary.
6.	<p><u>Preservation of Documents:</u></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	-
7.	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	Yes	-
8.	<p><u>Related Party Transactions:</u></p> <ul style="list-style-type: none"> The listed entity has obtained prior approval of Audit Committee for all related party transactions. In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee. 	Yes	-
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III</p>	Yes	Except as mentioned in



	of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.		Table (a) of this report
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	No	As mentioned in Table (a) of this report
11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.</p>	No	The company has received notices including SOP fines for delay in filings as mentioned in Table (a) of this report.
12.	<p><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary (ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities read with CIR/CFD/CMD1/114/2019 dated October 18, 2019.</p>	No	As mentioned in Table (C) of this report
13.	<p><u>Additional non-compliances, if any:</u></p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>	Yes	There are additional non-compliances those mentioned in Table (a) of this report.



a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below (Table a): -

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation /Circular No.	Deviations	Action Taken by	Type of Action (Advisory/ Clarification/ Fine/Show Cause Notice/ Warning , etc.)	Fine Amount	Observations/ Remarks of Practicing Company Secretary	Management Response
1.	As per Regulation 31(1)(b) of SEBI (LODR) Shareholding Pattern needs to be filed for each quarter to stock exchange	Regulation 31(1)(b) of SEBI (LODR) Regulation, 2015	There was a delay in filing of Shareholding Pattern	BSE	Fine	Rs. 89680/- Including GST.	The company has submitted Shareholding Pattern under 31(1)(b) of SEBI (LODR) Regulations, 2015 with BSE on June 22, 2024 for the quarter ended on 31.03.2024 which was due on 21.04.2024	The Abundant precaution will be taken for timely submission to the Exchanges.
2.	As per the Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018 Reconciliation of share capital audit report needs to be filed for each quarter to stock exchange	Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018	There was delay in submission of Reconciliation of share capital audit report	BSE	Notice issued by the BSE as on June 19, 2024	-	The company has submitted Reconciliation of share capital audit report under Regulation 76 of SEBI (Depositories and Participants), 2018 with BSE on June 20, 2024 for the quarter ended on 31.12.2023 which was due on 30.01.2024 For the quarter ended on 31.03.2024, it was filed on June 20, 2024 for which due	The Abundant precaution will be taken for timely submission to the Exchanges.



							date was 30.04.2024	
3.	As per the Regulation 74(5) of SEBI (Depositories and Participants) Regulation, 2018 Compliance Certificate needs to be filed for each quarter to stock exchange	Regulation 74(5) of SEBI (Depositories and Participants) Regulation, 2018	There was delay in submission of Certificate with Stock Exchange	-	-	-	The company has submitted Certificate under Regulation 74(5) of SEBI (Depositories and Participants) Regulation, 2018 with BSE on February 12, 2024 for the quarter ended on 31.12.2023 which was due on 15.01.2024 For the quarter ended on 31.03.2024, it was filed on June 24, 2024 for which due date was 15.04.2024	The Abundant precaution will be taken for timely submission to the Exchanges.
4.	As per Regulation 27(2) of SEBI (LODR) Regulations, 2015 Corporate Governance Report needs to be filed for each quarter to stock exchange	Regulation 27(2) of SEBI (LODR) Regulations, 2015	Delay and Non-Submission of Corporate Governance Report with Stock Exchange	BSE	Fine and Notice issued by the BSE as on June 19, 2024	Rs. 221840 /- Including GST.	The company has submitted Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulations, 2015 with BSE on June 22, 2024 for the quarter ended on 31.12.2023 which was due on 21.01.2024 For the quarter ended on 31.03.2024, it was filed on June 25, 2024 for which due date was 21.04.2024	The Abundant precaution will be taken for timely submission to the Exchanges.
5.	As per Regulation 13(3) of SEBI (LODR) Regulations, 2015	Regulation 13(3) of SEBI (LODR)	There was delay in submission of Investor	BSE	Fine	Rs. 44840 /- Including GST.	The company has submitted Investor Grievance Report under Regulation	The Abundant precaution will be taken for timely



	Investor Grievance Report needs to be filed for each quarter to stock exchange	Regulations, 2015	Grievance Report				13(3) of SEBI (LODR) Regulations, 2015 with BSE on June 26, 2024 for the quarter ended on 31.03.2024 which was due on 21.04.2024.	submission to the Exchanges.
6.	Submission of Financial Results within 45 days from the end of each quarter other than last quarter as per Regulation 33(3)(a) of SEBI (LODR) Regulations, 2015 And Submission of Annual Audited Financial Results within 60 days from the end of the financial year along with the audit report as per Regulation 33(3)(d) of SEBI (LODR) Regulations, 2015	Regulation 33 of SEBI (LODR) Regulations, 2015	Delay in submission of Financial Results for quarter and year ended on March 2023	BSE	Fine	Rs. 147500/- (Including GST) for quarter and year ended on March 2023	The company has submitted Standalone and Consolidated Financial Results Regulation 33 of SEBI (LODR) Regulations, 2015 with BSE on June 24, 2023 for the quarter and year ended on 31.03.2023 for which due date was May 30, 2023	The Abundant precaution will be taken for timely submission to the Exchanges.
			For quarter ended on June 2023	BSE	Fine	Rs. 177000/- (Including GST) for quarter ended on June 2023	For the quarter ended on 30.06.2023, it was filed on November 2, 2023 for which due date was 14.08.2023	
			For quarter and half year ended on September 2023	BSE	Fine	Rs. 76700/- (Including GST) for quarter and half year ended on September 2023	For the quarter and half year ended on 30.09.2023, it was filed on November 28, 2023 for which due date was 14.11.2023	



			Non-Submission of audited standalone and Consolidated financial results for the financial year 2023-24 with Stock Exchange	BSE	Fine	Rs. 171100/- (Including GST) for quarter and year ended on March 2024	The company has not filed audited standalone and consolidated financial results for the financial year 2023-24 under Regulation 33 of SEBI (LODR) Regulations, 2015 with BSE which was due on 30.05.2024	
7.	As per Regulation 23(9) of SEBI (LODR) Regulations, 2015 Disclosure on Related Party Transaction needs to be filed on half year basis with stock exchange on the date of publication of its standalone and consolidated financial results	Regulation 23(9) of SEBI (LODR) Regulations, 2015	Non-Submission of Disclosure on Related Party Transaction with Stock Exchange	-	-	-	The company has not filed disclosure on Related Party Transaction for the half financial year ended on 31.03.24 under Regulation 23(9) of SEBI (LODR) Regulations, 2015 and pursuant to BSE Notice Number 20211115-12 which was due on 30.05.2024	Abundant precaution will be taken for timely submission to the Exchanges.
8.	As per Regulation 47 of SEBI (LODR) Regulations, 2015 News Paper publication with regards to financial result needs to be filed for each quarter with stock exchange	Regulation 47 of SEBI (LODR) Regulations, 2015	Non-Submission of Newspaper publication with regards to financial result	-	-	-	The company has not filed Newspaper publication with regards to financial result under Regulation 47 of SEBI (LODR) Regulations, 2015 with BSE for the quarter ended on 31.12.2023 which was due on 16.02.2024	The Abundant precaution will be taken for timely submission to the Exchanges.
9.	As per Regulation 40(9)/ (10) of SEBI (LODR) Regulations, 2015 certificate from a PCS certifying	Regulation 40(9)/(10) of SEBI (LODR) Regulations	There was delay in submission of PCS certificate under	-	-	-	The company has submitted certificate from a PCS under Regulation 40(9)/(10) of SEBI	The Abundant precaution will be taken for timely submission to the Exchanges.



	that all certificates have been issued within thirty days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies needs to be filed annually with stock exchange	ns, 2015	Regulation 40(9)/(10) of SEBI (LODR) Regulations, 2015				(LODR) Regulations, 2015 with BSE on June 26, 2024 for the Financial Year ended on 31.03.2024 which was due on 30.04.2024	
10.	As per Regulation 7(3) of SEBI (LODR) Regulations, 2015 compliance certificate duly signed by compliance officer & authorised representative of the share transfer agent certifying that all the share transfer facility are maintained either in house or by Registrar to an issue and share transfer agent registered with the Board needs to be filed annually with stock exchange	Regulation 7(3) of SEBI (LODR) Regulations, 2015	There was delay in submission of compliance certificate under Regulation 7(3) of SEBI (LODR) Regulations, 2015	-	-	-	The company has submitted Compliance Certificate under Regulation 7(3) of SEBI (LODR) Regulations, 2015 with BSE on June 25, 2024 for the Financial Year ended on 31.03.2024 which was due on 30.04.2024	The Abundant precaution will be taken for timely submission to the Exchanges.
11.	As per Regulation 29 of SEBI (LODR) Regulations, 2015 Prior Intimation for Board Meeting for approving Financial Results	Regulation 29 of SEBI (LODR) Regulations, 2015	Non-Submission of Intimation for Board Meeting held for approving	BSE	Fine	Rs. 23600/-	The Company has not submitted prior Intimation for Board Meeting held for approving Financial Results for quarter ended June 30, 2023 and	The Abundant precaution will be taken for timely submission to the Exchanges.



	to be filed with stock exchange at least five days in advance.		Financial Results for quarter ended June 30, 2023 and for quarter and half year ended September 30, 2023				for quarter and half year ended September 30, 2023.	
12.	As per Regulation 6(1) of SEBI (LODR) Regulations, 2015, A listed entity have to appoint a qualified company secretary as the compliance officer and as per Regulation 6(1A) of SEBI (LODR) Regulations, 2015 Vacancy in the office of Compliance Officer shall be filled within 3 months from the date of such vacancy	Regulation 6(1) and 6(1A) of SEBI (LODR) Regulations, 2015	Company has not appointed qualified company secretary as the compliance officer	BSE	Fine	Rs. 103840/- (Including GST) for quarter ended June 2023	The company has appointed Jagdishkumar Bhagvandas Patel as Interim Compliance Officer with effect from October 8, 2022 and he has resigned from June 28, 2023. Then. Company appointed Ms. Srishti Jain on June 29, 2023, however she resigned on December 18, 2023 and the company has not appointed the Company Secretary and Compliance Officer within 3 months from the date of such vacancy.	The company is in process to appoint eligible company secretary of the company.
13.	Submission of Annual Secretarial Compliance Report within sixty days from end of each financial year under Regulation 24A of SEBI (LODR) Regulations 2015	Regulation 24A of SEBI (LODR) Regulations 2015	Delay in submission of Report under Regulation 24A for the year ended on 31 st March 2023 and 31 st March 2024	BSE	Fine	Rs. 63720/- (Including GST) for the year ended March 2023 Rs.	The company has filed the report under Regulation 24A of SEBI (LODR) Regulations 2015 with BSE on June 26, 2023 for year ended on 31 st March, 2023 which was due on 30.05.2023 For the year ended	The Abundant precaution will be taken for timely submission to the Exchanges.



						68440/- (Including GST) for the year ended March 2024	on March 2024, the company has not filed the said report within the prescribed time period.	
14.	As per Regulation 19(1) of SEBI (LODR) Regulations, 2015 Nomination and remuneration committee shall comprise of at least three directors and all shall be non-executive directors	Regulation 19(1) of SEBI (LODR) Regulations, 2015	All members of Nomination and remuneration committee are not non-executive directors	BSE	Fine	Rs. 122720/- (Including GST) as on August 21, 2023	After the resignation of Mr. Shreyansh Bavishi (DIN: 06408477), Non-Executive Non-Independent Director as on January 31, 2024, Composition of Nomination and remuneration committee does not comply with Regulation 19(1) of SEBI (LODR) Regulations, 2015	The Company has appointed directors on the Board as on June 21, 2024 for complying the said regulations.
15.	Intimation of Resignation of Statutory Auditor Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI/HO/CFD/CF D-PoD-1/P/CIR/2023/123 dated July 13, 2023.	Regulation 30 of SEBI (LODR) Regulations, 2015.	Non-Submission of Intimation of Resignation of Statutory Auditor	-	-	-	M/s. S.P. Patel and Co. resigned from the post of Statutory Auditors with effect from March 16, 2024 but no intimation filed with the stock exchange.	The Abundant precaution will be taken for timely submission to the Exchanges.
16.	Intimation of Resignation of Internal Auditor Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI/HO/CFD/CF D-PoD-1/P/CIR/2023/123 dated July 13, 2023.	Regulation 30 of SEBI (LODR) Regulations, 2015.	Non-Submission of Intimation of Resignation of Internal Auditor	-	-	-	M/s. Bhaveshkumar and Co. resigned from the post of Internal Auditors with effect from December 22, 2023 but no intimation filed with the stock exchange.	The Abundant precaution will be taken for timely submission to the Exchanges.
17.	Submission of Structured Digital Database ('SDD')	Regulation 3(5) and 3(6) of the	The listed entities are required to	-	-	-	The Company has not re-installed the Structured Digital	The Company is in process to re-install the



	compliance certificate	SEBI (Prohibition of Insider Trading) Regulations, 2015.	submit the SDD compliance certificate with reference to Regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.				Database ('SDD') software and relevant entries as required under regulations was not carried out. Hence, there is violation under Regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.	SDD Software and abundant Precaution will be taken for timely compliance.
18.	Submission of Annual Report to the Stock Exchange under Regulation 34 of SEBI (LODR) Regulations 2015	Regulation 34 of SEBI (LODR) Regulations 2015	Non-Submission of Annual Report to the Stock Exchange under Regulation 34 of SEBI (LODR) Regulations 2015 for the financial year ended on March 31, 2023	BSE	Fine	Rs. 115640/- (Including GST)	The Company has not filed Annual Report under Regulation 34 of SEBI (LODR) Regulations 2015 for year ended March 31, 2023 as financials of the company were not finalized by the Auditor of the company for the said year.	The abundant Precaution will be taken for timely submission to the Exchanges.
19.	Filing Standalone and Consolidated Financial Results in XBRL Mode within 24 hours as per BSE Circular: DCS/COMP/28/2016-17 dated March 30, 2017	BSE Circular: DCS/COMP/28/2016-17 dated March 30, 2017	Delay in Submission of Financial Results in XBRL Mode for quarter ended December 2023	-	-	-	The Company has filed Financial Results for Quarter ended on December 31, 2023 in XBRL Mode as on June 27, 2024 with BSE.	The abundant Precaution will be taken for timely submission to the Exchanges.
20.	Advisory Letter issued for non-compliance observed under SEBI (Listing Obligations and Disclosure	Regulation 33 of SEBI LODR Regulations	Delay in Submission of Financial Results for quarter and year ended on	-	-	-	The Company has filed disclosure with BSE of reasons for delay in submission of financial results for quarter and year	The abundant Precaution will be taken for timely submission to the Exchanges.



