

RACONTEUR GLOBAL RESOURCES LIMITED

(Formerly known as Ganesh Films India Ltd.)

Regd. Office: 503, 5th Floor, Plot – 461D, A Wing Parshvanath Gardens,
Bhaudaji Road, Kings Circle, Matunga, Mumbai-400019

Email Id: ganeshfilm.compliance@gmail.com | **CIN:** L07100MH2018PLC307613 | **Tel No:** +91 9779029129

31st July 2024

**The Listing Department
Bombay Stock Exchange Limited
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai, Maharashtra - 400001**

Sub: Submission of Annual Report for Financial Year 2023-24

REF: RACONTEUR GLOBAL RESOURCES LIMITED (FORMERLY KNOWN AS GANESH FILMS INDIA LIMITED (SCRIP CODE: 541703))

Dear Sir/Ma'am,

Pursuant to the provisions of Regulation 30 and 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed is the Annual Report for the 6th Annual General Meeting (AGM) of the Company to be held on **Thursday, 22nd day of August, 2024 at 12:00 Noon** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India.

The Annual Report for the Financial Year ended 31st March, 2024 is available also on the Company's Website www.ganeshfilms.com

You are requested to take the above information on record.

**For Raconteur Global Resources Limited
(Formerly known as Ganesh Films India Limited)**

**Rajiv Vashisht
(Managing Director)
DIN: 02985977**

Enclosed as above



6th **ANNUAL** **REPORT**

2023-24

RACONTEUR GLOBAL RESOURCES LIMITED
(formerly Known As Ganesh Films India Limited)

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rajiv Vashisht	Managing Director
Ms. Sahara Sharma	Non-executive Director
Mr. Iqbal Singh	Non-executive Director
Mr. Ajit Kumar Tripathy	Non-executive Director
Mr. Asdulla Mehfuzali Khan	Independent Director
Mr. Ramaswamy Ravikumar	Independent Director
Mr. Tushar Virendra Pratap Singh	Independent Director

CHIEF FINANCIAL OFFICER

Mr. Ravi Sharma

COMPANY SECRETARY AND COMPLIANCE OFFICER

Ms. Navkiran Kaur

STATUTORY AUDITORS

M/s Kapil Sandeep & Associates

Chartered Accountant
S.C.O 10, 2nd Floor, Sector-58,
Industrial Area, Mohali, Punjab

SECRETARIAL AUDITORS

Ms. Anuradha Malik

Practicing Company Secretary

OUR BANKERS

Yes Bank Limited

REGISTRARS & SHARE TRANSFER AGENTS

Bigshare Services Pvt. Ltd.

S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves
Road, Andheri (East),
Mumbai, Maharashtra, 400093.

LISTED AT (BSE- SME PLATFORM)

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001.

REGISTERED OFFICE:

503, Floor-5, Plot-461D, A Wing, Parshvanath Gardens, Bhaudaji Rd, Kings
Circle, Matunga,
Mumbai- 400019.

NOTICE OF 6TH ANNUAL GENERAL MEETING OF THE COMPANY

NOTICE IS HEREBY GIVEN THAT 6TH (SIXTH) ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF RACONTEUR GLOBAL RESOURCES LIMITED (FORMERLY KNOWN AS GANESH FILMS INDIA LIMITED) WILL BE HELD ON THURSDAY, 22ND AUGUST, 2024 AT 12:00 NOON THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31ST March, 2024 together with the Reports of the Board of Directors and Auditors thereon.**

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

“RESOLVED THAT the Audited Financial Statements of the Company including the Balance Sheet as at 31ST March, 2024, the Statement of Profit & Loss, the Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon, be and are hereby received, considered and adopted.”

- 2. To appoint a Director in place of Ms. Sahara Sharma (DIN: 07682859) who retires by rotation and being eligible, offers herself for re-appointment.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 and the rules made there under, Ms. Sahara Sharma (DIN: 07682859), Non-Executive Director, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as the Director of the Company.”

3. To appoint M/s Kapil Sandeep & Associates, Chartered Accountants (FRN: 016244N) as Statutory Auditors of the Company

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

“**RESOLVED THAT** pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and pursuant to the recommendation of the Audit Committee, M/s. Kapil Sandeep & Associates, Chartered Accountants, having Firm Registration No. 016244N be and are hereby appointed as the Statutory Auditors of the Company for consecutive term of five years, from the conclusion of this 6th Annual General Meeting till the conclusion of the 11th Annual General Meeting to be held in the year 2029, to examine and audit the accounts of the Company at such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company.”

SPECIAL BUSINESS:

4. To appoint Mr. Ajit Kumar Tripathy (DIN:07264159) as a Non-Executive Non-Independent Director of the Company

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

“RESOLVED THAT in accordance with the provisions of Section 149, 152 and 161 read with other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the members be and is hereby accorded that Mr. Ajit Kumar Tripathy (DIN: 07264159) who was appointed as an Additional Director in the category of Non-Executive Non-Independent Director by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee with effect from 10th June, 2024 pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, is hereby appointed as Non-Executive Non-Independent Director of the Company and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. Reclassification from “Promoter & Promoter Group” category to “Public” category

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Regulation 31A and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactments thereof for the time being in force) (“SEBI Listing Regulations”) and any other laws as may be applicable from time to time, and in furtherance to the views of the Board of Directors of the Company as reproduced in the Explanatory Statement annexed to the Notice and subject to the approval of BSE Limited (hereinafter referred to as the “Stock Exchange”), the Securities and Exchange Board of India (“SEBI”) / other statutory authorities as may be required, approval of the Members of the Company be and is hereby accorded for reclassification of the following Promoter & Promoter Group Members from “Promoter & Promoter Group” category to “Public” category:

S.N	NAME	CATEGORY	NO OF SHARES	PERCENTAGE OF HOLDING
1	Mr. Gaurav Kumar	Promoter	1213	0.04%
2	Annaya Management Consultancy Private Limited	Promoter Group	583	0.01%

RESOLVED FURTHER THAT Mr. Rajiv Vashisht (DIN: 02985977) Managing Director and/or Ms. Navkiran Kaur, Company Secretary and Compliance Officer of the Company (including any Committee thereof, as authorized by the Board) ("Board") and the official(s) of the Company authorized by the Board in this regard be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to submitting intimations/filings with and seeking approval from the Stock Exchange(s), and/or any other Authorities (as may be applicable), to execute all other documents, declarations required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such Authorities/Stock Exchange(s) as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolution."

6. Approval of Related Party Transaction

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT after receiving the recommendation of audit committee pursuant to Section 177 of Companies Act, 2013 (herein after referred to as the "Act") read with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and pursuant to Section 188 and other applicable provisions, if any of the Act and relevant Rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in terms of Regulation 23 of Listing Regulations, and other applicable provisions of the Listing Regulations, as

amended from time to time, enabling provisions of the Memorandum and Articles of Association of the Company, all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (which term shall be deemed to include any Committee thereof or Director(s) or Official(s) of the Company for the time being authorized by the Board to exercise the powers conferred on the Board by this Resolution) for Trading, Transportation and supply of Coal Contracts with M/s Sandhya Protectors Limited (being the related party within the meaning of the Act read with Listing Regulations), for such consideration and terms & conditions as detailed in the Explanatory Statement for an amount upto Rs. 10,00,00,000/- (Rupees Ten Crore Only).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to:

- (i) finalize the terms and conditions for the Agreement to be entered and to settle and finalize all issues that may arise in this regard, without further referring to the Members of the Company, including without limitation, finalizing and executing necessary agreements, deeds of assignment and such other documents as may be necessary or expedient in its own discretion and in the best interest of the Company,
- (ii) execute all such deeds, matters and things as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto and to do and perform or cause to be done all such acts, deeds, matters and

things, as may be required or deemed necessary or incidental thereto, including delegation of all or any of the powers herein conferred by this resolution, to any Director(s), or to any Committee of Directors or any other Officer(s)/Authorised Representative(s) of the Company, or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary to give effect to this Resolution.”

7. To increase the remuneration payable to Mr. Rajiv Vashisht (DIN: 02985977), Managing Director of the Company

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

“RESOLVED THAT in accordance with the provisions of Section 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, the consent of members of the Company, be and is hereby accorded to pay the remuneration and reimbursement of expenses incurred in the official capacity on actual basis to Mr. Rajiv Vashisht (DIN: 02985977), Managing Director of the Company, w.e.f 1st April, 2023 as per the details set out in the explanatory statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter/modify/amend and vary the terms and conditions of the said remuneration as it may deem fit and as may be acceptable to Mr. Rajiv Vashisht (DIN: 02985977), which does not exceeds the limits specified under Section 197 of the

Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board
For Raconteur Global Resources Limited
(Formerly Known as Ganesh Films India Limited)**

**Sd/-
Navkiran Kaur
Company Secretary and Compliance Officer
M.No.: A69879**

REGISTERED OFFICE:

503, FLOOR-5, PLOT-461D, A WING PARSHVANATH GARDENS, BHAUDAJI RD,
KINGS CIRCLE, MATUNGA MUMBAI-400019

Phone: +91 9779029129

Email: ganeshfilm.compliance@gmail.com

Date: 15th July, 2024

Place: Punjab

NOTES:

1. An explanatory statement as required under Section 102 of the Companies Act, 2013 in respect of the special business specified above is annexed hereto. Information pursuant to provisions of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Item No 2 and 4 are annexed to this notice.
2. The present Annual General Meeting (“AGM”) has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 2/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and 09/2023 dated 25th September, 2023 and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by SEBI (hereinafter collectively referred to as 'the Circulars’). Since this AGM will be held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), Members will not be able to appoint proxies for this meeting. Further, Attendance Slip and Route Map are not being annexed to this Notice.
3. Corporate Members are requested to send a certified copy (in PDF / JPG format) of the Board Resolution authorizing their representatives to attend the AGM, pursuant to Section 113 of the Act, through e-mail at ganeshfilm.compliance@gmail.com.
4. The Register of Members and the Share Transfer Book of the Company shall remain closed from **Monday, 19th August, 2024 till Thursday, 22nd August, 2024.**

5. Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 i.e. Secretarial Standards on General Meetings in respect of the Director seeking appointment/reappointment at the Meeting is annexed to the Notice as **ANNEXURE–A**. Details under Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment of statutory auditor is annexed herewith as **ANNEXURE-B**.
6. In conformity with the applicable regulatory requirements, the Annual Report containing the Notice of this AGM and Annual Accounts for the financial year 2023-24 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories (NSDL/CDSL). Further In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020 the Notice calling the AGM has been uploaded on the website of the Company at www.ganeshfilms.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at cbseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com. Members may also note that the Notice of the Meeting and the Annual Report will also be available on the Company's website for www.ganeshfilms.com download.
7. Relevant Documents referred to in the accompanying Notice, Registers and all other statutory documents will be made available for inspection in the electronic mode. Members can inspect the same by sending a request to the Company's investor email ID i.e. ganeshfilm.compliance@gmail.com.

8. The general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 2/2022 dated May 05, 2022 and 10/2022 dated December 28, 2022. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The detailed Instruction for attending AGM through VC/OAVM is annexed to the Notice as **ANNEXURE-C**.
9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 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 dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021, 2/2022 dated May 05, 2022 and 10/2022 dated December 28, 2022, the Company is providing facility of remote e-voting (facility to cast vote prior to the AGM) and also e-voting during the AGM 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 Central Depository Services (India) Limited (CDSL) 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 CDSL. The detailed instruction for remote E-Voting & E-Voting at AGM is annexed to the Notice as **ANNEXURE-C**.
10. Ms. Anuradha Malik, Practicing Company Secretary [Membership No. A60626, COP-27205] has been appointed as the Scrutinizer to scrutinize the e-voting process (remote as well as at the time of AGM) in a fair and transparent manner.

11. The remote e-voting period commences on **Monday, 19th August, 2024 [9:00 A.M.] and ends on Wednesday, 21st August, 2024 [5:00 P.M.]** During this period, Members holding shares either in physical form or demat form, as on **Friday, 16th August, 2024** i.e. Cut-off date, may cast their vote electronically. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.
12. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail facility of remote e-voting. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions for e-voting as provided in the Notice convening the Meeting, which is available on the website of the Company and CDSL. However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and password for casting vote.
13. The Results of voting will be declared within 2 (two) working days from the conclusion of the AGM and the Resolutions will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The declared Results, along with the Scrutinizer's Report, will be available forthwith on the Company's website www.ganeshfilms.com and on the website of CDSL i.e., www.evotingindia.com immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited [BSE], where the equity shares of the Company are listed.

14. REQUEST TO MEMBERS

- (i) As mandated by the Securities and Exchange Board of India (“SEBI”), securities of the Company can be transferred /traded only in dematerialised form. Members holding shares in physical form are advised to avail the facility of dematerialization.
- (ii) SEBI has vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 read with SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/687 dated December 14, 2021 and SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 (“SEBI Circulars”) mandated furnishing of Permanent Account Number ('PAN'), KYC details viz. Contact Details (Postal Address, Mobile Number and E-mail), Bank Details, Nomination etc. by holders of physical securities. The Company had sent letters for furnishing the required details. Any service request shall be entertained by Bigshare Services Private Limited only upon registration of the PAN, KYC details and the nomination. Further, in absence of the above information on or after October 1, 2023, the folio(s) shall be frozen by Bigshare Services Private Limited in compliance with the aforesaid SEBI Circulars. If the folio(s) continue to remain frozen as on December 31, 2025, the frozen folios shall be referred by Bigshare Services Private Limited /Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002.
- (iii) Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc.

For shares held in electronic form to their Depository Participant for making necessary changes. NSDL has provided a facility for registration/updation of e-mail address through the link: <https://eservices.nsdl.com/kyc-attributes/#/login> and opt-in/opt-out of nomination through the link: <https://eservices.nsdl.com/instademat-kyc-nomination/#/login>.

For shares held in physical form by submitting to Bigshare Services Private Limited the forms given below along with requisite supporting documents:

S. No.	PARTICULARS	FORM
1	Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes /updation thereof	ISR-1
2	Confirmation of Signature of shareholder by the Banker	ISR-2
3	Registration of Nomination	SH-13
4	Cancellation or Variation of Nomination	SH-14
5	Declaration to opt out of Nomination	ISR-3

- (iv) Non-Resident Indian members are requested to inform the Company/ Bigshare Services Private Limited (if shareholding is in physical mode)/ respective DPs (if shareholding is in demat mode), immediately of change in their residential status on return to India for permanent settlement.
- (v) Members may please note that the Listing Regulations mandate transfer, transmission and transposition of securities of listed companies held in physical form only in demat mode. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB /P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities

certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate etc., by submitting a duly filled and signed Form ISR-4 along with requisite supporting documents to Bigshare Services Private Limited as per the requirement of the aforesaid circular.

By Order of the Board

For Raconteur Global Resources Limited

(Formerly Known as Ganesh Films India Limited)

Sd/-

Navkiran Kaur

Company Secretary and Compliance Officer

M.No.: A69879

REGISTERED OFFICE:

503, FLOOR-5, PLOT-461D, A WING PARSHVANATH GARDENS, BHAUDAJI RD,
KINGS CIRCLE, MATUNGA MUMBAI-400019

Phone: +91 9779029129

Email: ganeshfilm.compliance@gmail.com

Date: 15th July, 2024

Place: Punjab

ANNEXURE A TO THE NOTICE

DISCLOSURE PURSUANT TO THE REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AND SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA ('ICSI'), INFORMATION IN RESPECT OF THE DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT AT THE AGM, IS PROVIDED HEREIN BELOW:

Name of Director	Ms. Sahara Sharma	Ajit Kumar Tripathy
Age	41 Years	35 Years
Date of Appointment by the Board of Directors	5th September, 2022	10th June, 2024
Brief Resume and nature of expertise in functional areas	She has over 10 Years of work Experience in HR & Administration in Corporates Like TATA, Bennett Coleman & Company Limited (Times Group), Genpact etc. now running her own business.	He is a certified Business Entrepreneur by Profession. With more than Ten years of extensive experience in Business Developing, Acquisitions, Strategy & Planning, Raw Material Procurement and Projects; he started SPL GROUPS bulk commodity trading, Mining & Services platform for sale and purchase of bulk raw materials like Iron Ore, Coking coal, Thermal coal, Limestone, Scrap etc. and Processed materials like Pellets, Sponge iron, all kind of steels etc. He has an avid interest in Mining, Trading and Services Sector in and outside India. He has an association with many Good Corporate for more than a decade and worked with Renowned Business Persons
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the company inter-se	NIL	NIL

Terms and conditions of appointment or re – appointment	Liabie to retire by rotation	Liabie to retire by rotation
The remuneration last drawn	NA	NIL
The number of Meetings of the Board attended during the year	10	NIL
No. of Directorships held in other listed Companies	NIL	NIL
Memberships / Chairmanships of Committees of other listed Companies	NIL	NIL
Number of shares held in the Company	NIL	NIL

By Order of the Board

For Raconteur Global Resources Limited

(Formerly Known as Ganesh Films India Limited)

Sd/-

Navkiran Kaur

Company Secretary and Compliance Officer

M.No.: A69879

REGISTERED OFFICE:

503, FLOOR-5, PLOT-461D, A WING PARSHVANATH GARDENS, BHAUDAJI RD,
KINGS CIRCLE, MATUNGA MUMBAI-400019

Phone: +91 9779029129

Email: ganeshfilm.compliance@gmail.com

Date: 15th July, 2024

Place: Punjab

ANNEXURE-B TO THE NOTICE

DISCLOSURE PURSUANT TO THE REGULATION 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Pursuant to the provisions of Section 139 of the Act read with Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s Kapil Sandeep & Associates, Chartered Accountants (FRN: 016244N) was appointed as the Statutory Auditors of the Company for the financial year 2023-24 as per the terms and conditions as stated in the appointment letter.

The Company is proposing to appoint, M/s Kapil Sandeep & Associates, Chartered Accountants (FRN: 016244N) as the Statutory Auditors of the Company for a term of 5 years commencing from 2024-25 till 2028-29.

Basis of recommendation of the appointment: The Auditor firm is having working experience of approximately 25 years and the said firm is also peer reviewed. The proposed Auditor have given their written consent for appointment and a certificate that the appointment, if made, shall be in accordance with the conditions as prescribed under the provisions of the Companies Act, 2013.

Proposed fees payable to the statutory auditor(s) along with terms of appointment and in case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change: Not Applicable

ANNEXURE: C TO THE NOTICE

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

- (i) The voting period begins on **Monday, 19th August, 2024 (09:00 A.M.) and ends on Wednesday, 21st August, 2024, (05:00 P.M.)** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off date (Record Date) of i.e. **Friday, 16th August, 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting time.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/

Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/20 20/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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,</p>

Type of shareholders	Login Method
	<p>so that the user can visit the e-voting service providers' website directly.</p> <p>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.</p> <p>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 e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period.</p> <p>If the user is 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</p> <p>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</p>

Type of shareholders	Login Method
	service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

Login type	Helpdesk details
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 022-23058738 and 22-23058542-43.
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 toll free no.:18001020990 and1800224430

- (v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digital pha numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (3).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company's election screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for Raconteur Global Resources Limited (Formerly Known as Ganesh Films India Limited) on which you choose to vote.

- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User Id and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Facility for Non–Individual Shareholders and Custodians– Remote Voting

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to login and register themselves in www.evotingindia.com and register themselves in the “Corporates Module.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ganeshfilm.compliance@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops/I-Pads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance latest by **Friday, 16th August, 2024** by 5:00 PM mentioning their name, demat account number/folio number, email id, mobile number at (company email id- ganeshfilm.compliance@gmail.com).

These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the AGM.

If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

Item No. 4:

The Board of Directors of the Company, based on the recommendations of the Nomination and Remuneration Committee has appointed Mr. Ajit Kumar Tripathy (DIN: 07264159) as an Additional Director in the category of Non-Executive Non-Independent Director on the Board with effect from 10th June, 2024 till the conclusion of the ensuing general meeting of the company Accordingly, approval of the shareholders is sought to comply with SEBI Listing Regulations 2015 and Companies Act, 2013. Mr. Ajit Kumar Tripathy is eligible to be appointed as Non-Independent Director in terms of Section 164(2) of the Companies Act, 2013. The consent to act as Director has been received from Mr. Ajit Kumar Tripathy. Further, he has also confirmed that he is not debarred from holding the office of a director pursuant to any SEBI Order or any such Authority. The Company has also received a Notice from a Member in writing under Section 160(1) of the Act proposing her candidature for the office of Director. Mr. Ajit Kumar Tripathy's terms of appointment shall be liable to retire by rotation.

Brief Profile of Mr. Ajit Kumar Tripathy

He is a certified Business Entrepreneur by Profession. With more than Ten years of extensive experience in Business Developing, Acquisitions, Strategy & Planning, Raw Material Procurement and Projects; he started SPL GROUPS bulk commodity trading, Mining & Services platform for sale and purchase of bulk raw materials like Iron Ore, Coking coal, Thermal coal, Limestone, Scrap etc. and Processed materials like Pellets, Sponge iron, all kind of steels etc.

He has an avid interest in Mining, Trading and Services Sector in and outside India. He has an association with many Good Corporate for more than a decade and worked with Renowned Business Persons.

The Board considers that the association of Mr. Ajit would benefit the Company, given the knowledge, experience and performance of Mr. Ajit and accordingly, the Board recommends the Ordinary Resolution set out in Item No. 4 of the accompanying Notice for approval of the Members.

Except Mr. Ajit Kumar Tripathy and his relatives, none of the other Directors or Key Managerial Personnel (KMP) of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

Accordingly, based on the recommendation of the NRC, the Board recommends the resolution as set out in item No. 4 of the Notice for approval by the members as Ordinary Resolution.

Item No. 5:

The Members may note that the Company has received requests from the following Promoter & Promoter Group Members of the Company to reclassify them from the status of 'Promoter & Promoter Group' category to 'Public' category of Shareholders of the Company:

S.N	NAME	CATEGORY	NO OF SHARES	PERCENTAGE OF HOLDING
1	Mr. Gaurav Kumar	Promoter	1213	0.04%
2	Annaya Management Consultancy Private Limited	Promoter Group	583	0.01%

In the aforesaid respective reclassification requests, the Company has received confirmation from each of the aforesaid Promoter/Promoter Group Members (individually be hereinafter referred to as the “Applicant” and collectively as “Applicants”) seeking re-classification under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) stating that:

- i)** The Applicant, on individual basis, holds the shareholding of the listed entity as mentioned above and together do not hold more than 10% of the total voting rights in the listed entity.
- ii)** The Applicant does not exercise control over the affairs of the listed entity directly or indirectly;
- iii)** The Applicant does not have any special rights with respect to the listed entity through formal or informal arrangements including through any shareholder agreements.
- iv)** The Applicant/Director or Shareholders of the Applicant does not represent on the Board of Directors (including not having a Nominee Director) of the listed entity;
- v)** The Applicant/Director or Shareholders of the Applicant does not act as a Key Managerial Person (“KMP) in the listed entity;
- vi)** The Applicant/Director or Shareholders of the Applicant is not 'wilful defaulter' as per the Reserve Bank of India Guidelines;
- vii)** The Applicant/Director or Shareholders of the Applicant is not fugitive economic offender.

The intimation for receipt of the aforesaid reclassification requests, enclosing the copy thereto, was submitted by the Company to the Stock Exchanges (BSE Limited) on 4th July, 2024. The Members are further informed that:

- i)** The Company is compliant with the requirement of minimum public shareholding as required under Regulation 38 of the SEBI Listing Regulations;
- ii)** Trading in Equity Shares of the Company is not suspended by the Stock Exchanges;
- iii)** The Company does not have any outstanding dues to the SEBI, the Stock Exchanges or to the Depositories. However, the Company may have payables in respect of services availed from them, for which invoices have not been raised / received. The Board of Directors of the Company (“Board”) in its meeting held on 15th July, 2024 analysed the aforesaid reclassification requests and the views of the Board are as follows (the same was also intimated by the Company to the Stock Exchanges on 15th July, 2024:
 - (i)** As per Regulation 31A(3)(b)(i) of the SEBI Listing Regulations, the promoter(s) seeking re-classification and persons related to the promoter(s) seeking re-classification shall not together, hold more than ten percent of the total voting rights in the listed entity.
 - (ii)** As per the confirmation and undertaking received from the Promoter/Promoter Group members in their request letter for reclassification, they have individually confirmed the following:

- (a)** I/We along with 'persons related' to me/us together do not hold more than ten percent of the total voting rights in the company. "persons related" as mentioned herein shall have the meaning as defined in Regulation 31A(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended);
- (b)** I/We do not exercise control over the affairs of the Company directly or indirectly;
- (c)** I/We do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- (d)** I/We am/are not represented on the Board of Directors (including as a Nominee Director) of the Company;
- (e)** I/We am/are not acting as a Key Managerial Person in the Company;
- (f)** I/We am/are not a 'wilful defaulter' as per the Reserve Bank of India Guidelines;
- (g)** I/We am/are not a fugitive economic offender.

We further confirm and undertake that in case the requisite approvals are received and we are categorised as "Public" shareholders, then

- (a)** I/We shall continue to comply with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 at all times from the date of re-classification (if approved by the shareholders and the Stock Exchanges/authorities), failing which, I/We shall be reclassified as promoter/person belonging to the promoter group of the company;
- (b)** I/We shall comply with the conditions mentioned in the of sub-clauses (iv) and (v) of clause (b) of Regulation 31A(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 for a period of not less than three years from the date of reclassification (if approved by the shareholders and the Stock Exchanges/authorities), failing which, I/We shall be reclassified as promoter/ person belonging to promoter group of the company;
- (c)** I/we am/are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/ MRD/DSA/CIR/P/2017/92 dated August 01, 2017;
- (d)** I/we am/are not in violation of the provisions of Regulation 24 of the SEBI Delisting Regulations, 2009;

Sub-Regulation 3(a)(ii) of Regulation 31A of the SEBI Listing Regulations provides that the Board of Directors of the listed entity shall analyse the reclassification request and place the same before the shareholders in a general meeting for approval along with the views of the Board on the request within the prescribed time. The Board of the Company analysed the aforesaid reclassification requests received by the Company, as mentioned above and in view of the rationale provided by the

Promoter/Promoter Group members who have made the application for reclassification and based on the confirmation that they satisfy the requirements of Regulation 31A of the SEBI Listing Regulations, the Board was of the view that the requests made by the said Promoter/Promoter Group members as given above for reclassification of their shareholding from “Promoter/Promoter Group” category to “Public” category, be recommended to the Members of the Company, for approval.

The reclassification requests, if approved by the Members of the Company shall be subject to the approval of the Stock Exchange as per the provisions of Regulation 31A of SEBI Listing Regulations.

Further, in terms of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended) read with the provisions of the Company's Insider Trading Code, the term “Designated Persons” inter alia includes Promoters/Promoter Group Members of the listed entity. As per the provisions of the Company's Insider Trading Code, the Designated Persons cannot carry out contra-trade for a period of six months from the date of previous transaction. Assuming that, in the event the reclassification requests are approved by the Stock Exchanges and the Promoter Group members are reclassified under Public category, the said persons shall consequently cease to be the Designated Persons of the Company, provided that they do not attract any other parameters that qualify them as Designated Persons. Consequently, the contra-trade restrictions as applicable to the Designated Persons, will no longer be applicable to the persons, if so reclassified.

The Members are also informed that pursuant to the provisions of Regulations 31A(3)(a)(iii) of the SEBI Listing Regulations, the

request of the promoter(s) seeking reclassification shall be approved in the general meeting by an Ordinary Resolution in which the Promoter(s) seeking reclassification and the persons related to him/her/it have not voted to approve such reclassification request.

As per the requirement prescribed under the Regulation 31A of the SEBI Listing Regulations, the Board places the resolution as placed at Item No. 5 pertaining to reclassification from the Promoter/Promoter Group category to Public category along with the aforementioned views of the Board. The Board recommends the resolution for the approval of the Members of the Company by an Ordinary Resolution, and once approved by the Members, the same shall be subject to the approval of the Stock Exchanges (BSE Limited) and/ or such other Authorities as may be required.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution. The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as an Ordinary Resolution.

Item No. 6:

The Board of Directors in its meeting held on 15th July, 2024 (after receiving the consent of the Independent Directors in the audit committee meeting held on 15th July, 2024) has considered and approved the related party transaction for Trading, Transportation and supply of Coal Contracts with M/s Sandhya Protectors Limited (Mr. Ajit Kumar Tripathy, Non-Executive and Non-Independent Director being the related party) for an amount upto Rs. 10,00,00,000/- (Rupees Ten Crore Only).

Since in accordance with the provisions of Section 188(1)(b) of the Companies Act, 2013 (“Act”) read with Rule 15(3)(a)(ii) of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Listing (Obligation and Disclosure) Regulations (“LODR”), the value of the transaction entered into between related parties and the Company exceeds 10% of the net worth of the company and is considered material in accordance with the Regulation 23 of LODR, thus prior approval of members of the company by way of passing an Ordinary resolution, is required before entering into the said transaction.

Said related party transaction has been considered by the audit committee in its meeting held on 15th July, 2024 and subsequently by the Board in its meeting held on the same date.

The disclosures under Rule 15(3) (ii) of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended as enumerated herewith:

Name of related party	Sandhya Protectors Limited
Name of Director or KMP who is related	Mr. Ajit Kumar Tripathy
Nature of relationship	Mr. Ajit Kumar Tripathy is Director of Sandhya Protectors Limited
Nature, material terms, monetary value and particulars of the contract or arrangements;	Trading, Transportation and supply of Coal Contracts for an amount upto Rs. 10,00,00,000/- (Rupees Ten Crore Only)
Any other information relevant or important for the members to take a decision on the proposed resolution	N.A.

None of the Related Parties shall vote to approve the relevant transaction irrespective of whether the entity is a party to the particular transaction or not and accordingly Mr. Ajit Kumar Tripathy and his relatives (if holding shares in the company) shall not vote on the resolutions set out at Item No. 6.

Except for Mr. Ajit Kumar Tripathy, Non-Executive Non-Independent Director and his relatives, None of the Directors and Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution except may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any.

The Board is of the opinion that the aforesaid proposal is in the best interest of the Company and accordingly the Board recommends the Ordinary Resolution as set out in Item No. 6 of this Notice for approval of the Members.

Item No. 7:

Based on the recommendation of Nomination and Remuneration Committee and by virtue of approval of the Board of Directors in their meeting held on 15th March, 2024, it is being proposed by the Board of Directors to pay the remuneration to Mr. Rajiv Vashisht as Managing Director of the Company w.e.f April 1, 2023 maximum amount upto Rs.2,00,000/- (Rupees Two Lakh Only).

Further, the members are requested to authorise the Board to alter and vary the terms and conditions including remuneration and incremental thereof, from time to time for Mr. Rajiv Vashisht, but such remuneration payable shall be within the limits specified in the

Section 197 and other applicable provisions of the Companies Act, 2013 ('the Act').