	Requirements) Regulations, 2015 ('SEBI LODR') read with SEBI Circular Ref: CIR/CFD/CMD1/142/2018 dated November 19, 2018. And SEBI/HO/CFD/CF D-PoD-1/P/CIR/2023/123 dated July 13, 2023		March 31, 2023 and quarter ended June 30, 2023				ended on March 31, 2023 as on October 6, 2023 to Advisory Issued as on October 3, 2023. The Company has filed disclosure with BSE of reasons for delay in submission of financial results for quarter ended on June 30, 2023 as on October 6, 2023 and Company has submitted its reply on June 27, 2024 to Advisory Issued as on February 12, 2024.	
21.	As per Regulation 17(1C) of SEBI (LODR) Regulations, 2015 Listed Entity has to ensure that approval of shareholders for appointment or re-appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier	Regulation 17(1C) of SEBI (LODR) Regulations, 2015	The company has not taken shareholders' approval for appointing Mrs. Alka Rajendra Mehta (DIN: 03306793) as Managing Director	-	-	-	Mrs. Alka Rajendra Mehta (DIN: 03306793) appointed as Managing Director of the Company w.e.f. November 10, 2023, for a period of five years but shareholders' approval not taken within 3 months from the date of her appointment.	The abundant Precaution will be taken for timely compliances.
22.	Initial Disclosure to be made by an entity identified as a Large Corporate as per	SEBI Operational Circular No. SEBI/HO/	Delay in submission of Initial Disclosure for the	-	-	-	The Company has not filed Initial Disclosure as per SEBI Operational Circular No.	The abundant Precaution will be taken for timely compliances.



SEBI Operational Circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021, as updated on April 13, 2022 and SEBI Circular No. SEB/HO/DDHS/DHS-RACPOD 1/P/CIR/2023/172 dated October 19, 2023.	DDHS/P/CIR/2021/613 dated August 10, 2021, as updated on April 13, 2022 and SEBI Circular No. SEB/HO/DHS/DDHS-RACPOD 1/P/CIR/2023/172 dated October 19, 2023.	quarter and year ended March 31, 2024					SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021, as updated on April 13, 2022 and SEBI Circular No. SEB/HO/DDHS/DDHS-RACPOD 1/P/CIR/2023/172 dated October 19, 2023 as financials of the company were not finalized for the said year.	
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b) The listed entity has taken the following actions to comply with the observations made in previous reports (Table b):

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation /Circular No.	Deviations	Action Taken by	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/Warning, etc.)	Fine Amount	Observations/Remarks of Practicing Company Secretary	Management Response
1.	Submission of Corporate Governance Report for the Quarter ended September 30, 2022. - Regulation 27 of SEBI (LODR) Regulations, 2015.	Regulation 27 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015	Delay in Corporate Governance Report for the Quarter ended on September 30, 2022.	NA	NA	NA	The Corporate Governance Report filed by the Company on February 21, 2023.	The abundant Precaution will be taken for timely submission to the Exchanges.
2.	Intimation of Resignation of company secretary and	Regulation 30 of SEBI (LODR) Regulations	Delay in Intimation of Resignation of company	NA	NA	NA	There was a delay of 1 day in Intimation of Resignation	There was an unintentional delay in submission of



	compliance officer- Regulation 30 of SEBI (LODR) Regulations, 2015.	, 2015.	secretary as the compliance officer				of Mr. Nitin Mistry, company secretary as the compliance officer of the Company.	Intimation of Resignation of company secretary and compliance officer of the Company.
3.	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer- Regulation 6(1) of SEBI (LODR) Regulations, 2015.	Regulation 6(1) of SEBI (LODR) Regulations, 2015.	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	NA	NA	NA	The Company has appointed Ms. Srishti Jain as Company Secretary and Compliance Officer with effect from June 29, 2023 * Ms. Srishti Jain resigned from the post of Company Secretary and Compliance Officer as on December 18, 2023.	The abundant Precaution will be taken for timely compliances.
4.	Newspaper Advertisement for the Financial Results under Regulation 47 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015	Regulation 47 of SEBI (LODR) Regulations, 2015.	The Company has not published Advertisement of Financial Results for the Quarter and year ended on March 31, 2022 and for the Quarter ended on June 30, 2022.	NA	NA	NA	-	The abundant Precaution will be taken for the Compliances.

- c) Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance	Observations/
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		Status (Yes/No/ NA)	Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	I. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	No	<p>There is non-compliance of the Para 6 (A) (i) of the SEBI's Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019.</p> <p>M/s. Rajendra J. Shah & Co. resigned from the post of statutory Auditors with effect from August 4, 2023.</p> <p>Management Response: The Management of the Company had requested M/s. Rajendra J. Shah & Co., resigning statutory auditors to issue limited review report for the Quarter ended June 30, 2023 but the same was not issued.</p> <p>M/s. Manoj Acharya & Associates resigned from the post of statutory Auditors with effect from October 27, 2023.</p> <p>Management Response: Further, The Management of the Company had requested M/s. Manoj Acharya & Associates, resigning statutory auditors to issue limited review report for the Quarter and half year ended September 30, 2023 but the same was not issued.</p>
	II. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as	No	<p>There is non-compliance of the Para 6 (A) (ii) of the SEBI's Circular CIR/CFD/CMD1/114/2019</p>



	well as the next quarter; or		<p>dated October 18, 2019.</p> <p>M/s. S.P. Patel and Co. resigned from the post of statutory Auditors with effect from March 16, 2024.</p> <p>Management Response: M/s. S.P. Patel and Co. has issued limited review report for quarter ended December 31, 2023. The Management of the Company further had requested M/s. S.P. Patel and Co., resigning statutory auditors to issue limited review report for the Quarter ended March 31, 2024 but the same was not issued.</p>
	<p>II. If the auditor has signed the limited review/audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	NA	-
2.	Other conditions relating to resignation of statutory auditor		
	<p>Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / noncooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit</p>	Yes	-



	<p>Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p>		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	No	Intimation on Resignation of M/s. S.P. Patel and Co. from the post of statutory Auditors with effect from March 16, 2024 not submitted to the BSE.

Assumptions & Limitation of scope and Review:

Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

We have not verified the correctness and appropriateness of Financial Records and Books of Accounts of the listed entity.

This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For Deepti & Associates

Practicing Company Secretaries

Deepti Grover

Proprietor

FCS. No. 7654 | C.P.: 17546

FRN: S2016DE438900

UDIN: FOO7654F000668292

July 04, 2024

New Delhi



Annexure E

DECLARATION REGARDING CODE OF CONDUCT

I hereby confirm that, all the Directors and Senior Management Personnel have affirmed compliance with **Unistar Multimedia Limited** Code of Business conduct and Ethics for the year ended March 31, 2024.

By the Order of Board of Directors
For Unistar Multimedia Limited

Sd/-
Alka Rajendra Mehta
Managing Director
DIN: 03306793

Date: February 06, 2025
Place: Mumbai

Registered Office:

SH 187, Powai Plaza MTRII CST NS
Hiranandani Business Park, Powai Mumbai
400076

CIN: L07295MH1991PLC243430

Website: www.unistarmultimedia.in.

E-mail: unistar.multi2022@gmail.com



Annexure F

CERTIFICATE

(Pursuant to clause 10(i) of Para C of Schedule V of LODR)

In pursuance of clause 10(i) of Para C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; in respect of Unistar Multimedia Limited, having CIN: L07295MH1991PLC243430, I hereby certify that:

On the basis of the written representation/declaration received from the directors and taken on record by the Board of Directors, as on 31st March, 2024, none of the directors on the Board of the company has been debarred or disqualified from being appointed or continuing as director of Companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on the basis of my verification. This certificate 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.

For Deepti & Associates

Practicing Company Secretaries

Sd/-

Deepti Grover

Proprietor

FCS. No. 7654 | C.P.: 17546

FRN: S2016DE438900

UDIN: F007654F003886342

February 06, 2025

New Delhi



Annexure G

PCS CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE

To,
The Members
UNISTAR MULTIMEDIA LIMITED

We have examined the compliance of conditions of Corporate Governance by Unistar Multimedia Limited ('the Company') for the financial year ended on March 31, 2024, as stipulated under Regulations 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 and para-C, D and E of Schedule V) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations").

The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **except Composition of Nomination and remuneration committee does not comply with Regulation 19(1) of SEBI (LODR) Regulations, 2015**

We further state that such compliance is neither as assurance as to the further viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Deepti & Associates
Practicing Company Secretaries

Sd/-
Deepti Grover
Proprietor
FCS. No. 7654 | C.P.: 17546
FRN: S2016DE438900
UDIN: F007654F003886177

February 06, 2025
New Delhi



MD AND CFO COMPLIANCE CERTIFICATE

I, Mrs. Alka Rajendra Mehta, Managing Director and Mr. Yogeshkumar Jeshingbhai Shah, Chief Financial Officer of the Company certify that:

1. We have reviewed the financial statements including the cash flow statement for the year ended 31st March, 2024 and 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 Indian Accounting Standards, applicable laws and regulations.
2. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2024 are fraudulent, illegal or violation of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
4. There has not been any significant change in internal control over financial reporting during the year under reference;
5. There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements;
6. We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Sd/-

Alka Rajendra Mehta
Managing Director
DIN: 03306793

Sd/-

Yogeshkumar Jeshingbhai Shah
Chief Financial Officer

Date: 06/02/2025

Place: Mumbai

UNISTAR MULTIMEDIA
LIMITED

AUDIT REPORT

A.Y. 2024-2025

F.Y. 2023-2024

AUDITOR

N. C. RUPAWALA & CO.

Chartered Accountants

502, 507-508, Takshashila Apartment,
Majuragate, Surat-395002. Gujarat (India).

E-mail: nrupawala@hotmail.com

Tel. No. (O): (0261) 4890508

Mobile No.: 98241-99655

PAN: AAKFN0796N

Firm Reg.No.125757W

N C Rupawala & Co.

Chartered Accountants

Independent Auditor's Report

To,
The Members of
M/s. UNISTAR MUTIMEDIA LIMITED

Report on the Audit of the standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **UNISTAR MUTIMEDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and notes to the standalone financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a



502-507-508, Takshashila Apartment, Majuragate, Surat - 395002.

M.: 93133 65856 (0) 0261 - 4890504, 4890508 • E-mail : nrupawala@hotmail.com

separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Revenue recognition:

The key audit matters	How our audit addressed the key audit matter
<p>The principal business of the Company comprise of IT consulting and Other service in domestic market. Revenue is recognised when the service is performed. We identified revenue recognition as a key audit matter because the Company and its shareholders focus on revenue as a key performance indicator.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <ol style="list-style-type: none"> 1. We assessed the appropriateness of the revenue recognition accounting policies by comparing with applicable accounting standards. 2. We evaluated the design of key controls and operating effectiveness of the relevant key controls with respect to revenue recognition on all transactions. 3. We performed substantive testing by selecting samples of revenue transactions, recorded during the year by testing the underlying documents using statistical sampling. 4. We carried out analytical procedures on revenue recognised during the year to identify unusual variances. 5. We tested, on a sample basis, revenue transactions recorded before and after the financial year end date to determine whether the revenue had been recognised in the appropriate financial period.



Litigations, provisions and contingencies

The key audit matters	How our audit addressed the key audit matter
<p>The Company recognises a provision when it 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. A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made. We have identified litigations, provisions and contingencies as a key audit matter because it requires the Company to make judgements and estimates in relation to the exposure arising out of litigations. The key judgement lies in the estimation of provisions where they may differ from the future obligations.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <ol style="list-style-type: none">1. We tested the effectiveness of key controls around the recording and assessment of litigations, provisions and contingent liabilities.2. We obtained Company's assessment of the open cases, if any, and compared the same to the assessment of subject matter experts, wherever necessary, to assess the reasonableness of the provision or contingency.3. We considered the adequacy of the Company's disclosures made in relation to related provisions and contingencies in the financial statements.

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

The Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the 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 or otherwise appears to be materially misstated.

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



Management's Responsibility for the Standalone Financial Statements:

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the 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 the 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

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

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

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

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



- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of these standalone financial statements.
 - d) In our opinion, the aforesaid standalone financial statement complies with the Indian Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors of the Company as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:



- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
- ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv.
 - a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funded party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - 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 misstatement.
- v. The company has not declared or paid any dividend during the year in accordance with section 123 of the Companies Act, 2013. Hence this clause is not applicable.
- vi. As the proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the company w.e.f. April 1, 2024, reporting on maintaining of audit trail under Rule 11 1(g) of Companies (Audit and Auditors) Rules, 2014 under this clause is not applicable.



2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For N. C. RUPAWALA & CO.
Chartered Accountants
Firm Reg. No.: 125757W

Rupawala & Co. Nehal C.

Nehal C. Rupawala
Partner

M. No.: 118029

UDIN: 24118029BKANHO8715

Date: 26/11/2024

Place: Surat



ANNEXURE – A TO THE INDEPENDENT AUDITOR’S REPORT

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 (“the Act”).

We have audited the internal financial controls over financial reporting of **M/s. UNISTAR MUTIMEDIA LIMITED (“the Company”)** as of 31st March, 2024 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 Management and the Board of Directors of the Company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting 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 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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 Company's 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, to the best of our information and according to the explanations given to us, 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, 2024, based on the criteria for internal financial control over financial reporting 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 ICAI.

For N. C. RUPAWALA & CO.
Chartered Accountants
Firm Reg. No.: 125757W

Nehal C. Rupawala

Nehal C. Rupawala
Partner
M. No.: 118029
UDIN: 24118029BKANHO8715
Date: 26/11/2024
Place: Surat



“ANNEXURE B” TO THE INDEPENDENT AUDITOR’S REPORT

The Annexure referred to in our report to the members of **UNISTAR MULTIMEDIA LIMITED** for the year Ended on 31st March, 2024. We report that:

Sr. No	Particulars	Auditors Remark
(i)	(a) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment;	The company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment.
	(b) whether these property, plant and equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	Management has certified that property, plant and equipment were verified at reasonable intervals and no material discrepancies with respect to book records were noticed on such verification.
	(c) Whether the title deeds of immovable properties are held in the name of the company. If not, provide the details thereof;	All immovable properties outstanding as on balance sheet date were held in the name of the company.
(ii)	Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, whether they have been properly dealt with in the books of account;	Management has certified that inventories were physically verified at reasonable intervals during the year. In our opinion, the frequency of verification is reasonable. The coverage and procedures of physical verification of inventory followed by the management are appropriate, reasonable and adequate in relation of the size of the Company and the nature of its business. The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification carried out at the end of the year.
(iii)	Whether the company has granted any loans, secured or unsecured to	The company has granted loans during the year under the



	companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. If So,	consideration.
	(a) Whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest.	The company has granted loans during the year under the consideration. In our opinion and according to the information and explanation given to us which are in the company's interest.
	(b) whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	In our opinion and according to the information and explanation given to us, the company has granted loans during the year under the consideration, and repayments or receipts are regular.
	(c) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	According to the information and explanation given to us The company has received repayment of loans on regular basis, hence no need to take reasonable steps for the recovery.
(iv)	In respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	In our opinion and according to the information and explanation given to us, the Company has not granted any guarantees or any securities to the parties covered under Section 185 of the Act. The Company has complied with the provisions of Section 186 of the Act in respect of the grant of loans, investments made, to the extent applicable to Company.
(v)	In case, the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable have been complied with? If not	In our opinion and according to the information and explanations given to us, the Company has not accepted deposits or amounts which are deemed to be deposits as per the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or



	nature of such contraventions be stated; If an order, has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal, whether the same has been complied with or not?	any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.
(vi)	Whether maintenance of cost records has been specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained.	As informed to us, the maintenance of Cost Records has not been specified by the Central Government under Section 148(1) of the Act, in respect of activities carried on by the Company. Accordingly, paragraph 3 (vi) of the Order is not applicable to the Company.
(vii)	(a) whether the company is regular in depositing undisputed statutory dues including provident fund, employees state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated.	The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employee's State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and other material statutory dues applicable to it with appropriate authorities. There were no undisputed amounts payable in respect of Provident Fund, Employee's State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and other material statutory dues in arrears as at 31-03-2024 for a period of more than six months from the date they became payable.
	(b) where dues of income tax or sales tax or service tax or duty of custom or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is	There are no disputed dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax as on balance sheet date.



	pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute).	
(viii)	Whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the income tax act, 1961? If so, whether the previously unrecorded income has been properly recorded in the books of account during the year?	In our opinion and according to the information and explanations given to us, there is no such income, which is not recorded in previous year.
(ix)	Whether the company has defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of default to banks, financial institutions, and Government, lender wise details to be provided).	The company has not defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
(x)	(a) Whether moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	In our opinion and according to the information and explanations given to us the company has not raised moneys by way of public offers during the year.
	(b) Whether the company has made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and if so; as to whether the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised. If not, provide the details in respect of the amount involved and nature of non-compliance of clause 3(x)(b) of the Order are not applicable to the Company.	According to the information and explanations given to us and based on our examination of records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the provisions of clause 3(x)(b) of the Order are not applicable to the Company.



	compliance;	
(xi)	Whether any fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;	As certified by management and on the basis of our examination and according to the information and explanation given to us, no fraud, on or by the company, has been noticed or reported during the year.
(xii)	Whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1:20 to meet out the liability and whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the provisions of clause 3(xii) of the Order are not applicable to the Company.
(xiii)	Whether all 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 Financial Statements etc., as required by the applicable accounting standards;	According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by applicable Ind AS. Further, the Company has constituted an Audit Committee under Section 177 of the Act.
(xiv)	(a) Whether the company has an internal audit system commensurate with the size and nature of its business?	According to the information and explanations given to us and based on our examination of the records of the Company, There is adequate internal audit system commensurate with the size and nature of its business.
	(b) Whether the report of the internal auditors for the period under audit were considered by the statutory auditor?	During the audit of the entity, We considered the report of the internal auditor.



(xv)	Whether the company has entered into any non - cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013 have been complied with.	According to the information and explanations given to us and based on our examination of the records of the Company, during the year the Company has not entered into any non- cash transactions with its directors or persons connected to its directors and hence provisions of clause 3(xv) of the Order is not applicable to the Company.
(xvi)	Whether the company is required to be registered under section 45-1A of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	<p>In our opinion, the Company is not a Non-Banking Financial Corporation and hence not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3(xvi)(a) of the Order are not applicable to the Company.</p> <p>In our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration from Reserve Bank of India as per Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3(xvi)(b) of the Order are not applicable to the Company.</p>
(xvii)	Has the company incurred any cash losses in the financial year and the immediately preceding financial year, the amount of cash losses incurred.	According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not incurred any cash loss during the financial year under audit and in preceding financial year.
(xviii)	Whether during the year, has there been any resignation of statutory auditors, if yes, has the auditor considered the objections, issues or records of the Company, there	According to the information and explanations given to us and based on our examination of the records of the Company, there



	concerns raised by the outgoing auditors.	has been resignation of the statutory auditors during the year. M/s. Rajendra J. Shah & Co., M/s. Manoj Acharya & Associates and M/s. S. P. Patel & Co. have been resigned as Statutory Auditor of the Company.
(xix)	<p>Existence of any material uncertainty on the date of the audit report on an evaluation of:</p> <ul style="list-style-type: none"> • The ageing report, financial ratios and expected dates of realisation of financial assets and payment of financial liabilities, any other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans. • Opinion whether the company can meet its the liabilities which exist as at the balance sheet date when such liabilities are due in the future. 	<p>According to the information and explanations given to us and 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 standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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</p>



		and when they fall due
(xx)	With respect to obligations under Corporate Social Responsibility, whether the company has transferred the unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of 6 months from the expiry of the financial year. Whether any amount which remains unspent has been transferred to a special account in accordance with provisions of section 135 of the Companies Act, 2013.	In our opinion and according to the information and explanations given to us, the provisions of section 135 of Companies Act and Schedule VII to Companies Act are not applicable to the Company and hence provisions of clause 3(xx) of the Order is not applicable to the Company.
(xxi)	Reporting requirements on qualifications or adverse remarks by the auditors in the CARO reports of companies included in the consolidated financial statements.	In our opinion and according to the information and explanations given to us, the Company is required to prepare consolidated financial statements.

For N. C. RUPAWALA & CO.
Chartered Accountants
Firm Reg. No.: 125757W

Nehal C. Rupawala

Nehal C. Rupawala
Partner

M. No.: 118029

UDIN: 24118029BKANHO8715

Date: 26/11/2024

Place: Surat



UNISTAR MULTIMEDIA LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2024				
	PARTICULARS	NOTE No.	FOR THE YEAR 2023-24 Amount (Rs in Lakhs)	FOR THE YEAR 2022-23 Amount (Rs in Lakhs)
A	ASSETS			
1	Non-Current Assets			
	(a) Property, Plant and Equipment	01	17.74	18.60
	(b) Capital Work-in-Progress	-	-	-
	(c) Investment Property	-	-	-
	(d) Goodwill	-	-	-
	(e) Other Intangible Assets	01	0.03	0.13
	(f) Intangible Assets under development	-	-	-
	(g) Biological Assets other than bearer plants	-	-	-
	(h) Financial Assets			
	(i) Investments	02	8,527.50	8,527.50
	(ii) Trade receivables	-	-	-
	(iii) Loans	-	-	-
	(iv) Deposits and Others	03	816.62	854.12
	(i) Deferred Tax Assets (Net)	04	0.88	(0.01)
	(j) Other Non-Current Assets	-	-	-
	Sub-Total - Non-Current Assets		9,362.78	9,400.34
2	Current Assets			
	(a) Inventories	-	-	-
	(b) Financial Assets			
	(i) Investments	-	-	-
	(ii) Trade Receivables	05	2,512.67	1,563.63
	(iii) Cash and Cash Equivalents	06	32.90	13.00
	(iv) Bank Balances other than (iii) above	-	-	-
	(v) Loans	-	-	-
	(vi) Others	-	-	-
	(c) Current Tax Assets (Net)	-	-	-
	(d) Other Current Assets	07	-	-
	Sub-Total - Current Assets		2,545.57	1,576.63
	TOTAL - ASSETS		11,908.34	10,976.97
B	EQUITY AND LIABILITIES			
1	Shareholders' Funds			
	(a) Equity Share Capital	08	2,500.07	2,500.07
	(b) Other Equity	09	7,073.53	7,030.32
	Sub-Total -Equity		9,573.60	9,530.39
	LIABILITIES			
2	Non-current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	10	13.81	16.79
	(ii) Trade Payables	-	-	-
	(iv) Other financial Liability other than (b)	-	-	-
	(b) Provisions	-	-	-
	(c) Deferred Tax Liabilities (Net)	-	-	-
	(d) Other Non-Current Liabilities	11	2,193.19	1,267.70
	Sub-Total - Non-Current Liabilities		2,207.00	1,284.50
3	Current Liabilities			
	(a) Financial Liability	12	104.78	136.79
	(i) Borrowings	-	-	-
	(ii) Trade Payables	-	-	-
	(iv) Other Financial Liabilities	-	-	-
	(b) Other Current Liabilities	13	0.95	0.94
	(c) Provisions	14	22.01	24.37
	(d) Current Tax Liabilities (Net)	-	-	-
	Sub-Total - Current Liabilities		127.75	162.09
	TOTAL - EQUITY AND LIABILITIES		11,908.34	10,976.97

The Schedules referred to above form an integral part of the Financial Statements. As per our report attached of even date and audit observations given separately.

For N. C. RUPAWALA & CO.
Chartered Accountants
Reg.No.125757W

N. C. Rupawala
Partner
M.No.118029
Date : 26/11/2024
Place : SURAT
UDIN:24118029BKANHO8715



FOR UNISTAR MULTIMEDIA LIMITED

Sd/-
Alka Rajendra Mehta
(Managing Director)
DIN: 03306793

Sd/-
Rash J. Shah
(CFO)
PAN:ACZPS3395M

Sd/-
Priyanka K. Sodagar
(Director)
DIN: 09614744

Sd/-
Darshita B. Shah
(Company Secretary)
PAN: ACRPS0603E

UNISTAR MULTIMEDIA LIMITED

STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON 31ST MARCH, 2024

	PARTICULARS	NOTE No.	FOR THE YEAR	FOR THE YEAR
			2023-24	2022-23
			Amount (in Lakhs)	Amount (In Lakhs)
I.	Revenue from Operations	15	4,128.33	2,439.59
II.	Other Income	16	41.67	190.71
III.	Total Income(I+II)		4,170.00	2,630.30
IV.	Expenses:			
	Cost of Material Consumed	17	4,061.13	2,487.54
	Purchases of Stock-in-Trade		-	-
	Changing in Inventories of Finished Goods,	18	-	-
	Work-in-Progress and Stock-in-Trade	19	3.35	3.00
	Employee Benefits Expense		-	-
	Finance Cost		6.86	1.57
	Depreciation and Amortization Expense		40.84	84.42
	Other Expenses	20		
	Total Expenses		4,112.17	2,576.53
V.	Profit before Exceptional and Extraordinary Items and Tax (III-IV)		57.83	53.77
VI.	Exceptional Items		0.04	-
VII.	Profit before Extraordinary Items and Tax (V-VI)		57.79	53.77
VIII.	Extraordinary Items		-	-
IX.	Profit before Tax (VII-VIII)		57.79	53.77
X	Tax Expense:			
	(1) Current Tax		15.47	18.70
	(2) Deferred Tax		(0.89)	0.01
	(3) Short/Excess Provision of Tax		-	0.56
XI	Profit/(Loss) for the period from Continuing Operations (IX-X)		43.21	34.50
XII	Profit/(Loss) from Discontinuing Operations		-	-
XIII	Tax Expense of Discontinuing Operations		-	-
XIV	Profit/(Loss) from Discontinuing Operations (after tax) (XII-XIII)			
XV	Profit/(Loss) for the Period (XI+XIV)		43.21	34.50
XVI	Other Comprehensive Income			
	A. (i) Items that will not be reclassified to Profit or Loss		-	-
	(ii) Income tax relation to items that will not be reclassified to Profit & Loss		-	-
	B. (i) Items that will be reclassified to Profit or Loss		-	-
	(ii) Income tax relation to items that will be reclassified to Profit & Loss		-	-
XVII	Total Comprehensive Income for the period (XV+XVI) Comprising profit/Loss and Other Comprehensive Income for the period		43.21	34.50
XVIII	Earning per Equity Share: (For continuing operations)	21	0.17284	0.27859
	(1) Basic		0.17284	0.27859
	(2) Diluted		0.17284	0.27859
XIX	Earning per Equity Share: (For discontinued operations)			
	(1) Basic		-	-
	(2) Diluted		-	-
XX	Earning per Equity Share: (For discontinued & continuing operations)		0.17284	0.27859
	(1) Basic		0.17284	0.27859
	(2) Diluted		0.17284	0.27859

The Schedules referred to above form an integral part of the Financial Statements. As per our report attached of even date and audit observations given separately.

For N. C. RUPAWALA & Co.
Chartered Accountants
Reg.No.125757W

Rupawala & Co.

Partner
M.No.118029
Date : 26/11/2024
Place : SURAT
UDIN:24118029BKANHO8715



FOR UNISTAR MULTIMEDIA LIMITED

Sd/-
Alka Rajendra Mehta
(Managing Director)
DIN: 03306793

Sd/-
Priyanka K. Sodagar
(Director)
DIN: 09614744

Sd/-
Yogesh J. Shah
(CFO)
PAN:ACZPS3395M

Sd/-
Darshita B. Shah
(Company Secretary)
PAN: ACRPS0603E

Depreciation Under Companies Act-2013

(Rs. In Lakhs)

Note - 01 - Property, Plant & Equipment

Description	Gross Block				Depreciation				Net Block	
	As at 01-04-2023	Adjustment during the year	Addition During the Year	Deduction During the Year	As at 31-03-2024	As at 01-04-2023	Addition During the Year	Deduction During the Year	As at 31-03-2024	31-03-2023
TANGIBLE FIXED ASSETS										
Computer and Others	20.15	-	-	-	20.15	1.55	5.81	-	7.36	18.60
Furniture	-	5.94	5.94	-	5.94	-	0.99	-	0.99	4.95
Sub-Total	20.15		5.94		26.09	1.55	6.80		8.35	18.60
INTANGIBLE ASSETS										
Software	0.15	(0.04)	-	-	0.11	0.02	0.06	-	0.08	0.13
Sub-Total	0.15				0.11	0.02	0.06		0.08	0.13
TOTAL	20.30		5.94		26.09	1.57	6.86		8.43	18.73



NOTE - 02 - NON - CURRENT INVESTMENTS

Particulars	31-03-2024	31-03-2023
Investments Equity Instruments : Unquoted		
Du Point Loyalty Distribution Private Limited	8,527.50	8,527.50
Saral Vanijya Private Limited	-	-
TOTAL	8,527.50	8,527.50

NOTE - 03 - LOANS, DEPOSITS AND OTHERS

Particulars	31-03-2024	31-03-2023
(h)(iii)Unsecured, Considered Good :		
Other	-	-
(h)(iv)Deposits and Others		
Other Financial Assets:		
Other Receivables	809.48	713.35
Trade Advances	35.00	35.00
Balances with Government Authorities:		
GST Receivable	(171.71)	23.21
TDS Receivable F.Y. 2023-24	40.12	49.86
TDS Receivable F.Y. 2024-25	71.03	-
	783.92	821.42
Security Deposits:		
Deposit For Rental Premises	2.70	2.70
Flat Deposit (Goregaon)	30.00	30.00
	32.70	32.70
	-	-
TOTAL	816.62	854.12