As per the proviso (i) to Section 197 and other applicable provisions of the act, the remuneration payable to managing director shall not exceed 5% of the net profits.

Based on the performance of Mr. Rajiv Vashisht, the proposed remuneration for the financial year 2023-24 exceeds the prescribed limit of 5% as specified under the above mentioned proviso (i) to Section 197 of the Companies Act, 2013.

In accordance with the applicable provisions of the Companies Act, 2013, approval of members is being sought, by way of special resolution, for payment of Mr. Rajiv Vashisht, Managing Director, remuneration in excess of prescribed limit of 5% of net profit of the Company, in this AGM.

However, the overall managerial remuneration payable to all directors shall not exceed the limit of 11% of net profit of the Company as prescribed under Section 197 of the Act read with rules made thereunder or other applicable provisions or any statutory modifications thereof. The Nomination and Remuneration Committee and Board of Directors of the Company vide its resolution dated 15th March, 2024, has approved payment of remuneration to Mr. Rajiv Vashisht, in excess of prescribed limit under Section 197 and other applicable provisions of the act, subject to the approval of the members at this 6th AGM.

Accordingly, the Board recommends the resolution set forth in Item No. 7 relating to approve and increase in the limit of managerial remuneration payable to Mr. Rajiv Vashisht, Managing Director in

excess of 5% of the net profits of the Company, by way of Special Resolution.

Except Mr. Rajiv Vashisht and his relatives, no other director(s) and Key Managerial Personnel(s) or their relatives, is in any way, concerned or interested, financially or otherwise, in this resolution.

**By Order of the Board
For Raconteur Global Resources Limited
(Formerly Known as Ganesh Films India Limited)**

**Sd/-
Navkiran Kaur
Company Secretary and Compliance Officer
M.No.: A69879**

REGISTERED OFFICE:

503, FLOOR-5, PLOT-461D, A WING PARSHVANATH GARDENS, BHAUDAJI RD,
KINGS CIRCLE, MATUNGAMUMBAI-400019

Phone: +91 9779029129

Email: ganeshfilm.compliance@gmail.com

Date: 15th July, 2024

Place: Punjab

DIRECTOR'S REPORT

The Members of
 Raconteur Global Resources Limited
 (Formerly known as Ganesh Films India Limited)

Your Directors have pleasure in presenting the 6th Director's Report of your Company together with the Audited Financial Statements along with Auditors' Report for the Financial Year ended 31st March, 2024.

1. FINANCIAL HIGHLIGHTS AND STATE OF COMPANY'S AFFAIRS

(a) Financial Highlights and Operational Overview

(Amount in Lakhs)

Particulars	Current year (2023-24)	Previous Year (2022-23)
Total Income	171.57	7.29
Total Expenses	143.70	221.87
Profit/ (Loss) Before Exceptional Item	27.87	(214.58)
Exceptional Item	-	-
Profit Before Tax	27.87	(214.58)
Tax Expenses		
Current Tax	-	-
Deferred Tax	(83.35)	-
Profit/(Loss) after Tax	111.22	(214.58)
Earnings per share (Rs.)		
Basic	3.70	(7.13)
Diluted	3.70	(7.13)

During the year, your Company recorded Total Income of Rs. 171.57 Lakhs (previous year Rs. 7.29 Lakhs). After all the financial adjustments, the company has earned a net profit after tax of Rs. 111.22 Lakhs.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements are available on the website of the company i.e, www.ganeshfilms.com. These documents are available for inspection during working hours at the registered office of your Company. Any member interested in obtaining such document may write to the Company Secretary and the same shall be furnished on request.

(b) Capital Structure

The Authorized Share Capital as at 31st March, 2024 stood at ₹ 7,00,00,000/- (Rupees Seven Crore only) divided into 7000000 (Seventy Lakh) equity shares of Rs. 10/- (Rupees Ten Only) each and the paid-up Equity Share Capital as at March 31, 2024 stood at ₹ 3,00,76,840/- (Rupees Three Crore Seventy-Six Thousand Eight Hundred Forty Only) divided into 3007684 (Thirty Lakh Seven Thousand Six Hundred Eighty Four) equity shares of Rs. 10/- (Rupees Ten Only) each.

During the year under review, the company in its Extra Ordinary General Meeting held on 29th March, 2024 has:

- Increased the Authorized Capital of the Company from Rs. 3,50,00,000/- (Rupees Three Crore Fifty Lakh Only) divided into 3500000 (Thirty Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 7,00,00,000/- (Rupees Seven Crore Only) divided into 7000000 (Seventy Lakh) Equity Shares of Rs.10/-

(Rupees Ten Only) each, by way of creation of additional 3500000 (Thirty Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each aggregating to Rs. 3,50,00,000 (Rupees Three Crore Fifty Lakh Only).

- Approved the increase in paid up share capital of the company by issuing 3382346 Equity Shares of the company. After closure of the financial year ended on 31st March, 2024, the Board in its meeting held on 8th May, 2024 has allotted 2205877 Equity Shares to 8 allottees via cash consideration and by the way of conversion of loan.
- Therefore, the company's paid up share capital after the closure of the financial year ended on 31st March, 2024 stands at Rs. 5,21,35,610/- (Five Crore Twenty One Lakh Thirty Five Thousand Six Hundred Ten Only).

(c) Transfer to Reserves in Terms of Section 134 (3) (J) of the Companies Act, 2013

For the Financial Year ended 31st March, 2024, the Company has not proposed to carry any amount to the General Reserve Account.

(d) Dividend

In view of the planned business growth, your directors deem it proper to preserve the resources of the Company for its activities and therefore, do not propose any dividend for the Financial Year ended 31st March, 2024.

(e) **Loans**

As on 31st March, 2024 the company have NIL Secured Loans. The details of the unsecured loans taken by the company are elaborated under Note No. 4 in the financial statements for the financial year ended on 31st March, 2024.

(f) **Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report**

No Material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report except the following:

- a. Allotment of 2205877 Equity Shares to 8 allottees via cash consideration and by the way of conversion of loan.

Further during the financial year ended on 31st March, 2024 the company has initiated the following via conducting Postal Ballot:

- a. The company has changed its name from “Ganesh Films India Limited” to “Raconteur Global Resources Limited” and the fresh certificate of incorporation has been issued by RoC dated 18th December, 2023.
- b. The company has altered its object clause to:
 - 1. To establish and carry on directly or indirectly all or any industry, trade or business of preparing, mining, quarrying,

boring, digging of stones, sand, iron ore, all types of major and minor minerals.

2. To engage in the business of cutting, polishing, processing, treating, importing, exporting of all types of stones including but not limited to marble, granite, late rite, lime stone, sand stone, slabs, tiles and other building material and color stones of every description and type, including setting, processing, trading or dealing into waste and by products arising from the mining or processing of stones of all types.
3. To engage in all types of business of import/ export/trading of stone, mines, minerals, metals etc.

2. PUBLIC DEPOSITS

During the year under review, your Company did not accept any deposits from the public in terms of the provisions of Chapter V of the Companies Act, 2013.

3. CHANGE IN THE NATURE OF THE BUSINESS

The Company has altered its Object Clause and the new altered objects of the company are as follows:

1. To establish and carry on directly or indirectly all or any industry, trade or business of preparing, mining, quarrying, boring, digging of stones, sand, iron ore, all types of major and minor minerals.

2. To engage in the business of cutting, polishing, processing, treating, importing, exporting of all types of stones including but not limited to marble, granite, late rite, lime stone, sand stone, slabs, tiles and other building material and color stones of every description and type, including setting, processing, trading or dealing into waste and by products arising from the mining or processing of stones of all types.
3. To engage in all types of business of import/ export/trading of stone, mines, minerals, metals etc.

4. **REGULATORY STATEMENT**

In conformity with the provision of Regulation 34 of SEBI (Listing Obligations Disclosure Requirements), Regulations, 2015, the required disclosures for the year ended 31st March, 2024 are annexed hereto.

5. **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. **CHANGES IN BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

CHANGES IN BOARD OF DIRECTORS

- During the Financial Year ended 31st March, 2024, the following changes were made in the Board of Directors of the Company:
 - Mr. Iqbal Singh (DIN: 02776893) was **appointed** as Additional and Non-Executive Non-Independent Director of the Company w.e.f. 17th April, 2023.

- Mr. Krishna Kumar Kulshrestha (DIN: 09719927) has **resigned** from the position of Independent Director of the Company w.e.f 1st August 2023 due to his other assignments and pre-occupations. Further he also confirmed that there was no material reasons for his resignation other than those mentioned in his resignation letter.
- Mr. Sunil Bansal (DIN: 06523066) and Mr. Tushar Bansal (DIN: 08192636) were **appointed** as Additional Directors (Non-Executive Non-Independent) at Board Meeting held on 9th August 2023.
- Mr. Deepak Sinha (DIN: 09726154) has **resigned** from the position of Independent Director of the Company w.e.f. 11th August 2023 due to his other assignments and pre-occupations. Further he also confirmed that there was no material reasons for his resignation other than those mentioned in his resignation letter.
- Mr. Rajan Singla (DIN: 09188786) and Ms. Bhawna Malhan (DIN: 10275579) were **appointed** as Additional and Non-Executive Independent Directors of the Company w.e.f. 31st August 2023
- Mr. Iqbal Singh (DIN: 02776893), Mr. Sunil Bansal (DIN: 06523066), Mr. Tushar Bansal (DIN: 08192636), Mr. Rajan Singla (DIN: 09188786) and Ms. Bhawna Malhan (DIN: 10275579) were **regularized** as Directors of the Company at 5th Annual General Meeting held on 29th September 2023.
- Mr. Sunil Bansal (DIN: 06523066) and Mr. Tushar Bansal (DIN: 08192636) has **resigned** from directorship w.e.f. 7th December 2023.

- Mr. Rajan Singla (DIN: 09188786) and Ms. Bhawna Malhan (DIN: 10275579) have **resigned** from the office of Independent Directors w.e.f. 26th December 2023 due to other assignments and preoccupations. Further, they have also confirmed that there are no other material reason for their reason other than those mentioned in the resignation letter.
- Mr. Gaurav Kumar (DIN: 06717452) **resigned** from the office of director w.e.f. 28th February 2024.
- Mr. Tushar Virendra Pratap Singh (DIN: 10388960) and Mr. Asdulla Mehfuzali Khan (DIN: 10388973) were **appointed** as Additional Director (Non-Executive Independent) at Board Meeting held on 28th February 2024.
- Mr. Asdulla Mehfuzali Khan (DIN: 10388973) and Mr. Tuhsar Virendra Pratap Singh (DIN: 10388960) were **regularized** as Non-Executive Independent Director of the Company at Extra Ordinary General Meeting held on 29th March 2024.

B. CHANGES IN KEY MANAGERIAL PERSONNEL

The following changes were made in the Key Managerial Personnel of the Company during the Financial Year ended 31st March, 2024;

- Ms. Harleen Kaur (Mem. No.50513) **resigned** from office of Company Secretary and Compliance Officer and Key Managerial Personnel of the Company w.e.f. 19th October, 2023.
- Ms. Navkiran Kaur (M. No. A69879) was **appointed** as Company Secretary and Compliance Officer and KMP of the Company w.e.f. 28th February 2024.

C. RETIREMENT BY ROTATION

Pursuant to Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Ms. Sahara Sharma (DIN: 07682859) is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment.

D. MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company met one time during the year where all the independent directors were present under the requirement of Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

E. DECLARATION OF INDEPENDENCE BY THE INDEPENDENT DIRECTORS AND STATEMENT ON COMPLIANCE OF CODE OF CONDUCT

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

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act.

F. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

A policy on familiarization program for independent directors has also been adopted by the Company. All new Independent Directors inducted to the Board are presented with an overview of the Company's business operations, products, organization structures and about the Board Constitutions and its procedures.

Framework for Familiarization Programme for the Independent Directors and the details of Familiarization Programme imparted to Independent Directors are made available on the website of the Company at

<https://ganeshfilms.com/wp-content/uploads/2023/02/Policy-on-Familiarization-Programmes.pdf>

G. KEY MANAGERIAL PERSONNEL OF THE COMPANY

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on the date of this report are Mr. Rajiv Vashisht (DIN: 02985977), Managing Director, Ms. Navkiran Kaur (M. No. A69879) Company Secretary & Compliance Officer and Mr. Ravi Sharma (PAN: BLDPS4509R), Chief Financial Officer.

H. ATTRIBUTES, QUALIFICATIONS AND APPOINTMENT OF DIRECTORS

The Nomination and Remuneration Committee has adopted the attributes and qualifications as provided in Section 149(6) of the Act and Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014, in respect of Independent Directors. The

Committee has also adopted the same attributes and qualifications, to the extent applicable, in respect of Non-Independent Directors.

All the Non-Executive Directors of the Company fulfil the fit and proper criteria for appointment as Directors. Further, all Directors of the Company, other than Independent Directors are liable to retire by rotation. One-third of the Directors who are liable to retire by rotation, retire every year and are eligible for re-election.

I. REMUNERATION POLICY

The Board, on the recommendation of the Nomination and Remuneration Committee, approved the Remuneration Policy for the Directors, Key Managerial Personnel and other employees of the Company, a copy of which is enclosed as **ANNEXURE-I** to this Report.

J. BOARD EVALUATION

The Board carried out formal annual evaluation of its own performance and that of the individual Directors as also functioning of the Board Committees pursuant to the provisions of Companies Act, 2013, SEBI ((Listing Obligations and Disclosures Requirements) Regulations, 2015) and the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017, as required in terms of Section 134 (3) (p) of the Act. The performance evaluation of the Board, its committees and individual Directors was based on criteria approved by the Nomination and Remuneration Committee. The Directors expressed their satisfaction with the overall evaluation process.

In the separate meeting of Independent directors, performance of non-independent directors, the Chairman of the Board and the board as a whole was evaluated, taking into account the views of executive directors and non-executive directors.

6. NUMBER OF BOARD MEETINGS

During the year ended 31st March, 2024, the Board met 10 (Ten) times. The Intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 (the “Act”). Required quorum was present throughout each meeting as per the requirement of the said Act, the dates of Board Meetings are: 17th April, 2023, 29th May, 2023, 4th August, 2023, 9th August, 2023, 31th August, 2023, 9th November, 2023, 9th December, 2023, 26th December, 2023, 28th February 2024 and 15th March, 2024.

7. BOARD COMMITTEES AND MEETINGS

Presently, the Company has 3 (Three) Board Committees with the following members:

Audit Committee	Mr. Ramaswamy Ravikumar Mr. Rajiv Vashisht Mr. Asdulla Mehfazali Khan	Chairman Member Member
Nomination and Remuneration Committee	Mr. Tushar Virendra Pratap Singh Mr. Ramaswamy Ravikumar Mr. Asdulla Mehfazali Khan	Chairman Member Member
Stakeholders Relationship Committee	Mr. Iqbal Singh Mr. Ramaswamy Ravikumar Mr. Rajiv Vashisht	Chairman Member Member

THE DETAILS OF THE AUDIT COMMITTEE MEETING HELD DURING THE YEAR ARE AS FOLLOWS:

During the year ended 31st March, 2024, 7 (Seven) meetings of the Committee were held on 29th May, 2023, 31st August 2023, 9th November 2023, 7th December 2023, 23rd February 2024, 28th February 2024 and 15th March, 2024.

THE DETAILS OF THE NOMINATION AND REMUNERATION COMMITTEE MEETING HELD DURING THE YEAR ARE AS FOLLOWS:

During the year ended 31st March, 2024, 6 (Six) meetings of the Nomination and Remuneration Committee were held on: 17th April, 2023, 1st August 2023, 9th August 2023, 11th August 2023, 31st August 2023 and 28th February, 2024.

THE DETAILS OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE MEETING HELD DURING THE YEAR ARE AS FOLLOWS:

During the year ended 31st March, 2024, 4 (Four) meetings of Stakeholder's Relationship Committee were held on: 10th April, 2023, 11th July, 2023, 6th October, 2023 and 18th January, 2024.

DETAILS OF BOARD MEETINGS HELD DURING THE FY 2023-24

S. No.	Date of Meeting	Type of Meeting	Total Number of directors associated as on the date of meeting	Number of directors attended	% of attendance
1	17-April-2023	BM	7	7	100
2	29-May-2023	BM	7	7	100
3	4-Aug-2023	BM	6	6	100
4	9-Aug-2023	BM	7	7	100
5	31-Aug-2023	BM	9	9	100
6	9-Nov-2023	BM	9	9	100
7	9-Dec-2023	BM	7	7	100
8	26-Dec-2023	BM	5	5	100
9	28-Feb-2024	BM	6	6	100
10	15-March-2024	BM	6	6	100

DETAILS OF COMMITTEE MEETINGS HELD DURING THE FY 2023-24

S. No.	Date of Meeting	Type of Meeting	Total Number of Members entitled to attend Committee meeting	Number of directors Attended	% of attendance
1	29-May-2023	AC	3	3	100
2	31-Aug-2023	AC	3	3	100
3	9-Nov-2023	AC	3	3	100
4	7-Dec-2023	AC	3	3	100
5	23-Feb-2024	AC	3	3	100
6	28-Feb-2024	AC	3	3	100
7	15-Mar-2024	AC	3	3	100
8	17-Apr-2023	NRC	3	3	100
9	1-Aug-2023	NRC	3	3	100
10	9-Aug-2023	NRC	3	3	100
11	11-Aug-2023	NRC	3	3	100
12	31-Aug-2023	NRC	3	3	100
13	28-Feb-2024	NRC	3	3	100
14	10-April-2023	SRC	3	3	100
15	11-July-2023	SRC	3	3	100
16	6-Oct-2023	SRC	3	3	100
17	18-Jan-2024	SRC	3	3	100

The committees has also conducted the circular resolutions for re-constitutions and appointment on Board.

8. DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 134(5) of the Act, your Board of Directors to the best of their knowledge and ability confirm that: -

- i) in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed with proper explanation relating to material departures, if any;
- ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- iv) they have prepared the Annual Accounts on a going concern basis;
- v) they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively;
- vi) proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

9. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

As at 31st March, 2024 the Company does not have any subsidiary, associate or joint venture. Hence, Form AOC-1 is Not Applicable

10. LISTING INFORMATION

The Equity Shares of the Company are presently listed on SME Platform of BSE Limited and Annual listing fee for the financial year 2023-24 has been duly paid.

11. DEMATERIALIZATION OF SHARES

The securities of the Company are admitted with NSDL and CDSL, the ISIN allotted to the Company is INE00WY01013

12. DETAILS OF INVESTOR'S GRIEVANCES/ COMPLAINTS

There were NIL Investor complaints received and resolved during the year. The pending Complaints of the Shareholders/ Investors' registered with SEBI at the end of the current financial year ended on 31st March, 2024 are NIL.

There were no pending requests for share transfer/ dematerialization of shares as of 31st March, 2024.

13. REPORT ON CORPORATE GOVERNANCE

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 exempts companies which have listed their specified securities on SME Exchange from compliance with corporate governance provisions.

Since the equity share capital of your Company is listed exclusively on the SME Platform of BSE, the Company is exempted from compliance with Corporate Governance requirements, and accordingly the reporting requirements, like Corporate Governance Report, Business Responsibility Report etc. are not applicable to the Company. However, the Company is in compliance to the extent of applicable sections of Companies Act 2013 with regard to Corporate Governance.

14. CORPORATE SOCIAL RESPONSIBILITY

As the Company's Net Worth, Turnover or Net Profit is below the limit prescribed under Section 135 of the Companies Act, 2013 and hence CSR is not applicable to your Company.

15. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The Company provides a gender friendly workplace, during the year under review, there were no cases filed pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Disclosure on remuneration pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

The Managing Director of the company has drawn the remuneration in excess of the limits as prescribed under Section 197 of Companies Act, 2013. Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows:

The Ratio of the remuneration of each director and key managerial personnel to the median remuneration of the employees of the Company for the financial year 2023-24:

S. No.	Name	Designation	Ratio
1	Mr. Rajiv Vashisht	Managing Director	4.8:1
2	Mr. Gaurav Kumar*	Director	NA
3	Ms. Sahara Sharma	Director	NA
4	Mr. Krishna Kumar Kulshrestha**	Independent Director	NA
5	Mr. Deepak Sinha***	Independent Director	NA
6	Mr. Ravikumar Ramaswamy	Independent Director	NA
7	Mr. Iqbal Singh****	Director	NA
8	Mr. Sunil Bansal*****	Director	NA
9	Mr. Tushar Bansal*****	Director	NA
10	Mr. Rajan Singla*****	Independent Director	NA
11	Ms. Bhawna Malhan*****	Independent Director	NA
12	Mr. Asdulla Mehruzali Khan*****	Independent Director	NA
13	Mr. Tushar Virendra Pratap Singh*****	Independent Director	NA
14	Ms. Harleen Kaur#	Company Secretary and Compliance Officer	0.53:1
15	Ms. Navkiran Kaur##	Company Secretary and Compliance Officer	NA
16	Mr. Ravi Sharma	Chief Financial Officer	1:1

- * Mr. Gaurav Kumar (DIN: 06717452) **resigned** from the office of director w.e.f. 28th February 2024.
- ** Mr. Krishna Kumar Kulshrestha (DIN: 09719927) has **resigned** from the position of Independent Director of the Company w.e.f. 1st August 2023 due to his other assignments and pre-occupations. Further he also confirmed that there was no material reasons for his resignation other than those mentioned in his resignation letter.
- *** Mr. Deepak Sinha (DIN: 09726154) has **resigned** from the position of Independent Director of the Company w.e.f. 11th August 2023 due to his other assignments and pre-occupations. Further he also confirmed that there was no material reasons for his resignation other than those mentioned in his resignation letter.
- **** Mr. Iqbal Singh (DIN: 02776893) was **appointed** as Additional and Non-Executive Non-Independent Director of the Company w.e.f. 17th April, 2023.
- ***** Mr. Sunil Bansal (DIN: 06523066) and Mr. Tushar Bansal (DIN: 08192636) were **appointed** as Additional Directors (Non-Executive Non-Independent) at Board Meeting held on 9th August 2023 and thereafter their appointments were regularized by the shareholders in their 5th AGM held on 29th September, 2023. Mr. Sunil Bansal (DIN: 06523066) and Mr. Tushar Bansal (DIN: 08192636) has **resigned** from directorship w.e.f. 7th December 2023.
- ***** Mr. Rajan Singla (DIN: 09188786) and Ms. Bhawna Malhan (DIN: 10275579) were **appointed** as Additional and Non-Executive Independent Directors of the Company w.e.f. 31st August 2023. Mr. Rajan Singla (DIN: 09188786) and Ms. Bhawna Malhan (DIN:

10275579) have **resigned** from the office of Independent Directors w.e.f. 26th December 2023.

***** Mr. Tushar Virendra Pratap Singh (DIN: 10388960) and Mr. Asdulla Mehfuzali Khan (DIN: 10388973) were **appointed** as Additional Director at Board Meeting held on 28th February 2024. Mr. Asdulla Mehfuzali Khan (DIN: 10388973) and Mr. Tushar Virendra Pratap Singh (DIN: 10388960) were **regularized** as Non-Executive Independent Director of the Company at 29th March 2024.

Ms. Harleen Kaur (Mem. No.50513) **resigned** from office of Company Secretary and Compliance Officer and Key Managerial Personnel of the Company w.e.f. 19th October, 2023.

Ms. Navkiran Kaur (M. No. A69879) was **appointed** as Company Secretary and Compliance Officer and KMP of the Company w.e.f. 28th February 2024.

Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Director & Company Secretary or Manager in the financial year 2023-24:

S. No.	Name	Designation	% Increase
1	Mr. Rajiv Vashisht	Managing Director	100%
2	Mr. Gaurav Kumar	Director	NIL
3	Ms. Sahara Sharma	Director	NIL
4	Mr. Krishna Kumar Kulshrestha	Independent Director	NIL
5	Mr. Deepak Sinha	Independent Director	NIL
6	Mr. Ravikumar Ramaswamy	Independent Director	NIL
7	Mr. Iqbal Singh	Director	NIL
8	Mr. Sunil Bansal	Director	NIL
9	Mr. Tushar Bansal	Director	NIL
10	Mr. Rajan Singla	Independent Director	NIL
11	Ms. Bhawna Malhan	Independent Director	NIL
12	Mr. Asdulla Mehtuzali Khan	Independent Director	NA
13	Mr. Tushar Virendra Pratap Singh	Independent Director	NA
14	Ms. Harleen Kaur	Company Secretary and Compliance Officer	100%
15	Ms. Navkiran Kaur	Company Secretary and Compliance Officer	NIL
16	Mr. Ravi Sharma	Chief Financial Officer	100%

- Percentage increase in Median remuneration of employees in financial year 2023-24:** There was 100% increase in the remuneration paid/payable to the employees (including Directors) of the company as the company during FY 2022-23 has not provided any remuneration to its employees (including Directors).
- Number of permanent employees on rolls of the Company as on 31st March, 2024:** 3 (Three)
- Average percentile increase already made in the salaries of employees other than the Managerial Personnel in the last**

financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof: NIL

Average remuneration increase for Non-ManAGERIAL Personnel of the Company during the financial year was NIL.

The Company affirms that the remuneration is as per the Remuneration Policy of the Company.

16. MAINTENANCE OF COST RECORDS AS SPECIFIED UNDER SECTION 148 OF THE COMPANIES ACT, 2013

The provisions of maintenance of cost records as specified under sub-Section (1) of Section 148 of the Companies Act, 2013 is not applicable to the company and accordingly accounts and records are not maintained as per the provisions of this Section.

17. RISK MANAGEMENT

The Board has approved the Risk Management Policy of the Company. The Company's risk management framework is designed to address risks intrinsic to operations, financials and compliances arising out of the overall strategy of the Company. The Company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its objectives. The responsibility for management of risks vests with the Managers/ officers responsible for the day-to-day conduct of the affairs of the Company which lead to identification of areas where risk management processes need to be strengthened. Annual update is provided to the Board on the effectiveness of the Company's risk management systems and policies.

18. **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

Since, there was no unpaid/unclaimed dividend declared and paid last year, the provision of section 125 of the companies act, 2013 do not apply.

19. **CLASS OF SHARES**

As on date, the company has only class of share capital i.e. Equity shares of face value INR 10/- each

20. **INTERNAL FINANCIAL CONTROLS AND INTERNAL AUDIT**

The Company has adequate internal financial controls with respect to the financial statements, commensurate with the size and scale of the operations of the Company. During the year such controls were tested and no reportable material weakness in operation has been observed. Internal audit of the Company has been carried out during the year. The Audit Committee reviews the internal audit findings, provides guidance on internal controls and ensures that the internal audit recommendations are implemented.

21. **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

The company has not provided any guarantee in respect of the loan, any loan or haven't made any investment in the securities of the other body corporate.

22. **RELATED PARTY TRANSACTIONS**

During the year ended 31st March, 2024, the Company has not entered into any Related Party Transactions. Hence Form AOC-2 is not applicable.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board is available on the website of the Company at

<https://ganeshfilms.com/wp-content/uploads/2023/02/Policy-on-Related-Party-Transaction.pdf>

23. **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/ COURTS / TRIBUNALS**

During the year under review, no significant and material orders were passed by any Regulators/ Courts/ Tribunals impacting the going concern status and your Company's operations in future.

24. **SUMS DUE TO MICRO, SMALL & MEDIUM ENTERPRISES**

As on 31st March, 2024, no dues were pending towards micro, small and medium enterprises.

25. **STATUTORY AUDITORS AND AUDIT REPORT**

M/s JMR & Associates LLP, Chartered Accountants, Mumbai (Firm Registration No. 106912W/W100300) an Auditors firm was appointed as Statutory Auditors of the Company, for a term of five consecutive years, at the Annual General Meeting held on 30th September, 2019.

On 11th November, 2023, M/s JMR & Associates LLP, Chartered Accountants, Mumbai (Firm Registration No. 106912W/W100300) resigned from their position. On 9th December, 2023 M/s Kapil Sandeep & Associates, Chartered Accountants, FRN: 016244N were appointed as the Statutory Auditors of the company to fill the casual vacancy so arised due to the resignation of the previous auditor.

The audit report contains some qualification or reverse remark on the financial statements of the company for the financial year ended on 31st March, 2024.

The Board's comment on the remarks reported by the Auditor is as follows:

S.N.	REMARK ON AUDIT REPORT	BOARD'S COMMENT
1.	<p>The Company has, in case of certain debit/credit balances external liabilities and assets, failed to provide us with the external confirmations and/ or reconciliations and hence the recording and disclosure of said balances were verified on the basis of other evidences provided to us.</p> <p>The balances of trade receivables, trade payables, loans and advances give and taken are subject to confirmations, reconciliation and consequential adjustments if any.</p> <p>During the period under consideration the company has written off debtors, loans and advances and creditors. Had these transactions not been done, the profit of the company would have gone up by Rs. 54,03,562.14/-. The company fails to provide us with any confirmation or reconciliation of balances from the parties and hence disclosure and recording of said transactions were verified based on management representation letter provided to us.</p>	<p>Effective steps are being initiated to obtain the confirmations.</p>

26. **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is enclosed herewith and marked as **ANNEXURE-II** forming a part of the Annual Report.

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

I. **CONSERVATION OF ENERGY:**

Steps taken on conservation of energy and impact thereof:
Efforts to conserve electricity by operating only necessary lights, fittings and fixtures were made during the financial year 2023-24.

Steps taken by the company for utilizing alternate sources of energy: Nil

Capital investment on energy conservation equipment: Nil

II. **TECHNOLOGY ABSORPTION:**

Efforts, in brief, made towards technology absorption and benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution, etc: **NIL**

No technology was/were imported during the last 3 years reckoned from the beginning of the financial year.

Expenditure incurred on research and development – **Nil**

III. FOREIGN EXCHANGE EARNINGS AND OUTGO

There were no foreign exchange earnings or outflow during the financial year.

28. HEALTH, SAFETY AND ENVIRONMENT:

Safety and occupational health responsibilities are integral to your company's business process. Safety is a key performance indicator and your company is committed to ensuring zero harm to its employees, to any person in the company premises and to the community. The company is continuously focusing on improved training, new initiatives, your company is also focusing on environment protection policy.

29. SECRETARIAL AUDITOR & AND SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Companies Act, 2013, the Company has appointed Ms. Anuradha Malik (M.No: A60626; CoP: 27205), Practicing Company Secretary as the Secretarial Auditor of the Company for the Financial Year 2023-2024. The Secretarial Audit Report issued by Ms. Anuradha Malik (M.No: A60626; CoP: 27205), Practicing Company Secretary is provided under ANNEXURE-III to this Report.