NOTE - 04 - DEFERRED TAX ASSETS

Particulars	31-03-2024	31-03-2023
WDV as per Companies Act	17.77	18.78
WDV as per Income Tax Act	21.27	18.75
Deferred Tax Liabilites / (Assets)	(3.50)	0.03
Deferred Tax Liabilites / (Assets) to be Created	(0.88)	0.01
Less: Already Credit	0.01	-
Deferred Tax Liabilites / (Assets)	(0.89)	0.01



NOTE - 05 - TRADE RECEIVABLES

Particulars	31-03-2024	31-03-2023
Due to less than 6 months	1,695.63	1,439.29
Due 6 Months to 1 Year	501.82	1.65
Due 1 to 2 Year	315.23	122.69
Due 2 to 3 Year	-	-
More than 3 Years	-	-
TOTAL	2,512.67	1,563.63

NOTE - 06 - CASH & CASH EQUIVALENTS

Particulars	31-03-2024	31-03-2023
Cash on Hand :		
Cash Balance <i>(As certified by the Management)</i>	19.05	0.24
Balances with Scheduled Banks in Current Accounts :		
HDFC Bank Goregaon A/c No.	13.17	1.08
HDFC Bank Ltd - Fort Branch	0.68	11.68
TOTAL	32.90	13.00

NOTE - 07 - OTHER CURRENT ASSET

Particulars	31-03-2024	31-03-2023
	-	-
TOTAL	-	-

NOTE - 08 - EQUITY SHARE CAPITAL

Particulars	31-03-2024	31-03-2023
Authorised Share Capital <i>5,10,00,000 (5,10,00,000 Equity Shares of Rs. 10/- each)</i>	5,100.00	5,100.00
	5,100.00	5,100.00
Issued, Subscribed and Paid-up <i>2,50,00,700 (2,50,00,700 Equity Shares of Rs. 10/- each)</i>	2,500.07	2,500.07
TOTAL	2,500.07	2,500.07



NOTE - 09 - OTHER EQUITY

Particulars	31-03-2024	31-03-2023
Capital Reserve :		
Opening Balance	0.21	0.21
Add : Transfer From Profit & Loss	-	-
Less: Deletion	-	-
(Add)/ Less: Other adjustment	-	-
Closing Balance	0.21	0.21
Securities Premium :		
Opening Balance	10,493.93	3,500.00
Add : Issue of Equity Shares	-	7,027.50
Less: Deletion	-	(33.58)
(Add)/ Less: Other adjustment	-	-
Closing Balance	10,493.93	10,493.93
Profit & Loss Account :		
Profit & Loss Account B/F	(3,463.82)	(3,498.32)
Add : Profit & Loss for the Year	43.21	34.50
Less: Other adjustment	-	-
Closing Balance	(3,420.61)	(3,463.82)
Other Reserves - FVOCI - Equity Instruments :		
Opening Balance	-	25.91
Add : Addition	-	-
Less: Deletion	-	25.91
Closing Balance	-	(0.00)
TOTAL	7,073.53	7,030.32

NOTE - 10 - LONG-TERM BORROWINGS

Particulars	31-03-2024	31-03-2023
Skoda Car Loan - HDFC Bank	13.81	16.79
TOTAL	13.81	16.79

NOTE - 11 - OTHER LONG-TERM LIABILITIES

Particulars	31-03-2024	31-03-2023
Trade Payables with Others:		
Due Less Than 1 Year	1,753.91	1,162.08
Due 1-2 Year	439.28	105.62
Due 2-3 Year	-	-
Due more than 3 Year	-	-



Creditors for Expenses:		
For Expenses		
TOTAL	2,193.19	1,267.70

NOTE - 12 - SHORT-TERM BORROWINGS

Particulars	31-03-2024	31-03-2023
Loans from Others	104.78	136.79
TOTAL	104.78	136.79

NOTE - 13 - OTHER CURRENT LIABILITIES

Particulars	31-03-2024	31-03-2023
Professional Tax Payable	0.03	0.02
Tds Payable	0.91	0.91
TOTAL	0.95	0.94

NOTE - 14 - SHORT TERM PROVISIONS

Particulars	31-03-2024	31-03-2023
Provisions :		
Employee Benefits Expenses		
Salary Payable	5.27	4.53
Others:		
Provision for Income Tax	15.47	18.70
Provision for Audit Fees	1.28	1.14
TOTAL	22.01	24.37



UNISTAR MULTIMEDIA LIMITED
STATEMENT OF CHANGES IN EQUITY

A. EQUITY SHARE CAPITAL (Amount in Rs)

(1) Current Reporting Period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to Prior Period Errors	Restated Balance at the beginning of the current reporting period	Changes in Equity Share Capital during the current year	Balance at the end of the current reporting period
2,500.07	-	-	-	2,500.07

(2) Previous Reporting Period

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to Prior Period Errors	Restated Balance at the beginning of the previous reporting period	Changes in Equity Share Capital during the previous year	Balance at the end of the previous reporting period
966.50	33.58	-	1,500.00	2,500.07

B. Other Equity (Amount in Rs.)

(1) Current Reporting Period

Particulars	Reserves and Surplus	
	Share Forfeiture	Retained Earnings
Balance at the beginning of the current reporting period	-	7,030.32
Changes in Equity Share Capital due to Prior Period Errors	-	-
Restated Balance at the beginning of the current reporting period	-	7,030.32
Changes in Reserves during the current year	-	43.21
Balance at the end of the current reporting period	-	7,073.53

(2) Previous Reporting Period

Particulars	Reserves and Surplus	
	Share Forfeiture	Retained Earnings
Balance at the beginning of the previous reporting period	-	27.80
Changes in Equity Share Capital due to Prior Period Errors	-	-
Restated Balance at the beginning of the previous reporting period	-	27.80
Changes in Reserves during the previous year	-	7,002.52
Other Adjustments	-	-
Balance at the end of the previous reporting period	-	7,030.32

For N. C. RUPAWALA & CO.
Chartered Accountants
Reg. No. 125757W

Rupawala & Co.

Partner
M.No. 118029
Date : 26/11/2024
Place : SURAT
UDIN: 24118029BKANHO8715



FOR UNISTAR MULTIMEDIA LIMITED

Sd/-
Alka Rajendra Mehta
(Managing Director)
DIN: 03306793

Sd/-
Priyanka K. Sodagar
(Director)
DIN: 09614744

Sd/-
Yogesh J. Shah
(CFO)
PAN: ACZPS3395M

Sd/-
Darshita B. Shah
(Company Secretary)
PAN: ACRPS0603E

NOTES FORMING PART OF STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2024

(Rs. In Lakhs)

NOTE - 15 - REVENUE FROM OPERATIONS

Particulars	31-03-2024	31-03-2023
Sales	4,128.33	2,439.59
TOTAL	4,128.33	2,439.59

NOTE - 16 - OTHER INCOMES

Particulars	31-03-2024	31-03-2023
Foreign Exchange Gain/Loss	-	5.94
Interest Income	32.40	53.69
Interest Income - IT Refund	-	0.07
Other Income	9.27	-
Profit on Securities Trading	-	105.00
Profit on Sale of Shares	-	26.01
Round Off	0.00	-
TOTAL	41.67	190.71

NOTE - 17 - DIRECT EXPENSES

Particulars	31-03-2024	31-03-2023
Purchase	4,061.13	2,487.54
TOTAL	4,061.13	2,487.54

NOTE - 18 - CHANGES IN INVENTORY

Particulars	31-03-2024	31-03-2023
Opening Stock	-	-
Closing Stock	-	-
TOTAL	-	-



NOTE - 19 - EMPLOYEE BENEFITS EXPENSES

Particulars	31-03-2024	31-03-2023
Salary Expenses	3.35	3.00
TOTAL	3.35	3.00

NOTE - 20 - OTHER EXPENSES

Particulars	31-03-2024	31-03-2023
Other Operating Expense :		
Advertisement Expenses	0.24	1.11
Annual Listing Fees	5.63	3.00
Audit Fees	1.29	1.15
Bank Charge	0.02	0.06
Business Promotion Expenses	-	19.80
Car Expenses	0.47	-
Consultancy Fees	-	4.00
Electricity Charges	0.37	-
Electric & Fittings Expenses	0.06	-
Fees for E-Voting Services	-	0.23
Insurance Expenses	0.76	-
Interest Expenses	1.35	0.89
Interest on Tds	-	0.00
Internal Audit Fees	-	0.10
MCA Payment Expenses	-	25.00
Office Expenses	0.13	0.38
Other Expenses	0.62	0.76
Property Tax Expense	0.51	-
Professional Fees Expenses	19.38	9.57
Rent Expense	6.86	0.76
ROC Filling Fees	2.80	14.07
Round Off	-	0.00
Share Connectivity Expenses	-	1.86
STT & Other Charges	-	0.08
Tds Late Fees	-	0.10
Travelling Expenses	-	1.40
Tyres Expenses	0.36	-
Website Charge	0.02	0.09
TOTAL	40.84	84.42



NOTE - 21 - EARNING PER SHARE (BASIC AND DILUTED)

Particulars	31-03-2024	31-03-2023
Net Profit / (Loss) for the Year Attributable to the Equity Shareholders	43.21	34.50
The Weighted Average Number of Equity Shares for Basic Earning per Share (Nos.)	250.007	123.843
Face Value Per Share (in Rs.)	10	10
Basic Earning Per Share(in Rs.)	0.1728	0.2786



UNISTAR MULTIMEDIA LIMITED

(Rs. In Lakhs)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 and 2024

Sr. No.	PARTICULARS	31-03-2024	31-03-2023
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit before Tax and Extraordinary items	57.83	34.50
	Adjustments for :		
	Depreciation and Amortisation	6.86	1.57
	Provision for Income Tax	(15.47)	19.27
	Unrealised Foreign Exchange (Gain)/Loss	-	(5.94)
	Profit on Sale of Shares	-	(26.01)
	Exceptional/Extra Ordinary Items	(0.04)	-
	Interest Income	(32.40)	(53.77)
	Operating Profit Before Working Capital Changes	16.78	(30.37)
	Adjustments for :		
	Proceeds from / (repayment of) long term borrowings	-	-
	Trade Payable & Other Long Term Liabilities	888.16	1,167.01
	Trade Receivable & Long Term Loans and advances	(911.54)	(1,371.15)
	Audit Fees Payable	-	-
	Cash Generated From / (Used In) Operations	(6.60)	(234.52)
	Taxes Paid	-	(14.33)
	Interest Paid	1.35	0.89
	Cash Flow Before Extraordinary Items	0.04	-
	Other adjustments	0.04	-
	Net Cash from Operating Activities	(5.21)	(247.95)
B	CASH FLOW FROM INVESTING ACTIVITIES:		
	Purchase of Fixed Assets	(5.94)	(20.30)
	Investment Purchase	-	(8,489.01)
	Sale of Fixed Assets	-	-
	Interest Received	32.40	79.78
	Net Cash Used in Investing Activities	26.46	(8,429.53)
C	CASH FLOW FROM FINANCING ACTIVITIES:		
	Proceeding From Loan and Advances	-	150.38
	Interest Cost	(1.35)	(0.89)
	Issue of Equity Shares	-	1,533.58
	Other Equity	-	7,020.57
	Other Comprehensive Income	-	(52.55)
	Repayment Of Liability	-	-
	Net Cash Generated in Financing Activities	(1.35)	8,651.08
	Net Increase in Cash and Cash Equivalents	19.90	(26.40)
	Cash And Cash Equivalents as at the Beginning of the year	13.00	39.40
	Cash And Cash Equivalents as at the Closing of the year	32.90	13.00

For N. C. RUPAWALA & CO.
Chartered Accountants
Reg.No.125757W

N. C. Rupawala

Partner
M.No.118029
Date : 26/11/2024
Place : SURAT
UDIN:24118029BKANHO8715



FOR UNISTAR MULTIMEDIA LIMITED

Sd/-
Alka Rajendra Mehta
(Managing Director)
DIN: 03306793

Sd/-
Priyanka K. Sodagar
(Director)
DIN: 09614744

Sd/-
Yogesh J. Shah
(CFO)
PAN:ACZPS3395M

Sd/-
Darshita B. Shah
(Company Secretary)
PAN: ACRPS0603E

UNISTAR MULTIMEDIA LIMITED

Significant Ratio Analysis

Additional information pursuant to Regulation 52(4) and Regulation 54 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended as at and for the year ended March 31, 2024.

Particulars	Unit	31.03.2024	31.03.2023
Debt-Equity Ratio	%	23.05%	13.48%
Debt Service Coverage Ratio	No of Times	0.0005	0.0004
Interest Service Coverage Ratio	No of Times	-	-
Capital Redemption Reserve	(Rs.)	-	-
Debenture Redemption Reserve	(Rs.)	-	-
Net Worth	(Rs.)	9,573.60	9,530.39
Net Profit Ratio	%	1.05%	1.41%
Current Ratio	No. of times	19.93	9.73
Long term debt to working capital	No. of times	-	-
Bad Debts to Account Receivables Ratio	%	-	-
Current Liability Ratio	No. of times	0.0579	0.1262
Total Debt to Total Asset Ratio	No. of times	0.1961	0.1318
Debtors Turnover Ratio	No. of Days	-	-
Inventory Turnover Ratio	No. of Days	-	-
Operating Margin	%	1.40%	2.20%
Return On Capital Employed	%	0.3668%	0.3190%
Net profit Margin including exceptional items	%	1.0476%	1.4142%
Net profit Margin excluding exceptional items	%	1.0467%	1.4142%
Return on Investment	%	0.3629%	0.3143%
Return on Equity Ratio	%	0.4514%	0.3620%



NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED MARCH 31ST. 2024:

1. Corporate Information

UNISTAR MULTIMEDIA LIMITED ("the Company") is a public limited company incorporated and domiciled in India and has its listing on the BSE, Bombay Stock Exchange. The registered office and principal place of business is at SH 187, Powai Plaza MTRII CST NS Hiranandani, Business Park, Powai, Mumbai, Maharashtra, India, 400076. The Company is in the Multimedia business.

The principal activities of the Company are to carry out business of Films Production, T.V. Serials, Music, Video and Distribution.

2. Basis of preparation of financial statements and Significant accounting policies:

2.1 Basis of preparation and Compliance with Ind AS

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), and the provisions of the Companies Act, 2013 ('the Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except for certain financial assets and liabilities which are measured at fair value/ amortized cost.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing account standard required a change to the accounting policy hitherto to in use. The statements of cash flows have been prepared under indirect method as set out in Ind AS-7 "Statement of Cash Flows".

The financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year-end figures.

2.2 Significant Accounting Policies:

a) Current versus non-current classification:

- The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
- Expected to be realized or intended to be sold or consumed in normal operating cycle.
 - Held primarily for the purpose of trading.
 - Expected to be realized within twelve months after the reporting period.



- 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.

Liability is current when:

- It is expected to be settled in normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities 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 for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates and Judgements:

The preparation of the standalone financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. Management believes that the estimates used in preparation of financial statements are prudent and reasonable. Actual future period's results could differ from those estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made, and if material, their effects are disclosed in the notes to the financial statements.

c) Cash and Cash Equivalents:

Cash comprise cash on hand and demand deposits with banks. Cash equivalents are short term (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.



d) Tangible Fixed Assets- i.e. Property, Plant and Equipment:

Property, Plant and Equipment are stated at cost of acquisition or construction or cost of improvement inclusive of incidental costs related to acquisition and installation or at revalued amounts wherever such assets have been revalued less accumulated depreciation and impairment loss. Advances paid towards acquisition of fixed assets are disclosed as Capital Advances under Other Non-Current Assets. Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with expenditure will flow to the Company. Any gain or loss on disposal of an item of property, plant and equipment is recognized in the Statement of Profit and Loss.

e) Intangible Assets:

Intangible Assets are carried at cost less accumulated depreciation impairment losses, if any. The cost of intangible assets comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities) and any direct attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognized as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributable to the assets reliably, in which case such expenditure is added to the cost of the asset.

f) Depreciation and Amortization:

- i. Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual value as per Companies Act, 2013 at the rate in the manner prescribed in schedule II of the said Act.
- ii. Depreciation on additions/ disposal during the period is provided on prorata basis according to the period during which assets are put to use/ being used.
- iii. No Depreciation has been provided in respect of Capital Work in Progress.

g) Investments:

Non-current investments are carried at cost. Provision for diminution is not made to recognize a decline in value of non-current investments and is determined separately for each individual investment wherever and whenever necessary.



Current investments are carried individually, at the cost. Cost of Investments includes acquisition charges such as brokerage, fees and duties.

h) Revenue Recognition:

- i. The Company recognizes revenue on the sale of products when risks and rewards of the ownership are transferred to the customer. Sales are accounted exclusive of goods and service tax and net of sales return.
- ii. Sales returns are accounted on actual receipt of return goods/ settlements of claims.
- iii. Other income like dividend income and interest income is recognized when the right to receive payment is established.

i) Cost Recognition:

Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the Company are broadly categorized in purchase of goods and land for resale (purchase of stock in trade), employee benefit expense, finance cost and other expenses. Other expenses mainly include fees to external consultants, vehicle or conveyance expense and other expenses.

j) Foreign Currency Transaction:

There is no foreign currency transaction during the year.

k) Valuation of Inventories:

- i. Raw materials are valued at cost.
- ii. Work in progress has been valued at cost of materials and labour charges together with relevant factory overheads.
- iii. Finished Goods are valued at cost or net realizable value whichever is lower.

The cost of traded goods is determined on FIFO basis. The inventories are as taken, valued and certified by the Management.

l) Employee Benefits:

i. Short Term Employee Benefits:

All the employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and the expected cost of bonus are recognized in the period in which an employee renders the related services.



ii. Post-Employment Benefits:

Defined Contribution Plans:

The Company's Statutory Provident Fund, Employees' Superannuation Fund and Employee State Insurance Scheme are defined contribution plans. The Company has informed and explained that such benefits are not applicable to the Company and hence provisions of such benefits have not been done.

Defined Benefit Plan:

The Employees' Group Gratuity Fund is the Company's defined benefit plan for which Company has not taken Group Gratuity cum Life Insurance Policy from Life Insurance Corporation of India. The Company has informed that any gratuity or any benefits are not applicable to the Company and hence not provided.

iii. The employees are not paid any benefits other than salary and bonus during the year.

m) Taxes on Income:

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any related to income taxes. It is measured using tax rates and tax laws enacted or substantively enacted by the reporting date.

Minimum alternate tax (MAT), if any, paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available 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 MAT credit is allowed to be carried forward. Accordingly, MAT credit is recognized as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Company and the asset can be measured reliably.

Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognized only if



there is virtual certainty that there will be sufficient future taxable income available to realize such assets. Deferred tax assets are recognized for timing differences of other items only to the extent that reasonable certainty exist that sufficient future taxable income will be available against which these can be realized. Deferred tax assets are reviewed at each Balance Sheet date for their reliability.

n) Segment Reporting

The Company has no other segment; hence, nothing is to be required to be reported in accordance with Ind AS 108, Operating Segments.

o) Borrowing Cost:

The amendments in Ind AS 23 clarify that if any specific borrowing remains outstanding after the related asset are ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalization rate on general borrowings. The Company does not expect any impact from this amendment.

p) Provisions & Contingencies:

A provision is recognized when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimates can be made. Provisions (excluding long term benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized but disclosed in the notes to the Financial Statements. A contingent asset is neither recognized nor disclosed.

q) Restructuring:

A provision for restructuring is recognized when the Company has a detailed formal restructuring plan and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditure arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the entity. Contingent liabilities and contingent assets
Contingent liability is disclosed for,

- (1) Possible obligations which will be confirmed only by future events not wholly within the control of the Company, or



- (2) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent Assets are not recognized in financials.

r) Earnings Per Share:

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential ordinary shares, which includes all stock options granted to employees.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

s) Cash Flow Statement

Cash flows are reported using the indirect method, where by profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.



Notes to Accounts:**a) Share Capital:**

- Details of Equity Shares as on March 31, 2024, is as follows:

Authorized Share (Quantum)	Issued, Subscribed & Paid up Share (Quantum)	Description
5,10,00,000	2,50,00,700	Outstanding as on 01-04-2023
5,10,00,000	2,50,00,700	Outstanding as on 31-03-2024
0	-	Addition/(Deduction)

- Shareholding Pattern (Shareholding more than 5%)

Particulars	As on 31/03/2024		As on 31/03/2023	
	No. of shares	%	No. of shares	%
Issued, Subscribed and paid up capital Equity Shares of Rs. 10 each	2,50,00,700		2,50,00,700	
Note: None of the promoter of the company is holding more than 5% of the share of the company.				

b) Promoters' Shareholding:

Shares held by promoters at the end of the year				% Change during the year
S. No.	Promoter Name	No. of Shares	% of total shares	
1.	Suresh Bafna	-	0.00	(0.02)
2.	Monarch Network Capital Limited	-	0.00	(3.10)

Note:

1. Suresh Bafna holding 6200 (0.02% of total share- holding) shares of the company as on 31.03.2023, all shares have been sold by the promoter. Hence, no share- holding as on 31.03.2024.
2. Monarch Network Capital Limited is a company of promoter group, the company holding 774262 (3.10% of total share- holding) shares of the company as on 31.03.2023 and all the shares have been sold by the company. Hence, no share- holding as on 31.03.2024.

c) Market Value of Investments:

(Rs. in Lakhs)

Particulars	No. of Units	31/03/2024 Cost Amount	31/03/2024 Market Value Amount
Investment in Equity Instruments : Unquoted	--	8,527.50	8,527.50
Total		8,527.50	8,527.50



d) Auditor's Fee:**(Rs. in Lakhs)**

Payment to the Auditor comprises:	31/03/2024	31/03/2023
As Auditors- Statutory Audit	1.29	1.15
For Taxation Matters	0.00	0.00
Total	1.29	1.15

e) The schedule III has become effective from 1st April, 2014 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year figures have been regrouped / reclassified wherever necessary.

f) Related Party Disclosures:

The Company has paid Rs. 17,000/- to Shrishti Jain (Related Party- Company Secretary) during the year under consideration as salary.

g) As confirmed by the Management, there are no Contingent Liabilities.

h) Reserves and Surplus:**(Rs. in Lakhs)**

Particulars	Amount
Reserves and Surplus	7,073.53

i) Net Worth:**(Rs. in Lakhs)**

Total Net Worth as on 31/03/2024	Amount
Net Worth	9,573.60

j) Capital Work in Progress:**(Rs. in Lakhs)**

CWIP	Amount in CWIP for a period of			Total
	Less than 1 year	2-3 years	More than 3 years	
Projects in Progress	-	-	-	-
Projects Temporarily suspended	N.A.			

k) Trade Payables:**(Rs. in Lakhs)**

Trade Payables	Outstanding for following period from date of transaction				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	Nil				



Trade Payables	Outstanding for following period from date of transaction				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(ii) Others	1753.91	439.28	--	--	2193.19
(iii) Disputed Dues - MSME	Nil				
(iii) Disputed Dues - MSME	Nil				

1) Trade Receivable ageing schedule:

(Rs. in Lakhs)

Particular	Outstanding for following period from date of payment					Total
	Less than 6 month	6 months- 1 year	1-2 year	2-3 year	More than 3 year	
Undisputed Trade receivable - considered good	1695.63	501.81	315.23	--	--	2512.67
Undisputed Trade receivable - considered doubtful	--	--	--	--	--	--
Disputed Trade Receivable considered good	--	--	--	--	--	--
Disputed Trade Receivable considered good	--	--	--	--	--	--

#similar information shall be given where no due date of payment is specified, in that case disclosure shall be from the date of the transaction.

Unbilled dues shall be disclosed separately- NIL

m) Title deeds of Immovable Property not held in name of the company

Relevant Line Item in the Balance sheet	Description of item of property	Gross carrying value	Title Deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
NIL	NIL	NIL	NIL	NIL	NIL	NIL

#Relative here means relative as defined in the Companies Act, 2013.

*Promoter here means promoter as defined in the Companies Act, 2013.



n) Intangible Assets under development aging schedule

(Rs. in Lakhs)

Intangible assets under development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	-	-	-	-	-
Projects Temporarily suspended	N.A.				

*Total shall tally with the amount of Intangible assets under development in the balance sheet

o) Relationship with Struck off Companies

Where the company has any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956, the Company shall disclose the following details:-

Name of struck off company	Nature of transection with struck-off Company	Balance O/s	Relationship with the Struck off company, if any, to be disclosed
-	Investment in securities	-	-
-	Receivable	-	-
-	Shares held by stuck off co.	-	-
-	Other outstanding balances (to be specify)	-	-

l) Loans and Advances from related parties:

(Rs. in Lakhs)

Type of Borrower	Amount of Loan
Promoters	Nil
Directors	Nil
KMP's	Nil
Related Parties	Nil

m) Extraordinary Items:

Particulars	Amount (₹ in Lakhs)
Prior Period Items	0.03946

n) Significant Ratios:

Particulars	Unit	31.03.2024	31.03.2023
Current Ratio	No. of times	19.93	9.73
Debt-Equity Ratio	%	23.05%	13.48%



Particulars	Unit	31.03.2024	31.03.2023
Debt Service Coverage Ratio	No. of times	0.0005	0.0004
Interest Service Coverage Ratio	No. of times	-	-
Return on Equity Ratio	%	0.4514%	0.3620%
Inventory Turnover Ratio	No. of days	-	-
Trade Receivables Turnover Ratio	No. of days	-	-
Trade Payables Turnover Ratio	No. of days	-	-
Net Capital Turnover Ratio	No. of days	-	-
Net Profit Ratio	%	1.0467%	1.4142%
Return On Capital Employed	%	0.3668%	0.3190%
Return on Investment	%	0.3629%	0.3143%

For N. C. RUPAWALA & CO.
Chartered Accountants
Firm Reg. No.: 125757

Nehal C. Rupawala
Nehal C. Rupawala
Partner
M.No.: 118029
UDIN: 24118029BKANHO8715
Date: 26/11/2024
Place: Surat



FOR UNISTAR MULTIMEDIA LIMITED,

Sd/-
Alka R. Mehta
(Director)
DIN: 03306793

Sd/-
Yogeshkumar J. Shah
(CFO)
PAN: ACZPS3395M

Sd/-
Priyanka K. Sodagar
(Director)
DIN: 09614744

Sd/-
Darshita B. Shah
(Company Secretary)
PAN: ACRPS0603E

CONSOLIDATED AUDIT REPORT
OF UNISTAR MULTIMEDIA
LIMITED, DU POINT LOYALTY
DISTRIBUTION PRIVATE
LIMITED AND SARAL VANIJYA
PRIVATE LIMITED

AUDIT REPORT

A.Y. 2024-2025

F.Y. 2023-2024

AUDITOR

N. C. RUPAWALA & CO.

Chartered Accountants

502, 507-508, Takshashila Apartment,
Majuragate, Surat-395002. Gujarat (India).

E-mail: nrupawala@hotmail.com

Tel. No. (O): (0261) 4890508

Mobile No.: 98241 99655

PAN: AAKFN0796N

Firm Reg.No.125757W

N C Rupawala & Co.

Chartered Accountants

Independent Auditor's Report

To,
The Members of
M/s. UNISTAR MUTIMEDIA LIMITED

Opinion

We have audited the accompanying consolidated financial statements of **UNISTAR MUTIMEDIA LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising the Consolidated Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and notes to the Consolidated financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the period ended.



502-507-508, Takshashila Apartment, Majuragate, Surat - 395002.

M.: 93133 65856 (O) 0261 - 4890504, 4890508 • E-mail : nrupawala@hotmail.com

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Revenue recognition:

The key audit matters	How our audit addressed the key audit matter
<p>The principal business of the Company comprise of IT consulting and Other service in domestic market. Revenue is recognised when the service is performed. We identified revenue recognition as a key audit matter because the Company and its shareholders focus on revenue as a key performance indicator.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <ol style="list-style-type: none"> 1. We assessed the appropriateness of the revenue recognition accounting policies by comparing with applicable accounting standards. 2. We evaluated the design of key controls and operating effectiveness of the relevant key controls with respect to revenue recognition on all transactions. 3. We performed substantive testing by selecting samples of revenue transactions, recorded during the year by testing the underlying documents using statistical sampling. 4. We carried out analytical procedures on revenue recognised during the year to identify unusual variances. 5. We tested, on a sample basis, revenue transactions recorded before and after the financial year end date to determine whether the revenue had been recognised in the appropriate financial period.



Litigations, provisions and contingencies

The key audit matters	How our audit addressed the key audit matter
<p>The Company recognises a provision when it 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. A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made. We have identified litigations, provisions and contingencies as a key audit matter because it requires the Company to make judgements and estimates in relation to the exposure arising out of litigations. The key judgement lies in the estimation of provisions where they may differ from the future obligations.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <ol style="list-style-type: none">1. We tested the effectiveness of key controls around the recording and assessment of litigations, provisions and contingent liabilities.2. We obtained Company's assessment of the open cases, if any, and compared the same to the assessment of subject matter experts, wherever necessary, to assess the reasonableness of the provision or contingency.3. We considered the adequacy of the Company's disclosures made in relation to related provisions and contingencies in the financial statements.