The Board's comment on the remarks reported by the Auditor is as follows:

S.N.	REMARK ON AUDIT REPORT	BOARD'S COMMENT
1.	<p>The Appointment of Statutory Auditors M/s Kapil Sandeep & Associates was made by the Board in casual vacancy caused on 11th November, 2023, however the same was confirmed by the Shareholders in their meeting held on 29th March, 2024 (i.e. beyond the period of three months)</p>	<p>The company was in process of appointment of Independent Director and also intended to have preferential issue of equity shares. Since members approval was required for the same. Thereby both the matters had to be taken up together in the same members meeting However, getting the report from the valuer for the purpose of ascertaining the price of equity shares to be issued on preferential basis took some time. This resulted in delay in holding the said General Meeting to confirm appointment of Statutory Auditors.</p>
2.	<p>Mr. Iqbal Singh was appointed as Non-Executive Additional Director by Board on 17th April, 2023 and thereafter he was appointed as Director by the Shareholders in Annual General Meeting held on 29th September, 2023 (i.e. beyond the period of three months)</p>	<p>The Composition of Board of Directors was not in accordance with the Sec. 149(4) of the Companies Act, 2013 till 9th August 2023, as the Company had less than 1/3 of the Directors as independent Director, due to difficulties to find proper candidates for appointment of Independent Directors. Therefore, The Company was not in position to convene meeting of Nomination and Remuneration Committee and Board of Directors to recommend Mr. Iqbal Singh to appoint as Director and convene Annual General Meeting. The Composition of Board of Directors complied Section 149(4) on 9th August 2024.</p>

S.N.	REMARK ON AUDIT REPORT	BOARD'S COMMENT
3.	The Composition of Board upto 9th August, 2023 was not in accordance with the Sec. 149(4) of the Companies Act, 2013, as the Company had less than 1/3 of the Directors as Independent Director, due to non-availability of proper candidates	The Composition of Board of Directors was not in accordance with the Sec. 149(4) of the Companies Act, 2013 till 9th August 2023, as the Company had less than 1/3 of the Directors as independent Director, due to difficulties to find proper candidates for appointment of Directors.
4.	Due to non-availability of the proper candidate, the BSE had imposed a penalty of Rs. 40,000/- on the Company for delayed appointment of Company Secretary and Compliance Officer, which is a violation of the Regulation 6(1A) of the SEBI (Listing Obligations and Disclosure Requirements). The penalty has been paid by the Company	The Company has duly paid the penalty amount.

30. COMPLIANCE WITH SECRETARIAL STANDARD

The Board of Directors states that the company has complied with the provisions of the applicable Secretarial standards issued by the Institute of Company Secretaries of India, as amended from time to time.

31. EXTRACTS OF ANNUAL RETURN

The Annual Return of the Company for the financial year ended 31st March, 2023 is available on the website of the Company which can be accessed at <https://ganeshfilms.com/investor-relations/>

32. **ESTABLISHMENT OF VIGIL MECHANISM**

The Vigil Mechanism Policy of the Company is formulated in terms of Section 177 (9) of the Companies Act, 2013 read with the provisions of the Listing Agreement with the Stock Exchange(s) and thereby also incorporates Whistle Blower Policy. That as per the said policy protected disclosures can be made by the Whistle Blower to the dedicated e-mail / telephone line/ letter to Chairman of Audit Committee.

The Policy on Vigil Mechanism and Whistle Blower Policy as approved by the Board is available on the website of the Company at web link:

<https://ganeshfilms.com/wp-content/uploads/2023/02/Policy-on-Vigil-Mechanism-Whistle-Blower.pdf>

33. **PREVENTION OF INSIDER TRADING**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the code.

34. CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the Company. The Company believes in “Zero Tolerance” against bribery, corruption and unethical dealings/ behaviours of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as “code of business conduct” which forms an Appendix to the Code. A declaration signed by the Company’s Managing Director for the Compliance of these requirements is furnished in **ANNEXURE-V** forming part of the Annual Report.

35. MANAGING DIRECTOR & CFO CERTIFICATION

The Managing Director and/or CFO of the company are required to give an Annual Certificate on compliance with Financial Reporting and internal controls to the board in terms of Regulation 17(8) of SEBI (LODR) Regulations, 2015 and Certificate On Financial Results while placing the Annual financial results before the board in terms of Regulation 33 of SEBI (LODR) Regulations, 2015 of and same is published in this report as **ANNEXURE-V**

36. INDUSTRIAL RELATIONS:

During the year under review, your Company enjoyed cordial relationship with employees at all level.

37. **FRAUD REPORTED UNDER SECTION 143 OF THE COMPANIES ACT, 2013**

No frauds were reported under Section 143 of the Companies Act, 2013 during the financial year 2023-24.

38. **GENERAL DISCLOSURES:**

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

- a) Issue of equity shares and differential rights as to dividend, voting or otherwise.
- b) Issue of Shares (including sweat equity shares) to employees of the Company under any scheme.
- c) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

39. **CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC):**

No CIRP process is initiated against the company under IBC 2016.

40. **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**

No such settlement took place during the year

41. **ACKNOWLEDGEMENT**

Your directors would like to express their sincere appreciation for the assistance and corporation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

For and on Behalf of the Board of Directors
For Raconteur Global Resources Limited
(Formerly Known as Ganesh Films India Limited)

Date: 15th July, 2024
Place: Punjab

Sd/-
Rajiv Vashisht
Managing Director
DIN:02985977

Sd/-
Sahara Sharma
Director
DIN: 07682859

Raconteur Global Resources Limited
(Formerly known as Ganesh Films India Limited)
Regd. Off.: 503, Floor-5, Plot-461D,
A Wing Parshvanath Gardens,
Bhaudaji Rd, Kings Circle,
Matunga Mumbai City-400019
CIN: L07100MH2018PLC307613
Email ID: ganeshfilm.compliance@gmail.com

ANNEXURE-I

**RACONTEUR GLOBAL RESOURCES LIMITED
(FORMERLY KNOWN AS GANESH FILMS INDIA LIMITED)**
**Registered Office Address: 503, Floor-5, Plot-461D, A Wing
Parshvanath Gardens, Bhaudaji Road, Kings Circle, Matunga,
Mumbai- 400019**

Nomination and Remuneration Policy

❖ **Introduction:**

In pursuance of the company's policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, Key Managerial Personnel ("KMP") and Employees of the company, to harmonize the aspirations of human resources consistent with the goals of the company and in terms of the provisions of the Companies Act, 2013 and the Listing Agreement with the stock exchange (as amended from time to time) this policy on nomination and remuneration of Directors, KMP and Senior Management has been formulated by the Nomination and Remuneration Committee ("NRC") and approved by the Board of Directors of the Company.

❖ **Definitions:**

- a) "Act" means Companies Act, 2013;
- b) "Board" means Board of Directors of the Company;
- c) "Directors" means Directors of the Company;

- d)** “Company” means **'Raconteur Global Resources Limited (Formerly Known as Ganesh Films India Limited)'**;
- e)** “Independent Director” means a director referred to in Section 149(6) of the Companies Act, 2013;
- f)** “Key Managerial Personnel” or “KMP” means-
- (i)** Chief Executive Officer or the Managing Director or the Manager;
 - (ii)** Company Secretary;
 - (iii)** Whole-time director;
 - (iv)** Chief Financial Officer;
 - (v)** such other officer as may be prescribed;
- g)** “Nomination and Remuneration Committee” or “NRC” means the committee set-up under Section 178 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- h)** “Senior Management” means the expression "senior management" means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein

❖ **Constitution:**

The Board of Directors of the Company (the “Board”) shall constitute the committee to be known as the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half shall be independent directors.

❖ **Objective:**

- 1) The objective of this policy is to lay down a framework in relation to remuneration of Directors, KMP and Senior Management Personnel.
- 2) Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, Key Managerial Personnel and other employees.
- 3) Formulation of criteria for evaluation of Independent Director and the Board.
- 4) Devising a policy on Board diversity.
- 5) Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and

Senior Management positions in accordance with the criteria laid down in this policy.

- 6) Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

❖ **Effective Date of The Policy:**

The following policy has been formulated by the Nomination and Remuneration Committee and adopted by the Board of Directors at its meeting held on 8th May, 2024. This policy shall be operational with immediate effect.

❖ **Applicability:**

- a. Directors (Executive and Non-Executive)
- b. Key Managerial Personnel
- c. Senior Management Personnel

❖ **Remuneration Policy:**

The Committee will recommend to the Board for their approval for the remuneration/ compensation/commission/ to be paid to the Managing Director, Whole-time Director, KMP and Senior Management Personnel.

The Company shall pay remuneration commensurate with comparable industry standards to all the employees/directors covered by the policy. The Company shall ensure that—

- ✓ The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors for the quality required to run the company successfully.
- ✓ Relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- ✓ Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

A) Remuneration to Managing/ Whole-time / Executive Director, KMP and Senior Management Personnel:

The Remuneration/ compensation/ commission etc. to be paid to Director / Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

B) Remuneration to Non- Executive / Independent Director:

The Non - Executive Independent Director may receive remuneration / compensation / commission as per the conditions mentioned in the Articles of Association of the Company and may receive remuneration by way of sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

❖ **Monitoring and Supervision:**

The NRC shall monitor and supervise compliance by the Company with the terms and conditions of the policy.

❖ **Review & Amendment:**

- ✓ The NRC or the Board may review the Policy as and when it deems necessary.
- ✓ The NRC may issue the guidelines, procedures, formats, reporting mechanism and manual in supplement and better implementation to this Policy, if it thinks necessary.
- ✓ This Policy may be amended or substituted by the NRC or by the Board as circumstances warrant.

ANNEXURE-II

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**OVERVIEW:**

This report is an integral part of the Board's Report and covers management perspective on economic environment, industrial scenario, business performance, opportunities, threats, risks & concern, internal control etc. during the Financial Year 2023-2024. This should be read in conjunction with the Company's Financial Statements, the schedules and notes thereto and other information included elsewhere in the Annual Report. India, a treasure trove of mineral resources, unearths a staggering 95 different minerals, fueling its industries and propelling economic growth. India's abundant reserves of metallic minerals like bauxite, chromite, and iron ore, as well as mineral fuels such as coal and lignite, position the country for significant economic growth. The industry has the potential to contribute to GDP growth and foreign exchange earnings, while also providing essential raw materials for various end-use industries. At the forefront of this mining powerhouse is Odisha, a state contributing over 40 percent of India's mineral production.

ECONOMIC ENVIRONMENT:

The index of mineral production for the month of March 2024 was 156.1, which is 1.2% higher as compared to the level in the month of March 2023. The index for the entire FY 2023-24 has increased by 7.5% over FY 2022-23. Some of the non-fuel minerals showing positive growth during the month of March 2024 as compared to the corresponding month of the previous year are Copper Concentrate, Gold, Manganese Ore, Diamond, Graphite, Kyanite, Sillimanite, Limeshell, Limestone, Magnesite, etc.

Iron ore and Limestone together account for about 80% of the total MCDR mineral production by value. Production of these key minerals in the country

has exhibited high growth in FY 2023-24 as per provisional figures. The production of iron ore at 277 million metric ton (MMT) in FY 2023-24 has broken the production record of 258 MMT achieved in FY 2022-23, with a 7.4% growth. Showing a similar trend, limestone production has also surpassed the production record of 406.5 MMT achieved in FY 2022-23, increasing by 10.7% to 450 MMT in FY 2023-24.

In the non-ferrous metal sector, production of primary Aluminum metal in FY 2023-24 has broken the production record of FY 2022-23. Primary aluminum production increased from 40.73 lakh ton (LT) in FY 2022-23 to 41.59 LT during FY 2023-24, at 2.1% growth rate.

India is the 2nd largest Aluminum producer, 3rd largest lime producer and 4th largest iron ore producer in the world. Healthy growth in production of iron ore and limestone in FY 2023-24 reflect the robust demand conditions in the user industries viz. steel and cement. Coupled with the high growth in Aluminum, these growth trends point towards strong economic activity in user sectors such as energy, infrastructure, construction, automotive and machinery.

INDUSTRY SCENARIO:

Coal mining leases was finalised and approved by the government in February 2018. Since Coal India Limited's production is unable to meet the demand of non-captive industry requirement of coal, there has been a surge in import of coal. To meet this demand and to create a market for free trade of coal in the domestic industry, commercial auction of coal blocks is a sine qua non for the country.

Moreover, coal needs for the development of the country are increasing rapidly. As per the Draft National Energy Policy of Niti Aayog, the demand for coal is expected to rise in the range of 1.3-1.5 billion tonnes by 2030.

Coal India Limited and other government companies cannot meet this demand with their production alone. It is noteworthy that China is the largest producer and consumer of coal in the world and is giving new momentum to development by extensive exploitation of its coal reserves. We are almost nearing China in terms of population and we aspire to race ahead in terms of development. It is, therefore, very important that by making extensive use of our coal deposits at the earliest, we give a new momentum and edge to the country's development.

The earlier-than-expected end of Covid restrictions in China led to a rapid rebound in consumption-driven economic expansion. Since more than 50% of major mining commodities are consumed in China, the returning demand had a positive impact on volumes.

Miners have maintained robust investment discipline since the 2015-2016 commodity downturn, postponing investment projects when returns were uncertain. Supply and demand in major mining commodities remain balanced with no concerns about fundamental oversupply, leading to broadly unchanged short-term prices.

Nickel & Lithium discoveries world over have been receiving their fair share of attention, how many of those actually translate into commercially viable & sustainable sources needs to be seen.

OPPORTUNITIES:

The increasing use of Aluminum in global decarbonizing efforts, right from Electric Vehicles, solar panels bode well for the Company's Bauxite operations.

Ukraine has been a large global exporter of white performance minerals, the continuing conflict in the region has seen India emerge as an alternate strategic supplier of quality Kaolin products.

THREATS:

The global interest rate cycle may continue to hamper demand across economies, this in turn may lead to a sluggish demand for the Company's value added products. Furthermore, China the world's second largest economy continues to remain under a cloud, global mineral & commodity volumes & prices are very sensitive to Chinese demand.

The continuing conflict in Ukraine may lead to higher oil prices which could in turn have implications on inflation and on costs.

FINANCIAL PERFORMANCE:

The Financial Statements for the year ended 31st March, 2024, have been prepared in accordance with the Companies (Indian Accounting Standards) Rule, 2015 (Ind AS) prescribed under section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.

For the financial year ended 31st March, 2024, revenue at a s level stood at Rs. 171.57 lakhs with a pre-tax loss of Rs. 27.87 lakhs.

OUTLOOK:

The outlook for FY 2023-24 is set to be positive on account of two more Bauxite mines becoming operational in Guinea from the second half of the financial year, which would enable the company to export higher volumes.

The Company shall continue its constant endeavour to move up the value chain by introducing a new line of animal feed products which are value added from quality Bentonite. Furthermore, the Company's Kaolin products are consolidating its position in the overseas market making up for the supply that has been lost because of the turmoil in Ukraine.

RISK & CONCERNS:

The mining industry remains fraught with several challenges such as commodity cycles, environmental risks, regulatory & compliance risks; the Company has a well-oiled risk management apparatus.

Any turbulence in large commodity hungry Asian economies such as India and China could significantly affect demand for the company's products.

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY:

In keeping with the size and nature of its business and complexity of its operations, commensurate internal control procedures are implemented by the Company. The guidelines are set by the Audit Committee Members and Board of Directors who are responsible for the internal control system. They carry out periodic reviews of the internal audit plan, verify the adequacy of the control system, marks its audit observations, and monitors the sustainability of the remedial measures.

On the recommendation of the Audit Committee, the Company appointed 28th February, 2024 as the Internal Auditors of the Company for the financial year 2023-2024. Observations made in internal audit reports on business processes, systems, procedures and internal controls and implementation status of recommended remedial measures by the Internal Auditors, are presented half yearly to the Audit Committee.

The Company's internal control system is designed to ensure management efficiency, measurability and verifiability, reliability of accounting and management information, compliance with all applicable laws and regulations, and the protection of the Company's assets. This is to timely identify and manage the Company's operational, compliance-related, economic and financial risks.

RESEARCH & DEVELOPMENT:

Company's Research and Development (R&D) capabilities are playing an important role towards furthering your company's vision and goals. Its Knowledge & Innovation Center at Bhuj, Gujarat, has come up with several marketable world-class value-added products. During the year, the R&D Centre has done extensive work on advanced refractory materials and on certain B2C value-added products.

HUMAN RESOURCES DEVELOPMENT:

Human Resource is Company's greatest asset and your Company believe that in the roadmap for building the future, employee involvement is crucial to be continually creative and drive organizational excellence. The organizational excellence depends on the quality of people employed. Therefore, your Company focus on the culture of recognition, innovation in technology, engagement of right people for the right job and process improvements. Your company's ethics, principles and ideals have fostered a positive work culture among the employees across all its plants and offices.

The employees are treated with respect and dignity at all times and senior management is easily accessible for counseling and redressal of grievances.

KEY FINANCIAL RATIOS:

The Key Financial Ratios for FY 2023-2024 and FY 2022-2023, along with explanation for significant changes (change of 25% or more) are as follows:

Particulars	FY 2023-24	FY 2022-23	% Change
Debtors Turnover	5.75	0.05	11,101.57
Inventory Turnover	0.00	0.00	0.00
Interest Coverage Ratio	0.00	-11.52	100.00
Current Ratio	37.26	4.03	823.75
Debt Equity Ratio	0.00	0.02	99.68
Operating Profit Margin	0.16	-27.05	100.60
Net Profit Margin	0.65	-29.40	102.20
Return on Net Worth	10.20	-21.85	146.68

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, among others, downtrend in the industry, economic conditions affecting demand/supply and price conditions in the domestic market in which the Company operates, changes in political and economic environment in India, changes in the Government regulations, tax laws and other statutes, litigations and incidental factors.

For and on Behalf of the Board of Directors

For Raconteur Global Resources Limited

(Formerly Known as Ganesh Films India Limited)

**Sd/-
Rajiv Vashisht
Managing Director
DIN:02985977**

**Sd/-
Sahara Sharma
Director
DIN: 07682859**

Date: 15th July, 2024

Place: Punjab

Raconteur Global Resources Limited

(Formerly known as Ganesh Films India Limited)

Regd. Off.: 503, Floor-5, Plot-461D, A Wing Parshvanath Gardens,

Bhaudaji Rd, Kings Circle, Matunga Mumbai City-400019

CIN: L07100MH2018PLC307613

Email ID: ganeshfilm.compliance@gmail.com

FORM NO. MR – 3

ANNEXURE-III

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024
Section 204(1) of the Companies Act, 2013 and Rule 9 of the
Companies (Appointment and Remuneration of Managerial
Personnel) Rules, 2014]**

To

The Members,

Raconteur Global Resources Limited

(Formerly Known as Ganesh Films India Limited)

503, Floor-5, Plot-461D, A Wing Parshvanath Gardens,

Bhaudaji Rd, Kings Circle, Matunga, Mumbai City,

Mumbai, Maharashtra, India, 400019

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Raconteur Global Resources Limited (Formerly Known as Ganesh Films India Limited), a Company incorporated under the provisions of the Companies Act, 2013 and having its registered office situated at 503, Floor-5, Plot-461d, A Wing Parshvanath Gardens, Bhaudaji Rd, Kings Circle, Matunga, Mumbai City, Mumbai, Maharashtra, India, 400019 (hereinafter referred to as the '**Company**') for the period commencing from 1st April, 2023 till 31st March, 2024 (hereinafter referred to as the '**Audit Period**'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinions thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and available on MCA portal and also the information provided by the Company, its officers, agents and authorised representatives by way of Management

Representation during the conduct of Secretarial Audit 2023-24, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 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:

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under; (to the extent applicable)
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) 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; (Not applicable on the Company during the Audit period)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'); (to the extent applicable)
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (to the extent applicable)

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time;
- (d) 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;
- (e) The Securities and Exchange Board of India (Shares Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable on the Company during the Audit period)
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable on the Company during the Audit period)
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable on the Company during the Audit period)
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and (Not applicable on the Company during the Audit period)
- (i) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time; (to the extent applicable)

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

- (i) The mandatory Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board Meetings and General Meetings.
- (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, and Standards etc. as mentioned above, except certain compliance were delayed:

1. The Appointment of Statutory Auditors M/s Kapil Sandeep & Associates was made by the Board in casual vacancy caused on 11th November, 2023, however the same was confirmed by the Shareholders in their meeting held on 29th March, 2024 (i.e. beyond the period of three months)
2. Mr. Iqbal Singh was appointed as Non-Executive Additional Director by Board on 17th April, 2023 and thereafter he was appointed as Director by the Shareholders in Annual General Meeting held on 29th September, 2023 (i.e. beyond the period of three months).
3. The Composition of Board upto 9th August, 2023 was not in accordance with the Sec. 149(4) of the Companies Act, 2013, as the Company had less than 1/3 of the Directors as Independent Director, due to non-availability of proper candidates

4. Due to non-availability of the proper candidate, the BSE had imposed a penalty of Rs. 40,000/- on the Company for delayed appointment of Company Secretary and Compliance Officer, which is a violation of Regulation 6(1A) of SEBI (Listing Obligations and Disclosure Requirements). The penalty has been paid by the Company.

Further as confirmed by the management, there had been unintentional omission of the brief profile of Mr. Rajiv Vashisht, as required under the said Secretarial Standard-2 from the Notice of the Annual General Meeting held on 29th September 2023.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with provisions of the Act.

All meetings of the Board of Directors and Committees Meetings were called with adequate notice/ shorter notice, agenda and detailed notes on agenda were sent along with the notice/ such later date in compliance with the provisions of the law, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

The compliance by the company of the direct and indirect tax laws has not been reviewed during this audit as the same had been subject to review by the statutory financial audit and other designated professionals.

I report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines.

I further report that during the audit period the Company has had no specific events/actions that have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. except there was nil complaint made against the listed entity with SEBI and the Company had received queries from SEBI/ Stock Exchange/ SCORES.

Anuradha Malik
Practicing Company Secretary

Sd/-
Membership No.: 60626
CP: 27205
UDIN: A060626F000736389

Place: Sonipat
Dated: 13th July, 2024

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

Annexure: A

The Members,

Raconteur Global Resources Limited

(Formerly Known as Ganesh Films India Limited)

503, Floor-5, Plot-461D, A Wing Parshvanath Gardens,
Bhaudaji Rd, Kings Circle, Matunga, Mumbai City,
Mumbai, Maharashtra, India, 400019

My report of the even date is to be read along with this letter

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on the random test basis.

6. 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.

Anuradha Malik
Practicing Company Secretary

Sd/-

Membership No.: A60626

CP: 27205

UDIN: A060626F000736389

Place: Sonipat

Dated: 13th July, 2024

ANNEXURE- IV

**DECLARATION ON COMPLIANCE OF THE COMPANY'S CODE OF
CONDUCT**

**To
The Board of Directors
Raconteur Global Resources Limited
(Formerly Known as Ganesh Films India Limited)
503, 5th Floor, Plot 461D, A Wing, Parshvanath Gardens,
Bhaudaji Road, Kings Circle, Matunga
Mumbai, Maharashtra, 400019**

This is to certify that the Company had laid down code of conduct for all the board members and senior management personnel of the Company.

All the members of the Board and Senior Management Personnel of the Company have affirmed due observance of the said Code of Conduct in so far as it is applicable to them and there is no non compliance thereof during the year ended on 31st March, 2024.

**For Raconteur Global Resources Limited
(Formerly Known as Ganesh Films India Limited)**

**Sd/-
Rajiv Vashisht
Managing Director
DIN: 02985977**

**Date: 15th July, 2024
Place: Bangalore**

ANNEXURE-V

CEO/CFO CERTIFICATE

Pursuant to Regulation 33(2)(a) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To

The Board of Directors

Raconteur Global Resources Limited

(Formerly Known as Ganesh Films India Limited)

503, 5th Floor, Plot 461D, A Wing, Parshvanath Gardens,

Bhaudaji Road, Kings Circle, Matunga

Mumbai, Maharashtra, 400019

I, the Undersigned, in my respective capacity as Chief Financial Officer (CFO) of the company to the best of my knowledge and belief certify that:

The Financial Results for the Quarter and Year ended 31st March, 2024 do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

Thanking You

For and on behalf of the Board of Directors

Raconteur Global Resources Limited

(Formerly known as Ganesh Films India Limited)

Sd/-

Ravi Sharma

Chief Financial Officer

PAN: BLDPS4509R

Date: 15th July, 2024

Place: Punjab

Independent Auditor's Report

**To the Members of Raconteur Global Resources Limited
(Formerly known as Ganesh Films India Limited)**

Qualified Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the accompanying financial statements of **Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)** (“the Company”), which comprises of the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss and the Statement of Cash Flow for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements gives a true and fair view in conformity *except for the effects of matter described in the Basis for Qualified Opinion paragraph below*, with the aforesaid AS and other accounting principles generally accepted in India prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2015, as amended, (“AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, the profit and its cash flow statement for the year ended on that date.

Basis for Qualified Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's

Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion except for the following qualified opinion as mentioned below:

1. *The balances of trade receivables, trade payables, loans and advances given and taken are subject to confirmations, reconciliation and consequential adjustments if any.*

In view of above, we are unable to comment upon the resultant impact of the above on the profit for the year, reserve and surplus, investment, loans and advances, trade receivables, trade payables, current and non-current assets and liabilities, as at balance sheet date.

The Company's Going Concern assumption, based on the assurance from new Management is not affected as the new Promoters has taken over the management of the Company and looking for expansion of the operations through various new lines of business.

Emphasis of Matter:

- During the half year ended 31st March, 2024, the company had no operational income because new promoters has just taken over and changed the company's name and preparing to expand the business through a variety of business lines. Promoters expect their business to continue, view it as a going concern, and will abide by all compliances in the near future.

- The Company has, in case of certain debit/credit balances external liabilities and assets, failed to provide us with the external confirmations and/ or reconciliations and hence the recording and disclosure of said balances were verified on the basis of other evidence provided to us.
- Further, during the period under consideration the company has written off debtors, loans and advances and creditors. Had these transactions not been done, the profit of the company would have gone up by Rs. 54,03,562.14/-. The company fails to provide us with any confirmation or reconciliation of balances from the parties and hence disclosure and recording of said transactions were verified based on management representation letter provided to us.
- In view of above, we are unable to comment upon the resultant impact of the above on the profit for the year, reserve and surplus, investment, loans and advances, trade receivables, trade payables, current and non-current assets and liabilities, as at balance sheet date.

Our opinion is not modified in respect of above matter.

Key Audit Matters:

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

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

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

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

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

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

Management's Responsibility for Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, read with relevant rules issued thereunder. 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit

matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid financial statements comply with the specified relevant accounting standard, read with Rule 7 of the Companies (Accounts) Rules, 2014 except mentioned in of emphasis of matters.
 - e. On the basis of the written representations received from the directors as on 29th May 2024 taken on record by the Board of Directors, none of the directors, is disqualified as on 31 March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

- f. With respect to the 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 Company has not paid any remuneration to its directors during the year.

With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2020, in our opinion and to our best of us information and according to the explanations given to us:

- i. The Company does not have any pending litigations that would affect its financial position.
- ii. The Company did not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses;
- iii. There were no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. Since, the Company has not paid or proposed dividend for the year, section 123 of the Act is not applicable.
- vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.
2. As required by Companies (Auditor's report) Order 2020 (hereinafter referred to as 'the Order') issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure B", a statement on the matters specified in paragraphs 3 and 4 of the said Order, to the extent applicable.

For Kapil Sandeep & Associates
Chartered Accountants
Firm Registration No. 016244N

Sd/-
CA. Surinder Pal Singh
Partner
Membership No. 511569
UDIN: 24511569BKCWLU5572

Place: Mohali
Date: 29 May 2024

“Annexure A”

Report on Internal Financial Controls with reference to financial statements

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **RACONTEUR GLOBAL RESOURCES LIMITED (FORMERLY KNOWN AS GANESH FILMS INDIA LIMITED)** (“the Company”) as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted

our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, 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.

Basis of Qualified Opinion

According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified in the Company's internal financial controls over financial reporting as at 31 March 2024. Control deficiencies were noted in

- i. the balances of trade receivables, trade payables, loans and advances given and taken are subject to confirmations, reconciliation and consequential adjustments if any and*

These control deficiencies could potentially result into inappropriate measurement and presentation related to the impairment allowance relating to balances of trade receivables, trade payables, loans and advances given and taken.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the Company's annual or interim financial statements will not be prevented or detected on a timely basis.

Qualified Opinion

In our opinion, to the best of our information and according to the explanations given to us, because of the possible effects of the material weaknesses described in Basis for Qualified Opinion paragraph above on the achievement of the objectives of the control criteria, the Company has not maintained adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were not operating effectively as of 31 March, 2024, based on the internal control over financial reporting criteria established by the Company considering the

essential components of internal control stated in Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the standalone financial statements of the Company as at and for the year ended 31 March, 2024, and these material weaknesses affect our opinion on the said financial statements of the Company.

For Kapil Sandeep & Associates
Chartered Accountants
Firm Registration No. 016244N

Sd/-
CA. Surinder Pal Singh
Partner
Membership No. 511569
UDIN: 24511569BKCWLU5572

Place: Mohali
Date: 29 May 2024

ANNEXURE “B” TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date.)

- i. In respect of its property, plant and equipment and intangible assets:
 - a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
 - (B) The Company has maintained proper records showing full particulars of intangible assets.
 - b) The Company has regular programmed of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner on yearly basis. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - c) According to information & explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties were held in the name of the Company.
 - d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

- e) According to information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

- ii. a) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

- iii. In respect of the Company's investments, loan, guarantee or security:

According to the information and explanation given to us, the Company has not granted loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act and accordingly, the provisions of Clause (iii) (a) to (c) of Para 3 of the Order are not applicable to the Company.

- iv. According to information and explanations given to us, the Company has not granted any loan, secured or unsecured, or provided any guarantee or security to the parties covered under Section 185 of the Act during the year. With respect to investments, provisions of Section 186 of the Act have been complied with.

- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Companies

Act, 2013 and the rules framed there under. Accordingly, Clause (v) of paragraph 3 of the Order is not applicable to the Company.

- vi.** In our opinion and according to information and explanation given to us, maintenance of cost records under section (1) of Section 148 of the Companies Act, 2013 is not applicable of the Company, as required under Rule 3 of the Companies (Cost Records and Audit) Amendment Rules, 2014.
- vii.** In respect of statutory dues:
 - a) According to the information and the explanations given to us, the Company has been generally regular in depositing undisputed statutory dues including provident fund, income tax, service tax, GST, cess and other statutory dues applicable to it, with the appropriate authorities. There were outstanding statutory dues as on 31 March 2024 for a period of more than six months from the date they became payable;
 - b) According to information and explanations given to us, there is no dues on account of income tax, service tax, GST and other statutory dues which have not been deposited with the appropriate authorities on account of any dispute.
- viii.** There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

- ix.**
- a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company do not have any borrowings from financial institutions, government or dues to debenture holders.
 - b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
 - c) Based on our audit procedures and on the basis of information and explanations given to us, working term loans raised by the Company during the year and outstanding working term loans at the beginning of the year have been applied by the Company during the year for the purposes for which they were raised and same has been paid during the year.
 - d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
 - e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- x.**
- a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi.** a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given to us, we report that no fraud by the Company or on the Company has been noticed or reported during the year.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- c) According to the information and explanations given to us, the Company has not received any whistle blower complaints during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.
- xii.** In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii.** In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party

transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

- xiv.** (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- xv.** (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xvi.** In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvii.** In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- a) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xviii.** The Company has incurred cash losses of Rs. 29.98 Lakhs during the financial year covered by our audit and cash loss of Rs. 68.31 Lakhs was incurred in the immediately preceding financial year.