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

The Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

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



obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibility for the Financial Statements:

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated financial statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance including other comprehensive income, changes in equity and Consolidated cash flows of the Group in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding company, as aforesaid.

In preparing the Consolidated financial statements, 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.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

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

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



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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entity to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entity included in the financial statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of



our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements:

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid consolidated financial statement complies with the Indian Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors of the Company as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

- h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its consolidated financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv.
 - a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that



the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funded party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- 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 misstatement.
 - v. The company has not declared or paid any dividend during the year in accordance with section 123 of the Companies Act, 2013. Hence this clause is not applicable.
 - vi. As the proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the company w.e.f. April 1, 2024, reporting on maintaining of audit trail under Rule 11 1(g) of Companies (Audit and Auditors) Rules, 2014 under this clause is not applicable.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For N. C. RUPAWALA & CO.

Chartered Accountants

Firm Reg. No.: 125757W

Nehal C. Rupawala

Nehal C. Rupawala

Partner

M. No.: 118029

UDIN: 24118029BKANHN3617

Date: 26/11/2024

Place: Surat



ANNEXURE – A TO THE INDEPENDENT AUDITOR’S REPORT

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 (“the Act”).

We have audited the internal financial controls over financial reporting of **M/s. UNISTAR MUTIMEDIA LIMITED (“the Holding Company”)** and its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”) (“the Company”) as of 31st March, 2024 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s Management and the Board of Directors of the Company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting 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 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 internal financial controls over financial reporting of the Company 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both 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 Company's 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, to the best of our information and according to the explanations given to us, 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, 2024, based on the criteria for internal financial control over financial reporting 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 ICAI.

For N. C. RUPAWALA & CO.
Chartered Accountants
Firm Reg. No.: 125757W

Nehal C. Rupawala

Nehal C. Rupawala
Partner
M. No.: 118029
UDIN: 24118029BKANHN3617
Date: 26/11/2024
Place: Surat



“ANNEXURE B” TO THE INDEPENDENT AUDITOR’S REPORT

The Annexure referred to in our report to the members of **UNISTAR MULTIMEDIA LIMITED** for the year Ended on 31st March, 2024. We report that:

Sr. No	Particulars	Auditors Remark
(i)	(a) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment;	The company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment.
	(b) whether these property, plant and equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	Management has certified that property, plant and equipment were verified at reasonable intervals and no material discrepancies with respect to book records were noticed on such verification.
	(c) Whether the title deeds of immovable properties are held in the name of the company. If not, provide the details thereof;	All immovable properties outstanding as on balance sheet date were held in the name of the company.
(ii)	Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, whether they have been properly dealt with in the books of account;	Management has certified that inventories were physically verified at reasonable intervals during the year. In our opinion, the frequency of verification is reasonable. The coverage and procedures of physical verification of inventory followed by the management are appropriate, reasonable and adequate in relation of the size of the Company and the nature of its business. The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification carried out at the end of the year.



(iii)	Whether the company has granted any 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. If So,	The company has granted any loans during the year under the consideration.
	(a) Whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest.	The company has granted loans during the year under the consideration. In our opinion and according to the information and explanation given to us which are in the company's interest.
	(b) whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	In our opinion and according to the information and explanation given to us, the company has granted loans during the year under the consideration, and repayments or receipts are regular.
	(c) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	According to the information and explanation given to us The company has received repayment of loans on regular basis, hence no need to take reasonable steps for the recovery.
(iv)	In respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	In our opinion and according to the information and explanation given to us, the Company has not granted any guarantees or any securities to the parties covered under Section 185 of the Act. The Company has complied with the provisions of Section 186 of the Act in respect of the grant of loans, investments made, to the extent applicable to Company.
(v)	In case, the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules	In our opinion and according to the information and explanations given to us, the Company has not accepted deposits or amounts which are deemed to be deposits as per the directives issued by the



	framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order, has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal, whether the same has been complied with or not?	Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.
(vi)	Whether maintenance of cost records has been specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained.	As informed to us, the maintenance of Cost Records has not been specified by the Central Government under Section 148(1) of the Act, in respect of activities carried on by the Company. Accordingly, paragraph 3 (vi) of the Order is not applicable to the Company.
(vii)	(a) whether the company is regular in depositing undisputed statutory dues including provident fund, employees state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated.	The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employee's State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and other material statutory dues applicable to it with appropriate authorities. There were no undisputed amounts payable in respect of Provident Fund, Employee's State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and other material statutory dues in arrears as at 31-03-2024 for a period of more than six months from the date they became payable.
	(b) where dues of income tax or sales	There are no disputed dues of



	tax or service tax or duty of custom or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute).	income tax or sales tax or service tax or duty of customs or duty of excise or value added tax as on balance sheet date.
(viii)	Whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the income tax act, 1961? If so, whether the previously unrecorded income has been properly recorded in the books of account during the year?	In our opinion and according to the information and explanations given to us, there is no such income, which is not recorded in previous year.
(ix)	Whether the company has defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of default to banks, financial institutions, and Government, lender wise details to be provided).	The company has not defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
(x)	(a) Whether moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	In our opinion and according to the information and explanations given to us the company has not raised moneys by way of public offers during the year.
	(b) Whether the company has made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and if so; as to whether the requirement of section 23 of the Companies Act, 2013 have been complied with in relation to preferential allotment or private placement of shares or convertible	According to the information and explanations given to us and based on our examination of records of the Company, the Company-- has not made any preferential allotment or private placement of shares or convertible



	complied with and the amount raised have been used for the purposes for which the funds were raised. If not, provide the details in respect of the amount involved and nature of non-compliance;	debentures (fully, partially or optionally convertible) during the year. Accordingly, the provisions of clause 3(x)(b) of the Order are not applicable to the Company.
(xi)	Whether any fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;	As certified by management and on the basis of our examination and according to the information and explanation given to us, no fraud, on or by the company, has been noticed or reported during the year.
(xii)	Whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1:20 to meet out the liability and whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the provisions of clause 3(xii) of the Order are not applicable to the Company.
(xiii)	Whether all 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 Financial Statements etc., as required by the applicable accounting standards;	According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by applicable Ind AS. Further, the Company has constituted an Audit Committee under Section 177 of the Act.
(xiv)	(a) Whether the company has an internal audit system commensurate with the size and nature of its business?	According to the information and explanations given to us and based on our examination of the records of the Company, There is adequate internal audit system commensurate with the size and nature of its business.



	(b) Whether the report of the internal auditors for the period under audit were considered by the statutory auditor?	During the audit of the entity, We considered the report of the internal auditor.
(xv)	Whether the company has entered into any non - cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013 have been complied with.	According to the information and explanations given to us and based on our examination of the records of the Company, during the year the Company has not entered into any non- cash transactions with its directors or persons connected to its directors and hence provisions of clause 3(xv) of the Order is not applicable to the Company.
(xvi)	Whether the company is required to be registered under section 45-1A of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	<p>In our opinion, the Company is not a Non-Banking Financial Corporation and hence not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3(xvi)(a) of the Order are not applicable to the Company.</p> <p>In our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration from Reserve Bank of India as per Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3(xvi)(b) of the Order are not applicable to the Company.</p>
(xvii)	Has the company incurred any cash losses in the financial year and the immediately preceding financial year, the amount of cash losses incurred.	According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not incurred any cash loss during the financial year under audit and in preceding



		financial year.
(xviii)	Whether during the year, has there been any resignation of statutory auditors, if yes, has the auditor considered the objections, issues or concerns raised by the outgoing auditors.	<p>According to the information and explanations given to us and based on our examination of the records of the Company, there has been resignation of the statutory auditors during the year.</p> <p>M/s. Rajendra J. Shah & Co., M/s. Manoj Acharya & Associates and M/s. S. P. Patel & Co. have been resigned as Statutory Auditor of the Company.</p>
(xix)	<p>Existence of any material uncertainty on the date of the audit report on an evaluation of:</p> <ul style="list-style-type: none"> The ageing report, financial ratios and expected dates of realisation of financial assets and payment of financial liabilities, any other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans. Opinion whether the company can meet its the liabilities which exist as at the balance sheet date when such liabilities are due in the future. 	<p>According to the information and explanations given to us and 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 standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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</p>



		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)	With respect to obligations under Corporate Social Responsibility, whether the company has transferred the unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of 6 months from the expiry of the financial year. Whether any amount which remains unspent has been transferred to a special account in accordance with provisions of section 135 of the Companies Act, 2013.	In our opinion and according to the information and explanations given to us, the provisions of section 135 of Companies Act and Schedule VII to Companies Act are not applicable to the Company and hence provisions of clause 3(xx) of the Order is not applicable to the Company.
(xxi)	Reporting requirements on qualifications or adverse remarks by the auditors in the CARO reports of companies included in the consolidated financial statements.	In our opinion and according to the information and explanations given to us, the Company is required to prepare consolidated financial statements.

For N. C. RUPAWALA & CO.

Chartered Accountants

Firm Reg. No.: 125757W

Represented by Nehal C

Nehal C. Rupawala

Partner

M. No.: 118029

UDIN: 24118029BKANHN3617

Date: 26/11/2024

Place: Surat



UNISTAR MULTIMEDIA LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2024				
	PARTICULARS	NOTE NO.	FOR THE YEAR 2023-24 Amount (Rs in Lakhs)	FOR THE YEAR 2022-23 Amount (Rs in Lakhs)
A	ASSETS:			
1	Non-Current Assets			
	(a) Property, Plant and Equipment	01	17.74	18.60
	(b) Capital Work-in-Progress		-	-
	(c) Investment Property		-	-
	(d) Goodwill		-	-
	(e) Other Intangible Assets	01	0.03	0.13
	(f) Intangible Assets under development		-	-
	(g) Biological Assets other than bearer plants		-	-
	(h) Financial Assets		-	-
	(i) Investments	02	3.00	3.00
	(ii) Trade receivables		-	-
	(iii) Loans		-	-
	(iv) Deposits and Others	03	844.17	881.67
	(i) Deferred Tax Assets (Net)	04	0.88	(0.01)
	(j) Other Non-Current Assets		-	-
	Sub-Total - Non-Current Assets		865.83	903.39
2	Current Assets			
	(a) Inventories		49,99,997.75	49,99,997.75
	(b) Financial Assets		-	-
	(i) Investments		-	-
	(ii) Trade Receivables	05	2,516.97	1,567.94
	(iii) Cash and Cash Equivalents	06	40.89	20.98
	(iv) Bank Balances other than (iii) above		-	-
	(v) Loans		-	-
	(vi) Others		-	-
	(c) Current Tax Assets (Net)		-	-
	(d) Other Current Assets	07	-	-
	Sub-Total - Current Assets		50,02,555.61	50,01,586.67
	TOTAL - ASSETS		50,03,421.44	50,02,490.06
B	EQUITY AND LIABILITIES:			
1	Shareholders' Funds			
	(a) Equity Share Capital	08	2,500.07	2,500.07
	(b) Other Equity	09	(1,411.30)	(1,454.51)
	Sub-Total -Equity		1,088.77	1,045.56
2	LIABILITIES			
	Non-Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	10	23.60	26.58
	(ii) Trade Payables		-	-
	(iii) Other financial Liability other than (b)		-	-
	(b) Provisions		-	-
	(c) Deferred Tax Liabilities (Net)		-	-
	(d) Other Non-Current Liabilities	11	50,02,179.82	50,01,254.32
	Sub-Total - Non-Current Liabilities		50,02,203.42	50,01,280.91
3	Current Liabilities			
	(a) Financial Liability	12	104.78	136.79
	(i) Borrowings		-	-
	(ii) Trade Payables		-	-
	(iii) Other Financial Liabilities		-	-
	(b) Other Current Liabilities	13	0.95	0.94
	(c) Provisions	14	23.51	25.87
	(d) Current Tax Liabilities (Net)		-	-
	Sub-Total - Current Liabilities		129.25	163.59
	TOTAL - EQUITY AND LIABILITIES		50,03,421.44	50,02,490.06

The Schedules referred to above form an integral part of the Financial Statements. As per our report attached of even date and audit observations given separately.

For N. C. RUPAWALA & CO.
Chartered Accountants
Reg.No.125757W

Partner
M.No.118029
Date : 26/11/2024
Place : SURAT
UDIN: 24118029BKANHN3617



FOR UNISTAR MULTIMEDIA LIMITED

Alka Rajendra Mehta
(Managing Director)
DIN: 03306793

Priyanka K. Sodagar
(Director)
DIN: 09614744

Yogesh J. Shah
(CFO)
PAN:ACZPS3395M

Darshita B. Shah
(Company Secretary)
PAN: ACRPS0603E

UNISTAR MULTIMEDIA LIMITED

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON 31ST MARCH, 2024

	PARTICULARS	NOTE No.	FOR THE YEAR 2023-24 Amount (in Lakhs)	FOR THE YEAR 2022-23 Amount (In Lakhs)
I.	Revenue from Operations	15	4,128.33	2,443.08
II.	Other Income	16	41.67	192.21
III.	Total Income (I) + (II)		4,170.00	2,635.29
IV.	Expenses:			
	Cost of Material Consumed	17	4,061.13	2,487.54
	Purchases of Stock-in-Trade		-	-
	Changing in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	18	-	-
	Employee Benefits Expense	19	3.35	3.60
	Finance Cost		-	0.89
	Depreciation and Amortization Expense		6.86	1.57
	Other Expenses	20	40.84	86.83
	Total Expenses		4,112.17	2,580.43
V.	Profit before Exceptional and Extraordinary Items and Tax (III) - (IV)		57.83	54.86
VI.	Exceptional Items		0.04	-
VII.	Profit before Extraordinary Items and Tax (V) - (VI)		57.79	54.86
VIII.	Extraordinary Items		-	-
IX.	Profit before Tax (VII) - (VIII)		57.79	54.86
X	Tax Expense:			
	(1) Current Tax		14.58	19.27
	(2) Deferred Tax		15.47	18.70
	(3) Short/Excess Provision of Tax		(0.89)	0.01
			-	0.56
XI	Profit/(Loss) for the period from Continuing Operations (IX) - (X)		43.21	35.59
XII	Profit/(Loss) from Discontinuing Operations		-	-
XIII	Tax Expense of Discontinuing Operations		-	-
XIV	Profit/(Loss) from Discontinuing Operations (after tax) (XII) - (XIII)		-	-
XV	Profit/(Loss) for the Period (XI) + (XIV)		43.21	35.59
XVI	Other Comprehensive Income			
	A. (i) Items that will not be reclassified to Profit or Loss		-	-
	(ii) Income tax relation to items that will not be reclassified to Profit & Loss		-	-
	B. (i) Items that will be reclassified to Profit or Loss		-	-
	(ii) Income tax relation to items that will be reclassified to Profit & Loss		-	-
XVII	Total Comprehensive Income for the period (XV) + (XVI) Comprising profit/ Loss and Other Comprehensive Income for the period		43.21	35.59
XVIII	Earning per Equity Share: (For continuing operations)	21	0.17284	0.28738
	(1) Basic		0.17284	0.28738
	(2) Diluted		0.17284	0.28738
XIX	Earning per Equity Share: (For discontinued operations)			
	(1) Basic		-	-
	(2) Diluted		-	-
XX	Earning per Equity Share: (For discontinued & continuing operations)		0.17284	0.28738
	(1) Basic		0.17284	0.28738
	(2) Diluted		0.17284	0.28738

The Schedules referred to above form an integral part of the Financial Statements. As per our report attached of even date and audit observations given separately.

For N. C. RUPAWALA & CO.
Chartered Accountants
Reg.No.125757W

Rupawala

Partner
M.No.118029
Date : 26/11/2024
Place : SURAT
UDIN: 24118029BKANHN3617



FOR UNISTAR MULTIMEDIA LIMITED

Alka Rajendra Mehta
(Managing Director)
DIN: 03306793

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(CFO)
PAN:ACZPS3395M

Darshita B. Shah
(Company Secretary)
PAN: ACRPS0603E

Depreciation Under Companies Act - 2013

Note - 01 - Property, Plant & Equipment

(Rs. In Lakhs)

Description	Gross Block				Depreciation				Net Block	
	As at 01-04-2023	Adjustment during the year	Addition During the Year	Deduction During the Year	As at 31-03-2024	Addition During the Year	Deduction During the Year	As at 31-03-2024	31-03-2024	31-03-2023
	Year	Year	Year	Year	Year	Year	Year	Year	Year	Year
TANGIBLE FIXED ASSETS										
Computer and Others	20.15	-	-	-	20.15	-	-	7.36	12.79	18.60
Furniture	-	5.94	5.94	-	5.94	5.94	-	0.99	4.95	-
Sub-Total	20.15	-	5.94	-	26.09	5.94	-	8.35	17.74	18.60
INTANGIBLE ASSETS										
Software	0.15	(0.04)	-	-	0.11	-	-	0.08	0.03	0.13
Sub-Total	0.15	(0.04)	-	-	0.11	-	-	0.08	0.03	0.13
TOTAL	20.30	(0.04)	5.94	-	26.20	5.94	-	8.43	17.77	18.73



NOTE - 02 - NON - CURRENT INVESTMENTS

Particulars	31-03-2024	31-03-2023
Investments Equity Instruments : Unquoted		
Garlon Polyfab Industries Limited	3.00	3.00
TOTAL	3.00	3.00

NOTE - 03 - LOANS, DEPOSITS AND OTHERS

Particulars	31-03-2024	31-03-2023
(h)(iii) Unsecured, Considered Good :		
Other	-	-
(h)(iv) Deposits and Others		
Other Financial Assets:		
Other Receivables	809.48	713.35
Trade Advances	62.55	62.55
Balances with Government Authorities:		
GST Receivable	(171.71)	23.21
TDS Receivable F.Y. 2023-24	40.12	49.86
TDS Receivable F.Y. 2024-25	71.03	-
	811.47	848.97
Security Deposits:		
Deposit For Rental Premises	2.70	2.70
Flat Deposit (Goregaon)	30.00	30.00
	32.70	32.70
	-	-
TOTAL	844.17	881.67

NOTE - 04 - DEFERRED TAX ASSETS

Particulars	31-03-2024	31-03-2023
WDV as per Companies Act	17.77	18.78
WDV as per Income Tax Act	21.27	18.75
Deferred Tax Liabilites / (Assets)	(3.50)	0.03
Deferred Tax Liabilites / (Assets) to be Created	(0.88)	0.01
Less: Already Credit	0.01	-
Deferred Tax Liabilites / (Assets)	(0.89)	0.01



NOTE - 05 - TRADE RECEIVABLES

Particulars	31-03-2024	31-03-2023
Due to less than 6 months	1,695.63	1,439.29
Due 6 Months to 1 Year	501.82	1.65
Due 1 to 2 Year	319.53	127.00
Due 2 to 3 Year	-	-
More than 3 Years	-	-
TOTAL	2,516.97	1,567.94

NOTE - 06 - CASH & CASH EQUIVALENTS

Particulars	31-03-2024	31-03-2023
Cash on Hand :		
Cash Balance <i>(As certified by the Management)</i>	24.04	5.22
Balances with Banks :		
HDFC Bank	16.85	15.76
TOTAL	40.89	20.98

NOTE - 07 - OTHER CURRENT ASSET

Particulars	31-03-2024	31-03-2023
	-	-
TOTAL	-	-



NOTE - 08 - EQUITY SHARE CAPITAL

Particulars	31-03-2024	31-03-2023
Authorised Share Capital <i>5,10,00,000 (5,10,00,000 Equity Shares of Rs. 10/- each)</i>	5,100.00	5,100.00
	5,100.00	5,100.00
Issued, Subscribed and Paid-up <i>2,50,00,700 (2,50,00,700 Equity Shares of Rs. 10/- each)</i>	2,500.07	2,500.07
TOTAL	2,500.07	2,500.07

NOTE - 09 - OTHER EQUITY

Particulars	31-03-2024	31-03-2023
Capital Reserve :		
Opening Balance	(1,499.79)	0.21
Add : Transfer From Profit & Loss	-	-
Less: Deletion	-	-
(Add)/ Less: Other adjustment	-	1,500.00
Closing Balance	(1,499.79)	(1,499.79)
Capital Reserve on Consolidation :		
Opening Balance	516.70	516.70
Add : Transfer From Profit & Loss	-	-
Less: Deletion	-	-
(Add)/ Less: Other adjustment	-	-
Closing Balance	516.70	516.70
Securities Premium :		
Opening Balance	4,994.58	5,028.15
Add : Issue of Equity Shares	-	-
Less: Deletion	-	(33.58)
(Add)/ Less: Other adjustment	-	-
Closing Balance	4,994.58	4,994.58
Profit & Loss Account :		
Profit & Loss Account B/F	(5,465.99)	(5,501.58)
Add : Profit & Loss for the Year	43.21	35.59
Less: Other adjustment	-	-
Closing Balance	(5,422.78)	(5,465.99)
Other Reserves - FVOCI - Equity Instruments :		
Opening Balance	-	25.91
Add : Addition	-	-
Less: Deletion	-	25.91
Closing Balance	-	(0.00)
TOTAL	(1,411.30)	(1,454.51)



NOTE - 10 - LONG-TERM BORROWINGS

Particulars	31-03-2024	31-03-2023
Skoda Car Loan - HDFC Bank	13.81	16.79
Brothers Mart	9.79	9.79
TOTAL	23.60	26.58

NOTE - 11 - OTHER LONG-TERM LIABILITIES

Particulars	31-03-2024	31-03-2023
Trade Payables with Others:		
Due Less Than 1 Year	1,753.91	1,162.08
Due 1-2 Year	439.28	105.62
Due 2-3 Year	-	-
Due more than 3 Year	49,99,986.62	49,99,986.62
Creditors for Expenses:		
For Expenses	-	-
TOTAL	50,02,179.82	50,01,254.32

NOTE - 12 - SHORT-TERM BORROWINGS

Particulars	31-03-2024	31-03-2023
Loans from Others	104.78	136.79
TOTAL	104.78	136.79

NOTE - 13 - OTHER CURRENT LIABILITIES

Particulars	31-03-2024	31-03-2023
Professional Tax Payable	0.03	0.02
Tds Payable	0.91	0.91
TOTAL	0.95	0.94



NOTE - 14 - SHORT TERM PROVISIONS

Particulars	31-03-2024	31-03-2023
Provisions :		
Employee Benefits Expenses		
Salary Payable	6.77	6.03
Others:		
Provision for Income Tax	15.47	18.70
Provision for Audit Fees	1.28	1.14
TOTAL	23.51	25.87



NOTES FORMING PART OF STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2024

(Rs. In Lakhs)

NOTE - 15 - REVENUE FROM OPERATIONS

Particulars	31-03-2024	31-03-2023
Sales	4,128.33	2,443.08
TOTAL	4,128.33	2,443.08

NOTE - 16 - OTHER INCOMES

Particulars	31-03-2024	31-03-2023
Foreign Exchange Gain/Loss	-	5.94
Interest Income	32.40	55.19
Interest Income - IT Refund	-	0.07
Other Income	9.27	-
Profit on Securities Trading	-	105.00
Profit on Sale of Shares	-	26.01
Round Off	0.00	-
TOTAL	41.67	192.21

NOTE - 17 - DIRECT EXPENSES

Particulars	31-03-2024	31-03-2023
Purchase	4,061.13	2,487.54
TOTAL	4,061.13	2,487.54

NOTE - 18 - CHANGES IN INVENTORY

Particulars	31-03-2024	31-03-2023
Opening Stock	49,99,997.75	49,99,997.75
Closing Stock	49,99,997.75	49,99,997.75
TOTAL	-	-



NOTE - 19 - EMPLOYEE BENEFITS EXPENSES

Particulars	31-03-2024	31-03-2023
Salary Expenses	3.35	3.60
TOTAL	3.35	3.60

NOTE - 20 - OTHER EXPENSES

Particulars	31-03-2024	31-03-2023
Other Operating Expense :		
Accounting Fees	-	1.50
Advertisement Expenses	0.24	1.11
Annual Listing Fees	5.63	3.00
Audit Fees	1.29	1.20
Bank Charge	0.02	0.06
Business Promotion Expenses	-	19.80
Car Expenses	0.47	-
Consultancy Fees	-	4.00
Electricity Charges	0.37	-
Electric & Fittings Expenses	0.06	-
Fees for E-Voting Services	-	0.23
Insurance Expenses	0.76	-
Interest Expenses	1.35	0.89
Interest on Tds	-	0.00
Internal Audit Fees	-	0.10
MCA Payment Expenses	-	25.00
Office Expenses	0.13	0.38
Other Expenses	0.62	1.61
Property Tax Expense	0.51	-
Professional Fees Expenses	19.38	9.57
Rent Expense	6.86	0.76
ROC Filling Fees	2.80	14.08
Round Off	-	0.00
Share Connectivity Expenses	-	1.86
STT & Other Charges	-	0.08
Tds Late Fees	-	0.10
Travelling Expenses	-	1.40
Tyres Expenses	0.36	-
Website Charge	0.02	0.09
TOTAL	40.84	86.83



NOTE - 21 - EARNING PER SHARE (BASIC AND DILUTED)

Particulars	31-03-2024	31-03-2023
Net Profit / (Loss) for the Year Attributable to the Equity Shareholders	43.21	35.59
The Weighted Average Number of Equity Shares for Basic Earning per Share (Nos.)	250.007	123.843
Face Value Per Share (in Rs.)	10	10
Basic Earning Per Share (in Rs.)	0.1728	0.2874



UNISTAR MULTIMEDIA LIMITED

STATEMENT OF CHANGES IN EQUITY

A. EQUITY SHARE CAPITAL (Amount in Lakhs)

(1) Current Reporting Period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to Prior Period Errors	Restated Balance at the beginning of the current reporting period	Changes in Equity Share Capital during the current year	Balance at the end of the current reporting period
2,500.07	-	-	-	2,500.07

(2) Previous Reporting Period

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to Prior Period Errors	Restated Balance at the beginning of the previous reporting period	Changes in Equity Share Capital during the previous year	Balance at the end of the previous reporting period
966.50	33.58	-	1,500.00	2,500.07

B. Other Equity (Amount in Lakhs)

(1) Current Reporting Period

Particulars	Reserves and Surplus	
	Share Forfeiture	Retained Earnings
Balance at the beginning of the current reporting period	-	(1,971.21)
Changes in Equity Share Capital due to Prior Period Errors	-	-
Restated Balance at the beginning of the current reporting	-	(1,971.21)
Changes in Reserves during the current year	-	43.21
Balance at the end of the current reporting period	-	(1,928.00)

(2) Previous Reporting Period

Particulars	Reserves and Surplus	
	Share Forfeiture	Retained Earnings
Balance at the beginning of the previous reporting period	-	(447.31)
Changes in Equity Share Capital due to Prior Period Errors	-	-
Restated Balance at the beginning of the previous	-	(447.31)
Changes in Reserves during the previous year	-	(23.89)
Other Adjustments	-	-
Balance at the end of the previous reporting period	-	(471.21)

For N. C. RUPAWALA & CO.
Chartered Accountants
Reg.No.125757W

N. C. Rupawala

Partner
M.No.118029
Date : 26/11/2024
Place : SURAT
UDIN: 24118029BKANHN3617



FOR UNISTAR MULTIMEDIA LIMITED

Alka Rajendra Mehta
(Managing Director)
DIN: 03306793

Priyanka K. Sodagar
(Director)
DIN: 09614744

Yogesh J. Shah
(CFO)
PAN:ACZPS3395M

Darshita B. Shah
(Company Secretary)
PAN: ACRPS0603E

UNISTAR MULTIMEDIA LIMITED

(Rs. In Lakhs)

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 and 2024

Sr. No.	PARTICULARS	31-03-2024	31-03-2023
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit before Tax and Extraordinary items	57.83	35.59
	Adjustments for :		
	Depreciation and Amortisation	6.86	1.57
	Provision for Income Tax	(15.47)	19.27
	Unrealised Foreign Exchange (Gain)/Loss	-	(5.94)
	Profit on Sale of Shares	-	(26.01)
	Exceptional/Extra Ordinary Items	(0.04)	-
	Interest Income	(32.40)	(55.27)
	Operating Profit Before Working Capital Changes	16.78	(30.78)
	Adjustments for :		
	Proceeds from / (repayment of) long term borrowings	-	-
	Trade Payable & Other Long Term Liabilities	888.17	50,01,155.15
	Trade Receivable & Long Term Loans and advances	(911.53)	(50,01,374.75)
	Audit Fees Payable	-	-
	Cash Generated From / (Used In) Operations	(6.58)	(250.39)
	Taxes Paid	-	(14.33)
	Interest Paid	1.35	0.89
	Cash Flow Before Extraordinary Items		
	Other adjustments	0.04	-
	Net Cash from Operating Activities	(5.19)	(263.83)
B	CASH FLOW FROM INVESTING ACTIVITIES:		
	Purchase of Fixed Assets	(5.94)	(20.30)
	Investment Purchase	-	35.49
	Sale of Fixed Assets	-	-
	Interest Received	32.40	55.27
	Net Cash Used in Investing Activities	26.46	70.46
C	CASH FLOW FROM FINANCING ACTIVITIES:		
	Proceeding From Loan and Advances	-	160.16
	Interest Cost	(1.35)	(0.89)
	Issue of Equity Shares	-	1,533.58
	Other Equity	-	(1,465.34)
	Other Comprehensive Income	-	(52.55)
	Repayment Of Liability	-	-
	Net Cash Generated in Financing Activities	(1.35)	174.95
	Net Increase in Cash and Cash Equivalents	19.92	(18.42)
	Cash And Cash Equivalents as at the Beginning of the year	20.98	39.40
	Cash And Cash Equivalents as at the Closing of the year	40.90	20.98

For N. C. RUPAWALA & CO.
Chartered Accountants
Reg.No.125757W

R. Rupawala

Partner
M.No.118029
Date : 26/11/2024
Place : SURAT
UDIN: 24118029BKANHN3617



FOR UNISTAR MULTIMEDIA LIMITED

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UNISTAR MULTIMEDIA LIMITED

Significant Ratio Analysis

Additional information pursuant to Regulation 52(4) and Regulation 54 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended as at and for the year ended March 31, 2024.