- xix.** During the financial year, M/s JMR & Associates LLP (FRN: 106912W/W100300) has resigned from office of Statutory Auditor w.e.f. 11th November 2023 and M/s Kapil Sandeep & Associates (FRN: 016244N) was appointed as Statutory Auditor of the Company w.e.f. 9th December 2023 for financial year 2023-24 to fill casual vacancy caused by the resignation of Statutory Auditor.
- xx.** On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xxi. The Company is not required to spent amounts towards Corporate Social Responsibility as it does not fulfill the condition given under section 135 of Companies Act, 2013. Accordingly, reporting on clauses 3(xx) (a) and 3(xx)(b) of the Order is not applicable to the Company

For Kapil Sandeep & Associates

Chartered Accountants

Firm Registration No. 016244N

Sd/-

CA. Surinder Pal Singh

Partner

Membership No. 511569

UDIN: 24511569BKCWLU5572

Place: Mohali

Date: 29 May 2024

**STATEMENT ON IMPACT OF AUDIT QUALIFICATIONS
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 ON
FINANCIAL RESULTS**

Qualification in the Audit Report:

The Board of Ganesh Films India Limited, have dealt with the matters stated in the qualification in the statutory auditor's report on the Financial Results of Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited) ("The Company"), and its share of profit/loss for the year ended March 31, 2024 included in the statement of financial Results to the extent information was available with them.

Sr no.	Particulars	Audited Figures (as reported before adjusting for qualifications), (in lakhs)	Adjusted Figures (Audited figures after adjusting for qualifications)
1	Turnover/Total Income	171.57	Not determinable
2	Total Expenditure	(143.70)	
3	Net Profit/(Loss)	27.87	
4	Earnings Per share	3.70	
5	Total Assets	1632.25	
6	Total Liabilities	41.55	
7	Net Worth	1590.70	
8	Any other financial items (as felt appropriate by the management)	-	-

Qualifications 1 of the Auditors Report:

1. Details of Audit Qualification:

The Company has, in case of certain debit/credit balances external liabilities and assets, failed to provide us with the external confirmations and/ or reconciliations and hence the recording and disclosure of said balances were verified on the basis of other evidences provided to us.

The balances of trade receivables, trade payables, loans and advances give and taken are subject to confirmations, reconciliation and consequential adjustments if any.

During the period under consideration the company has written off debtors, loans and advances and creditors. Had these transactions not been done, the profit of the company would have gone up by Rs. 54,03,562.14/-. The company fails to provide us with any confirmation or reconciliation of balances from the parties and hence disclosure and recording of said transactions were verified based on management representation letter provided to us.

2. Type of Audit qualification:

Qualified Opinion

3. Frequency of qualification:

Repetitive

4. For audit qualifications where the impact is quantified by the auditor, management views:

Not Quantifiable.

5. For Audit qualifications where the impact is not quantified by the auditor:

i. Management estimation on the impact of audit qualification:

Not quantifiable.

ii. If management is unable to impact the qualification, reasons for the same:

Effective steps are being initiated to obtain the confirmations.

iii. Auditors Comments on (i) and (ii) above:

Balances of trade receivables, trade payables, loans and advances would be confirmed and reconciled whenever the confirmation will be obtained by the management and produced before us.

For Kapil Sandeep & Associates
Chartered Accountants
Firm Registration No.016244N

For Raconteur Global Resources Limited

CA. Surinder Pal Singh
Partner
Membership No. 511569
Date: 15th July, 2024
Place: Mohali

Rajiv Vashisht
Managing Director
DIN: 02985977

Ravi Sharma
CFO
PAN: BLDPS4509R

Ramaswamy Ravikumar
DIN: 09726928
Chairman Audit Committee

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

BALANCE SHEET AS AT 31 MARCH 2024

Rs. in lakhs

Particulars	Note No.	As at 31 March 2024	As at 31 March 2023
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	2	300.77	300.77
(b) Reserves and surplus	3	789.94	678.72
(c) Share Application Money Received		500.00	-
		1,590.70	979.49
2 Non-current liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (net)		-	-
(c) Long-term provisions		-	-
		-	-
3 Current liabilities			
(a) Short-term borrowings	4	0.71	200.71
(b) Trade payables	5	13.71	21.40
(c) Other current liabilities	6	27.13	100.16
(d) Short-term provisions	7	-	-
		41.55	322.27
TOTAL		1,632.25	1,301.76
II. ASSETS			
Non-current assets			
1 (a) Property, plant and equipment			
(i) Tangible assets	8	0.61	1.50
(ii) Intangible assets		0.13	0.22
(b) Non-current investments		-	-
(c) Deferred Tax Asset		83.35	-
(d) Other non-current assets		-	-
		84.09	1.72

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)			
BALANCE SHEET AS AT 31 MARCH 2024			
Rs. in lakhs			
Particulars	Note No.	As at 31 March 2024	As at 31 March 2023
2 Current assets			
(a) Current investments		-	-
(b) Inventories (Unamortized distribution rights)		-	-
(c) Trade receivables	9	11.10	48.57
(d) Cash and cash equivalents	10	0.30	0.44
(e) Short-term loans and advances	11	1,533.76	1,235.57
(f) Other current assets	12	3.00	15.46
		1,548.17	1,300.04
TOTAL		1,632.25	1,301.76
Summary of significant accounting policies	1	0.01	0.00
Notes to the financial statements	2-43		

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Kapil Sandeep & Associates

Chartered Accountants

Firm Registration No. 016244N

Sd/-

CA. SURINDER PAL SINGH

Partner

M.No. 511569

UDIN: 245115693KCWLU5572

For and on behalf of the Board of the Directors

Sd/-

Iqbal Singh

Director

DIN: 02776893

Sd/-

Rajiv Vashisht

Managing Director

DIN: 02985977

Sd/-

Ravi Sharma

CFO

Sd/-

Navkiran Kaur

Company Secretary

Place : Mohali

Date : 29 May 2024

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2024

(in Lakhs)

Particulars	Note No	As at 31 March 2024	As at 31 March 2023
I. Revenue from operations			
Sale	13	-	-
II. Other income	14	171.57	7.29
III. Total Revenue (I+ II)		171.57	7.29
IV. Expenses			
Purchase of film distribution rights	15	-	-
Changes in inventories of Stock-in-Trade	16	-	-
Employee benefits expenses	17	14.90	10.35
Finance costs	18	0.00	17.14
Depreciation and amortization	8	0.98	15.55
Other expenses	19	127.82	178.83
Total Expenses		143.70	221.87
V. Profit/(Loss) Before Exceptional Item & Tax		27.87	(214.58)
VI. Exceptional Item			
Prior Period Adjustment - Written off Old Balances		-	-
VII. Profit/(Loss) before tax (PBT) (V-VI)		27.87	(214.58)

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2024

(in Lakhs)

Particulars		Note No	As at 31 March 2024	As at 31 March 2023
VIII.	Tax expense			
	Current tax		-	-
	Deferred tax charge / (credit)		(83.35)	-
	MAT credit charged/(credit)		-	-
IX.	Profit/(Loss) After Tax (PAT) (VII-VIII)		111.22	(214.58)
X.	Earnings per equity share (EPS)	20		
	Basic		3.70	(7.13)
	Diluted		3.70	(7.13)
	[Nominal value of Share Rs.10]			
Summary of significant accounting policies		1		
Notes to the financial statements		2-20		

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Kapil Sandeep & Associates

Chartered Accountants

Firm Registration No. 016244N

For and on behalf of the Board of the Directors

Sd/-

Iqbal Singh

Director

DIN: 02776893

Sd/-

Rajiv Vashisht

Managing Director

DIN: 02985977

Sd/-

CA. SURINDER PAL SINGH

Partner

M.No. 511569

UDIN: 245115693KCWLU5572

Sd/-

Ravi Sharma

CFO

Sd/-

Navkiran Kaur

Company Secretary

Place : Mohali

Date : 29 May 2024

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

Regd. Off - 503, 5TH FLOOR, PLOT 461D, A WING PARSHVANATH GARDENS,
BHAUDAJI RD, KING CIRCLE, MATUNGA, MUMBAI, MAHARASHTRA 400019

CIN: L07100MH2018PLC307613

Statement of Cash Flow for the period ended 31st March 2024

Particulars	(Rs. In Lakhs)	
	As at 31 March 2024	As at 31 March 2023
A. Cash Flow from Operating Activities		
Net profit before tax	27.87	(214.58)
Adjustments for		
Loss on Sale of asset	-	169.32
Depreciation and amortization	0.98	15.55
Finance cost	0.00	17.14
Operating profit before working capital changes	28.85	(12.57)
Adjustments for working capital changes		
(Increase)/Decrease in inventories	-	-
(Increase)/Decrease in trade receivables and other receivable	37.47	(160.31)
(Increase)/Decrease in Other current asset	12.46	(3.68)
Increase/(Decrease) in trade payables and other payables	(7.69)	1.52
Increase/(Decrease) in other current liabilities	(73.04)	92.70
Cash generated from operations	(1.95)	(82.34)
Income tax paid	-	2.25
Net Cash from Operating Activities	(1.95)	(80.09)
B. Cash Flow from Investing Activities		
Increase/(Decrease) in Loans and Advances	(298.19)	-
Sale of office Building (Net)	-	222.75
Payment for Purchase of property, plant and equipment	-	-
Net Cash from (used in) Investing Activities	(298.19)	222.75

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

Regd. Off.- 503, 5TH FLOOR, PLOT 461D, A WING PARSHVANATH GARDENS,
BHAUDAJI RD, KING CIRCLE, MATUNGA, MUMBAI, MAHARASHTRA 400019

CIN: L07100MH2018PLC307613

Statement of Cash Flow for the period ended 31st March 2024

Particulars	(Rs. In Lakhs)	
	As at 31 March 2024	As at 31 March 2023
C. Cash Flow from Financing Activities		
Short term loan taken from related party (net)	-	-13.68
Short term loan taken from bank (net)	-	-312.12
Short term loan taken from others	(200.00)	200.71
Share Application money received	500.00	-17.14
Net Cash from/(used in) Financing Activities	300.00	(142.24)
Net Change in Cash and Cash Equivalents	(0.14)	0.42
Add: Cash and cash equivalents at the beginning of the period	0.44	0.02
Cash and cash equivalents at the end of the period	0.30	0.44

For Kapil Sandeep & Associates
Chartered Accountants
Firm Registration No. 016244N

Sd/-
CA. SURINDER PAL SINGH
Partner
M.No. 511569
UDIN: 245115693KCWLU5572

Place : Mohali
Date : 29 May 2024

For and on behalf of the Board of the Directors

Sd/-
Iqbal Singh
Director
DIN: 02776893

Sd/-
Rajiv Vashisht
Managing Director
DIN: 02985977

Sd/-
Ravi Sharma
CFO

Sd/-
Navkiran Kaur
Company Secretary

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

2 SHARE CAPITAL

Rs. in lakhs

PARTICULARS	As at	As at
	31 March 2024	31 March 2023
<u>Authorized</u>		
70,00,000 (previous year 35,00,000) Equity shares of Rs.10 each	700.00	350.00
	700.00	350.00
<u>Issued, Subscribed, Called-up and Paid-up</u>		
	300.77	300.77
Total	300.77	300.77

2(a) RECONCILIATION OF SHARES

PARTICULARS	As at		As at	
	31 March 2024		31 March 2023	
	No. of Shares	Rs. in lakhs	No. of Shares	Rs. in lakhs
Equity Share				
Shares outstanding at the beginning of the year	3,007,684	300.77	3,007,684	300.77
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	3,007,684	300.77	3,007,684	300.77

**2(b) TERMS/ RIGHTS ATTACHED TO
EQUITY SHARES**

The Company has only one class of equity shares having a face value of Rs. 10 per share. Each equity shareholder is entitled to one vote per share.

In the event of winding up of the Company, the equity shareholders shall be entitled to be repaid remaining assets of the Company in the ratio of the amount of capital paid up on such equity shares.

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

2(c) Details of shares held by promoters in the Company :

Name of Shareholder	Current Year			Previous Year		
	No of shares	% of total shares	% Change during the year	No of shares	% of total shares	% Change during the year
Promoter						
Gaurav Kumar	1,213	0.04%	-20.96%	631,613	21.00%	100.00%
Rajiv Vashisht	656,736	21.84%	0.00%	656,736	21.84%	100.00%
Annaya Management Consulatcy Private Limited	72,583	2.41%	-15.59%	541,383	18.00%	100.00%

2(d) SHAREHOLDER HOLDING MORE THAN 5 %

Name of Shareholder	As at 31 March 2024		As at 31 March 2023	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares				
Rajiv Vashisht	656,736	21.84%	656,736	21.84%

2(e) Details of Holding/Subsidiary company,if any -Nil

2(f) Details of Shares issued for consideration other than in cash in Last 5 Years - Nil

3 RESERVES & SURPLUS

Rs. in lakhs

PARTICULARS	As at	As at
	31 March 2024	31 March 2023
Security Premium Account		
Balance as per last financial statements	1,098.50	1,098.50
Add: Addition during the year	-	-
Closing balance	1,098.50	1,098.50
Profit & Loss Account Balance		
Balance as per last financial statements	(419.78)	(205.20)
Add: Net profit/(loss) for the year	111.22	(214.58)
Closing balance	(308.56)	(419.78)
Total	789.94	678.72

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

4 SHORT TERM BORROWINGS

PARTICULARS	As at	As at
	31 March 2024	31 March 2023
Secured loan		
Loan from bank	-	-
UnSecured loan		
Loan from director	-	-
Others	0.71	200.71
Total	0.71	200.71

Terms of Securities and repayment Schedule

The Company has taken Loan @ 9% p.a. payable (Principal + Interest) at the end of 15 Months

5 TRADE PAYABLES

PARTICULARS	As at	As at
	31 March 2024 Rs.	31 March 2023 Rs.
(a) Due to micro, small and medium Enterprises	-	8.89
(b) Due to Others	13.71	12.51
	13.71	21.40

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

MSME Disclosure

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

(i) The amount due to Micro and Small Enterprises as defined in the “The Micro, Small and Medium Enterprises Development Act, 2006” has been determined to the extent such parties have been identified on the basis of information collected by the Management.

Micro, Small and Medium Enterprises Development Act, 2006:

Under the Micro, Small and Medium Enterprises Development Act, 2006 which came into force from 2nd October, 2006, certain disclosure are required to be made relating to Micro, Small and Medium Enterprises. On the basis of the information and records available with the management, there are no parties registered as Micro, Small and Medium Enterprises with whom the Company has carried out any transactions.