Particulars	Unit	31-03-2024	31-03-2023
Debt-Equity Ratio	%	459434.20%	478333.32%
Debt Service Coverage Ratio	No of Times	0.0005	0.0004
Interest Service Coverage Ratio	No of Times	-	-
Capital Redemption Reserve	(Rs.)	-	-
Debenture Redemption Reserve	(Rs.)	-	-
Net Worth	(Rs.)	1,088.77	1,045.56
Net Profit Ratio	%	1.05%	1.46%
Current Ratio	No. of times	38705.76	30573.90
Long term debt to working capital	No. of times	-	-
Bad Debts to Account Receivables Ratio	%	-	-
Current Liability Ratio	No. of times	0.0000	0.0000
Total Debt to Total Asset Ratio	No. of times	0.9998	0.9998
Debtors Turnover Ratio	No. of Days	-	-
Inventory Turnover Ratio	No. of Days	-	-
Operating Margin	%	1.40%	2.25%
Return On Capital Employed	%	0.0009%	0.0007%
Net profit Margin including exceptional items	%	1.0476%	1.4568%
Net profit Margin excluding exceptional items	%	1.0467%	1.4568%
Return on Investment	%	0.0009%	0.0007%
Return on Equity Ratio	%	3.9687%	3.4039%



NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED MARCH 31ST. 2024:

1. Corporate Information

UNISTAR MULTIMEDIA LIMITED ("the Company") is a public limited company incorporated and domiciled in India and has its listing on the BSE, Bombay Stock Exchange. The registered office and principal place of business is at SH 187, Powai Plaza MTRII CST NS Hiranandani, Business Park, Powai, Mumbai, Maharashtra, India, 400076. The Company is in the Multimedia business.

The principal activities of the Company are to carry out business of Films Production, T.V. Serials, Music, Video and Distribution.

2. Basis of preparation of financial statements and Significant accounting policies:

2.1 Basis of preparation and Compliance with Ind AS

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), and the provisions of the Companies Act, 2013 ('the Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except for certain financial assets and liabilities which are measured at fair value/ amortized cost.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing account standard required a change to the accounting policy hitherto to in use. The statements of cash flows have been prepared under indirect method as set out in Ind AS-7 "Statement of Cash Flows".

The financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year-end figures.

2.2 Significant Accounting Policies:

a) Current versus non-current classification:

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

- Expected to be realized or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realized within twelve months after the reporting period.



- 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.

Liability is current when:

- It is expected to be settled in normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities 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 for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates and Judgements:

The preparation of the standalone financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. Management believes that the estimates used in preparation of financial statements are prudent and reasonable. Actual future period's results could differ from those estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made, and if material, their effects are disclosed in the notes to the financial statements.

c) Cash and Cash Equivalents:

Cash comprise cash on hand and demand deposits with banks. Cash equivalents are short term (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.



d) Tangible Fixed Assets- i.e. Property, Plant and Equipment:

Property, Plant and Equipment are stated at cost of acquisition or construction or cost of improvement inclusive of incidental costs related to acquisition and installation or at revalued amounts wherever such assets have been revalued less accumulated depreciation and impairment loss. Advances paid towards acquisition of fixed assets are disclosed as Capital Advances under Other Non-Current Assets. Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with expenditure will flow to the Company. Any gain or loss on disposal of an item of property, plant and equipment is recognized in the Statement of Profit and Loss.

e) Intangible Assets:

Intangible Assets are carried at cost less accumulated depreciation impairment losses, if any. The cost of intangible assets comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities) and any direct attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognized as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributable to the assets reliably, in which case such expenditure is added to the cost of the asset.

f) Depreciation and Amortization:

- i. Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual value as per Companies Act, 2013 at the rate in the manner prescribed in schedule II of the said Act.
- ii. Depreciation on additions/ disposal during the period is provided on prorata basis according to the period during which assets are put to use/ being used.
- iii. No Depreciation has been provided in respect of Capital Work in Progress.

g) Investments:

Non-current investments are carried at cost. Provision for diminution is not made to recognize a decline in value of non-current investments and is determined separately for each individual investment wherever and whenever necessary.



Current investments are carried individually, at the cost. Cost of Investments includes acquisition charges such as brokerage, fees and duties.

h) Revenue Recognition:

- i. The Company recognizes revenue on the sale of products when risks and rewards of the ownership are transferred to the customer. Sales are accounted exclusive of goods and service tax and net of sales return.
- ii. Sales returns are accounted on actual receipt of return goods/ settlements of claims.
- iii. Other income like dividend income and interest income is recognized when the right to receive payment is established.

i) Cost Recognition:

Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the Company are broadly categorized in purchase of goods and land for resale (purchase of stock in trade), employee benefit expense, finance cost and other expenses. Other expenses mainly include fees to external consultants, vehicle or conveyance expense and other expenses.

j) Foreign Currency Transaction:

There is no foreign currency transaction during the year.

k) Valuation of Inventories:

- i. Raw materials are valued at cost.
- ii. Work in progress has been valued at cost of materials and labour charges together with relevant factory overheads.
- iii. Finished Goods are valued at cost or net realizable value whichever is lower.

The cost of traded goods is determined on FIFO basis. The inventories are as taken, valued and certified by the Management.

l) Employee Benefits:

i. Short Term Employee Benefits:

All the employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and the expected cost of bonus are recognized in the period in which an employee renders the related services.



ii. Post-Employment Benefits:

Defined Contribution Plans:

The Company's Statutory Provident Fund, Employees' Superannuation Fund and Employee State Insurance Scheme are defined contribution plans. The Company has informed and explained that such benefits are not applicable to the Company and hence provisions of such benefits have not been done.

Defined Benefit Plan:

The Employees' Group Gratuity Fund is the Company's defined benefit plan for which Company has not taken Group Gratuity cum Life Insurance Policy from Life Insurance Corporation of India. The Company has informed that any gratuity or any benefits are not applicable to the Company and hence not provided.

- iii.** The employees are not paid any benefits other than salary and bonus during the year.

m) Taxes on Income:

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any related to income taxes. It is measured using tax rates and tax laws enacted or substantively enacted by the reporting date.

Minimum alternate tax (MAT), if any, paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available 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 MAT credit is allowed to be carried forward. Accordingly, MAT credit is recognized as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Company and the asset can be measured reliably.

Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognized only if there is virtual certainty that there will be sufficient future taxable income available to realize such assets. Deferred tax assets are recognized for timing



differences of other items only to the extent that reasonable certainty exist that sufficient future taxable income will be available against which these can be realized. Deferred tax assets are reviewed at each Balance Sheet date for their reliability.

n) Segment Reporting

The Company has no other segment; hence, nothing is to be required to be reported in accordance with Ind AS 108, Operating Segments.

o) Borrowing Cost:

The amendments in Ind AS 23 clarify that if any specific borrowing remains outstanding after the related asset are ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalization rate on general borrowings. The Company does not expect any impact from this amendment.

p) Provisions & Contingencies:

A provision is recognized when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimates can be made. Provisions (excluding long term benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized but disclosed in the notes to the Financial Statements. A contingent asset is neither recognized nor disclosed.

q) Restructuring:

A provision for restructuring is recognized when the Company has a detailed formal restructuring plan and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditure arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the entity. Contingent liabilities and contingent assets

Contingent liability is disclosed for,

- (1) Possible obligations which will be confirmed only by future events not wholly within the control of the Company, or
- (2) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent Assets are not recognized in financials.



r) Earnings Per Share:

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential ordinary shares, which includes all stock options granted to employees.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

s) Cash Flow Statement

Cash flows are reported using the indirect method, where by profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Notes to Accounts:

a) Share Capital:

- Details of Equity Shares as on March 31, 2024, is as follows:

Authorized Share (Quantum)	Issued, Subscribed & Paid up Share (Quantum)	Description
5,10,00,000	2,50,00,700	Outstanding as on 01-04-2023
5,10,00,000	2,50,00,700	Outstanding as on 31-03-2024
0	-	Addition/(Deduction)

- Shareholding Pattern (Shareholding more than 5%)

Particulars	As on 31/03/2024		As on 31/03/2023	
	No. of shares	%	No. of shares	%
Issued, Subscribed and paid up capital Equity Shares of Rs. 10 each	2,50,00,700		2,50,00,700	

Note: None of the promoter of the company is holding more than 5% of the share of the company.



b) Promoters' Shareholding:

Shares held by promoters at the end of the year				% Change during the year
S. No.	Promoter Name	No. of Shares	% of total shares	
1	Suresh Bafna	-	0.00	(0.02)
2	Monarch Network Capital Limited	-	0.00	(3.10)

Note:

- Suresh Bafna holding 6200 (0.02% of total share- holding) shares of the company as on 31.03.2023, all shares have been sold by the promoter. Hence, no share- holding as on 31.03.2024.
- Monarch Network Capital Limited is a company of promoter group, the company holding 774262 (3.10% of total share- holding) shares of the company as on 31.03.2023 and all the shares have been sold by the company. Hence, no share- holding as on 31.03.2024.

c) Auditor's Fee:

Payment to the Auditor comprises:	(Rs. in Lakhs)	
	31/03/2024	31/03/2023
As Auditors- Statutory Audit	1.29	1.15
For Taxation Matters	0.00	0.00
Total	1.29	1.15

d) The schedule III has become effective from 1st April, 2014 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year figures have been regrouped / reclassified wherever necessary.

e) Related Party Disclosures:

The Company has paid Rs. 17,000/- to Shrishti Jain (Related Party- Company Secretary) during the year under consideration as salary.

f) As confirmed by the Management, there are no Contingent Liabilities.

g) Reserves and Surplus:

Particulars	(Rs. in Lakhs)
	Amount
Reserves and Surplus	(1,411.30)

h) Net Worth:

Total Net Worth as on 31/03/2024	(Rs. in Lakhs)
	Amount
Net Worth	1088.77



i) Capital Work in Progress:

(Rs. in Lakhs)

CWIP	Amount in CWIP for a period of			Total
	Less than 1 year	2-3 years	More than 3 years	
Projects in Progress	-	-	-	-
Projects Temporarily suspended	N.A.			

j) Trade Payables:

(Rs. in Lakhs)

Trade Payables	Outstanding for following period from date of transaction				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	Nil				
(ii) Others	1753.91	439.28	--	49,99,986.62	50,02,179.82
(iii) Disputed Dues - MSME	Nil				
(iii) Disputed Dues - MSME	Nil				

k) Trade Receivable ageing schedule:

(Rs. in Lakhs)

Particular	Outstanding for following period from date of payment					Total
	Less than 6 month	6 months - 1 year	1-2 year	2-3 year	More than 3 year	
Undisputed Trade receivable - considered good	1695.63	501.81	319.53	--	--	2516.97
Undisputed Trade receivable - considered doubtful	--	--	--	--	--	--
Disputed Trade Receivable considered good	--	--	--	--	--	--
Disputed Trade Receivable considered good	--	--	--	--	--	--

#similar information shall be given where no due date of payment is specified, in that case disclosure shall be from the date of the transaction.

Unbilled dues shall be disclosed separately- NIL



l) Title deeds of Immovable Property not held in name of the company

Relevant Line Item in the Balance sheet	Description of item of property	Gross carrying value	Title Deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
NIL	NIL	NIL	NIL	NIL	NIL	NIL

#Relative here means relative as defined in the Companies Act, 2013.

*Promoter here means promoter as defined in the Companies Act, 2013.

m) Intangible Assets under development aging schedule

(Rs. in Lakhs)

Intangible assets under development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	-	-	-	-	-
Projects Temporarily suspended	N.A.				

*Total shall tally with the amount of Intangible assets under development in the balance sheet

n) Relationship with Struck off Companies

Where the company has any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956, the Company shall disclose the following details:-

Name of struck off company	Nature of transection with struck-off Company	Balance O/s	Relationship with the Struck off company, if any, to be disclosed
-	Investment in securities	-	-
-	Receivable	-	-
-	Shares held by stuck off co.	-	-
-	Other outstanding balances (to be specify)	-	-

o) Loans and Advances from related parties:

(Rs. in Lakhs)

Type of Borrower	Amount of Loan
Promoters	Nil
Directors	Nil



KMP's	Nil
Related Parties	Nil

p) Extraordinary Items:

Particulars	Amount (₹ in Lakhs)
Prior Period Items	0.03946

q) Significant Ratios:

Particulars	Unit	31/03/2024	31/03/2023
Current Ratio	No. of times	38705.76	30573.90
Debt-Equity Ratio	%	459434.20%	478333.32%
Debt Service Coverage Ratio	No. of times	0.0005	0.0004
Interest Service Coverage Ratio	No. of times	-	-
Return on Equity Ratio	%	3.9687%	3.4039%
Inventory Turnover Ratio	No. of days	-	-
Trade Receivables Turnover Ratio	No. of days	-	-
Trade Payables Turnover Ratio	No. of days	-	-
Net Capital Turnover Ratio	No. of days	-	-
Net Profit Ratio	%	1.0467%	1.4568%
Return On Capital Employed	%	0.0009%	0.0007%
Return on Investment	%	0.0009%	0.0007%

For N. C. RUPAWALA & CO.
Chartered Accountants

Firm Reg. No.: 125787

Rupawala

Nehal C. Rupawala
Partner

M.No.: 118029

UDIN: 24118029BKANHN3617

Date: 26/11/2024

Place: Surat



FOR UNISTAR MULTIMEDIA LIMITED,

Alka R. Mehta
(Director)
DIN: 03306793

Priyanka K. Sodagar
(Director)
DIN: 09614744

Yogeshkumar J. Shah
(CFO)
PAN: ACZPS3395M

Darshita B. Shah
(Company Secretary)
PAN: ACRPS0603E