(ii) The Disclosure relating Micro and Small Enterprises is as under:

Particulars	As at 31st March 2024 (Rs.)	As at 31st March 2023 (Rs.)
(i) The principal amount remaining unpaid to any supplier at the end of each accounting year.	-	8.37
(ii) Interest on above	-	0.52
(iii) The amount of interest paid along with the principal payment made to the supplier beyond the appointed date during the year	-	-
(iv) Amount of interest due and payable on delayed payments		
(v) Amount of further interest remaining due and payable for the earlier years	-	-
(vi) Amount of Interest payable on last years interest outstanding	-	-
(vii) Total outstanding dues of	-	-
- Principal	-	-
- Interest	-	-

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

Trade Payables ageing schedule as at 31 March 2024

Rs. in lakhs

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	13.71	-	-	-	13.71
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total Trade Payables	13.71	-	-	-	13.71

Trade Payables ageing schedule as at 31 March 2023

Rs. in lakhs

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	2.30	4.15	1.92	-	8.37
(ii) Others	0.05	5.03	7.43	-	12.51
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total Trade Payables	2.35	9.18	9.35	-	20.89

6 OTHER CURRENT LIABILITIES

PARTICULARS	As at	As at
	31 March 2024	31 March 2023
	Rs.	Rs.
Other Payables:		
Creditors for expenses	-	3.95
Professional Tax Payable	(0.28)	-
GST Payable	8.57	-
TDS Payable	0.52	0.16
Advance from customers	-	93.82
Expenses payable	18.32	2.23
Total	27.13	100.16

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

7 SHORT TERM PROVISIONS

PARTICULARS	As at 31 March 2024 Rs.	As at 31 March 2023 Rs.
Provision for tax (Net of taxes paid Rs.Nil (previous year - Rs. Nil))	-	-
Total	-	-

RACONTEUR GLOBAL RESOURCES LIMITED (formerly Known As Ganesh Films India Limited)

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)							
NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024							
8. Property, plant and equipments							
							(Amount in Lakhs)
Name of the assets	Tangible Assets				Total of tangible assets	Intangible assets	Total assets
	Furniture and fixtures	Office Equipment	Office Building	Computers		Software & Website	
Gross carrying value as at 1st April 2018	-	-	-	-	-	-	-
Additions during the year	0.08	0.39	462.06	1.09	463.62	2.59	466.21
Disposal during the year	-	-	-	-	-	-	-
Gross carrying value as at 31st March 2019	0.08	0.39	462.06	1.09	463.62	2.59	466.21
Additions during the year	0.41	0.47	-	2.32	3.19	-	3.19
Disposal during the year	-	-	-	-	-	-	-
Gross carrying value as at 1st April 2020	0.48	0.86	462.06	3.41	466.81	2.59	469.41
Additions during the year	-	1.05	-	0.12	1.17	-	1.17
Disposal during the year	-	-	-	-	-	-	-
Gross carrying value as at 31st March 2021	0.48	1.91	462.06	3.53	467.98	2.59	470.57
Additions during the year	-	0.57	-	-	0.57	-	0.57
Disposal during the year	-	-	-	-	-	-	-
Gross carrying value as at 31st March 2022	0.48	2.48	462.06	3.53	468.55	2.59	471.15
Additions during the year	-	-	-	-	-	-	-
Disposal during the year	-	-	462.06	-	462.06	-	462.06
Gross carrying value as at 31st March 2023	0.48	2.48	-	3.53	6.49	2.59	9.09
Additions during the year	-	-	-	-	-	-	-
Disposal during the year	-	-	-	-	-	-	-
Gross carrying value as at 31st March 2024	0.48	2.48	-	3.53	6.49	2.59	9.09
Depreciation/Amortization							
Accumulated As at 31st March 2021	0.09	1.30	39.91	1.05	42.35	1.39	43.74
Charge for the year	0.06	0.44	13.91	0.92	15.33	0.49	15.83
On Disposals	-	-	-	-	-	-	-
Accumulated As at 31st March 2022	0.15	1.73	53.83	1.97	57.69	1.88	59.57
Charge for the year	0.05	0.44	13.91	0.64	-	0.49	15.55
On Disposals	-	-	67.74	-	-	-	67.74
Accumulated As at 31st March 2023	0.20	2.18	-	2.61	5.00	2.37	7.38
Charge for the year	0.05	0.19	-	0.64	-	0.09	0.98
On Disposals	-	-	-	-	-	-	-
Accumulated As at 31st March 2024	0.26	2.37	-	3.26	5.88	2.47	8.36
At 31st March 2022	0.33	0.75	408.23	1.56	410.87	0.71	411.57
At 31st March 2023	0.28	0.31	-	0.92	1.50	0.22	1.77
At 31st March 2024	0.22	0.12	-	0.27	0.61	0.12	0.74

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

9 TRADE RECEIVABLES

Rs. in lakhs

PARTICULARS	As at 31 March 2024	As at 31 March 2023
(Unsecured and Considered Good)		
a. From Directors/Promoters/ Promoter Group/Associates/ Relatives of Directors / Group Companies		
- More than six months	-	-
- Others	-	-
(A)	-	-
b. From Others		
- More than six months	-	-
- Others	11.10	48.57
(B)	11.10	48.57
Total (A+B)	11.10	48.57

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Trade receivables ageing schedule as at March 31, 2024

Rs. in lakhs

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed trade receivables-considered good	-		11.10		-	11.10
Total Trade Receivables						11.10

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

Trade receivables ageing schedule as at March 31, 2023

Rs. in lakhs

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed trade receivables-considered good	-	-	48.57	-	-	48.57
Total Trade Receivables						48.57

10 CASH AND CASH EQUIVALENTS

Rs. in lakhs

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Cash on hand	0.00	-
Balances with banks		
- In current account	0.30	0.44
- In fixed deposit *	-	-
Total	0.30	0.44

* deposited for less than 12 months

11 SHORT TERM LOANS AND ADVANCES (unsecured, considered good)

Rs. in lakhs

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Advance to suppliers	-	45.02
Advance for film distribution & satellite rights	734.58	746.73
Intercompany Advances given - Others *	799.17	443.82
Total	1,533.76	1,235.57

* The Company has given intercompany advances. The rate of interest is 10% p.a which is receivable after 15 months along with interest.

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

12 OTHER CURRENT ASSETS

Rs. in lakhs

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Prepaid expenses	0.05	-
Balance with Government Authorities	2.96	15.46
Total	3.00	15.46

13 SALES

Rs. in lakhs

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Sales	-	-
Total	-	-

14 OTHER INCOME

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Sundry balances written back (net)	0.99	0.09
Interest Income for ICD	-	7.02
Excess provision written back	-	0.18
Misc Incomes	170.58	-
Total	171.57	7.29

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

15 PURCHASE OF STOCK IN TRADE

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Purchase of Stock in Trade	-	-
Total	-	-

16 CHANGE IN INVENTORY OF STOCK IN TRADE

PARTICULARS	As at 31 March 2024	As at 31 March 2023 (Rs.)
Opening Stock (A)	-	-
Closing Stock (B)	-	-
Total (A-B)	-	-

17 EMPLOYEE BENEFITS EXPENSES

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Salaries and incentives	14.90	10.35
Total	14.90	10.35

18 FINANCE COST

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Interest expense	-	16.50
Bank charges	0	0.64
Total	0.00	17.14

Raconteur Global Resources Limited (Formerly known as Ganesh Films India Limited)

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31 MARCH 2024

19 OTHER EXPENSES

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Advertisement charges	50.84	-
Audit Fees	1.50	0.10
Auditors Remuneration	-	3.33
Payment to auditors	0.75	3.50
Remuneration to Independent Directors	-	0.12
Car Booking Expense	1.50	0.56
Contractual Expense	3.00	0.44
Traveling expenses	8.22	-
Amount Written Off	54.04	0.14
Fees and subscription	0.50	0.51
Interest on MSME overdue outstanding	-	0.52
RTA Service Charges	1.26	0.22
Professional Fees	5.87	169.32
Miscellaneous expenses	0.35	0.07
Total	127.82	178.83

20 Earning Per Share (EPS)

PARTICULARS	As at 31 March 2024	As at 31 March 2023
Profit/(Loss) for the year available for equity share holders (A)	11,121,602	(21,457,810)
Profit/(Loss) for the year for diluted EPS (B)	11,121,602	(21,457,810)
Weighted Average Number of equity shares for Basic EPS (C)	3,007,684	3,007,684
Weighted Average Number of equity shares for Diluted EPS (D)	3,007,684	3,007,684
Basic earning per share (Rs.) (A/C)	3.70	(7.13)
Diluted earning per share (Rs.)* (B/D)	3.70	(7.13)
Nominal value of shares (Rs.)	10	10

**RACONTEUR GLOBAL RESOURCES LIMITED
(FORMERLY KNOWN AS GANESH FILMS INDIA LIMITED)**

**SIGNIFICANT ACCOUNTING POLICIES & NOTES ON
FINANCIAL STATEMENTS**

Note No. : 1

A. Significant Accounting Policies

1. Basis of accounting:-

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.

The financial statements have been prepared under the historical cost convention on accrual basis.

2. Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material

adjustment to the carrying amounts of assets or liabilities in future periods.

3. Revenue Recognition: -

Expenses and Income considered payable and receivable respectively are accounted for on accrual basis.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

4. Property, Plant & Equipment :-

Property, Plant & Equipment including intangible assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.

5. Depreciation :-

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the SLM method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

6. Foreign currency Transactions: -

Transactions arising in foreign currencies during the year are converted at the rates closely approximating the rates ruling on the transaction dates. Liabilities and receivables in foreign currency are restated at the year-end exchange rates. All exchange rate

differences arising from conversion in terms of the above are included in the statement of profit and loss.

7. Investments :-

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non-current investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminutions in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

8. Inventories :-

Company has no inventory during the year.

9. Borrowing cost:-

Borrowing costs that are attributable to the acquisition or construction of the qualifying assets are capitalized as part of the cost of such assets. A qualifying assets is one that necessarily

takes a substantial period of time to get ready for its intended uses or sale. All other borrowing costs are charged to revenue in the year of incurrence. The amount of borrowing cost capitalized during the year is Rs 0.

10. Retirement Benefits:-

The retirement benefits are accounted for as and when liability becomes due for payment.

11. Taxes on Income:-

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted by the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is virtual certainty with convincing evidence that these would be realized in future. At each Balance Sheet date, the carrying amount of deferred tax is reviewed to reassure realization.

12. Provisions, Contingent Liabilities and Contingent Assets:- (AS-29)

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

Contingent Liabilities is disclosed in Notes to the account for:-

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

- (ii) 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 the financial statement since this may result in the recognition of the income that may never be realized.

13. General:

Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

(B) Notes on Financial Statements

1. The information regarding classification of creditors as micro and small enterprise is not available with company, hence information as required by schedule III of the Companies Act 2013 is not given.
2. Salaries includes directors remuneration on account of salary Rs.12,40,000/- .
3. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

4. Payments to Auditors:

(Figures in lakhs)

Auditors Remuneration	2023-2024	2022-2023
Audit Fees	3.10	3.08
Total	3.10	3.08

5. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.

6. No provision for retirement benefits has been made, in view of accounting policy No. 10. The impact of the same on Profit & Loss is not determined.

7. Advance to others includes advances to concerns in which directors are interested:

(Figures in lakhs)

Name of Concern	Current Year Closing Balance	Previous Year Closing Balance
Raconteur Granite Limited	534.35	0.00
Silex Granites Private Limited	50.00	0.00

8. Related Party disclosure as identified by the company and relied upon by the auditors:

(A) Related Parties and their Relationship

(I) Key Management Personnel

1. Rajiv Vashisht (Managing Director)
2. Ravi Sharma (Chief Financial Officer)

3. Harleen Kaur (Company Secretary)
4. Navkiran Kaur (Company Secretary)

(II) Directors other than KMP

1. Sahara Sharma
2. Asdullah Mehfuzali Khan
3. Tushar Virendra Pratap Singh

(III) Relative of Key Management Personnel

1. Ram Dhan Vashisht (Rajiv Vashisht)
2. Swaran Vashisht (Rajiv Vashisht)
3. Vandana Sharma (Rajiv Vashisht)
4. Ritu Jolly (Rajiv Vashisht)
5. Raghav Vashisht (Rajiv Vashisht)
6. Amarjit Kumar Sharma (Ravi Sharma)
7. Jaswinder Singh Birdi (Harleen Kaur)
8. Kanwaljeet Kaur (Harleen Kaur)
9. Amritjot Kaur (Harleen Kaur)
10. Udaya Pratap Singh (Harleen Kaur & Navkiran Brar)
11. Satnam Singh (Navkiran Kaur)
12. Amrit Kaur (Navkiran Kaur)
13. Bharat Bansal (Navkiran Kaur)
14. Harpreet Kaur (Navkiran Kaur)

(IV) Enterprises owned or significantly influenced by Key Management personnel or their relatives

1. Silex Granites Private Limited
2. Raconteur Granite Limited
3. Rajiv Mines & Minerals Private Limited

4. Raconteur Granite Mines Private Limited
5. Annaya Management Consultancy Private limited
6. Sangam Enterprises
7. Sattva Enterprises
8. Sutra Enterprises
9. Matangi Enterprises
10. Sarthak Enterprises

Transactions with Related parties (Figures in lakhs)

	Transactions during the year						
	Current Year				Previous year		
Particulars	Key Management Personnel	Directors other than KMP	Relative of Key Management Personnel	Enterprises owned or significantly influenced by Key Management personnel or their relatives	Key Management Personnel	Relative of Key Management Personnel	Enterprises owned or significantly influenced by Key Management personnel or their relatives
Advance Paid	0.00	0.00	0.00	1149.90	0.00	0.00	0.00
Received Back	0.00	0.00	0.00	775.80	0.00	0.00	0.00
Professional Fees	1.32	0.00	0.00	0.00	0.00	0.00	0.00
Remuneration Paid	14.90	0.00	0.00	0.00	0.00	0.00	0.00

Outstanding Balances

Particulars	Current Year			Previous year		
	Key Management Personnel	Relative of Key Management Personnel	Enterprises owned or significantly influenced by Key Management personnel or their relatives	Key Management Personnel	Relative of Key Management Personnel	Enterprises owned or significantly influenced by Key Management personnel or their relatives
Loans Taken	0.00	0.00	0.00	0.00	0.00	0.00
Loans Repaid	0.00	0.00	0.00	0.00	0.00	0.00

9. Additional Regulatory Information/disclosures as required by General Instructions to Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Company.

10. % of imported & indigenous raw material & consumables

Particulars	2024		2023	
	%	Amount	%	Amount
Imported	0.00	0.00	0.00	0.00
Indigenous	0.00	0.00	0.00	0.00

11.	Value of Imports		
	Raw Material	Nil	Nil
	Finished Goods	Nil	Nil
12.	Expenditure in Foreign Currency	Nil	Nil
13.	Earning in Foreign Exchange	Nil	Nil
14.	Previous year figures have been regrouped/rearranged wherever necessary.		

Signature to notes 1 to 20

In terms of Our Separate Audit Report of Even Date Attached.

For Kapil Sandeep & Associates
Chartered Accountants
Firm Registration No. 016244N

For RACONTEUR GLOBAL RESOURCES LIMITED
(FORMERLY KNOWN AS GANESH FILMS INDIA LIMITED)

Sd/-
CA. Surinder Pal Singh
Membership No. 511569
UDIN: 245115693KCWLU5572

Sd/-
Rajiv Vashisht
Director
DIN : 02985977

Sd/-
Iqbal Singh
Director
DIN : 02776893

Place: Mohali
Date: 29/05/2024

Sd/-
Ravi Sharma
CFO

Sd/-
Navkiran Kaur
Company Secretary