

SUNGOLD MEDIA AND ENTERTAINMENT LIMITED

CIN: L22100GJ1995PLC024944

Registered office: 13, Radhakrushna Mandir Compound, Village- Rajpipla Nandod Narmada-393145

E- mail ID: sungoldmediaent@gmail.com, Website: www.sungoldmediaent.com, Contact: +91-9099018633

Date: 15.05.2023

To,
The Manager,
Corporate Relations Department
The Bombay Stock Exchange Limited,
P. J. Tower, Dalal Street,
Fort, Mumbai - 400 001

Scrip Code: 541799

Sub: Outcome of Board Meeting pursuant to Regulation 30 and 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sir/Madam,

Pursuant to Regulation 30 and 33 of Listing Regulations, we would like to inform you that the Board of Directors in their Meeting held today i.e. **15th May, 2023** at the registered office of the company have approved the following matters:

1. The Audited Financial Results of the Company under Indian Accounting Standard (Ind AS) along with the Statement of Assets and Liabilities and Statement of Cash flow for the half year and financial year ended March 31, 2023 and Auditors' Report.
2. A declaration in compliance with Regulation 33 of the Listing Regulations and SEBI Circular No. CIR/CFD/CMD/56/2016 dated 27th May 2016 we declare that the report of Statutory Auditor is with unmodified opinion with respect to the Audited Financial Result of the Company for the half and financial year ended 31st March 2023.
3. Resignation of M/s. Pooja Gandhi & Co, Practicing Company Secretaries, Mumbai (COP No: 20135 and M. No: ACS 22838) as the Secretarial Auditor for the FY 2022-2023.
4. Appointment of M/s. Vineeta Patel & Co, Practicing Company Secretaries, Mumbai (COP No: 19111 and M. No: ACS 37699) as the Secretarial Auditor for the Financial Year 2022-2023 & 2023-2024. (Brief profile annexed as Annexure- I)
5. Appointment of M/s. Ravjani Jemani & Co, Chartered Accountant, Ahmedabad (FRN: 134564W and M. No: 149421) as an Internal Auditor of the Company for the Financial Year 2023-2024.

The Meeting of the Board of Directors commenced at 03:00 P.M. and concluded at 07:30 P.M

The above information will also be made available on the company's website: <https://sungoldmediaent.com>

You are kindly requested to take note of the above and arrange to bring to the notice of all the concerned.

Yours Sincerely,

For Sungold Media And Entertainment Limited

Shubhangi Chourasia
Company Secretary & Compliance Officer
Membership No: A67818



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Annexure – I

Brief Profile of M/s. Vineeta Patel & Co., Practicing Company Secretaries, Mumbai is given as follows:

DETAILS OF EVENTS THAT NEED TO BE PROVIDED	INFORMATION OF SUCH EVENTS
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
Date of appointment/ cessation (as applicable)	15.05.2023
Term of Appointment	Appointed for the F.Y 2022 -2023 & 2023-2024 for Secretarial Audit, and for FY 2023-2024 Issue of Reconciliation of Share Capital Audit Report
Brief Profile	<p>M/S. Vineeta Patel & Co (COP No: 19111 and M. No: ACS 37699).</p> <p>M/s. Vineeta Patel & Co., Practicing Company Secretaries registered with the Institute of Company Secretary of India is a corporate secretarial services firm offering solutions for corporate compliances. CS Vineeta Patel, having Certificate of Practice No. 19111 has rich and varied experience of 7 years in Corporate Law, Securities Laws, corporate Governance matters, Joint Ventures, Due Diligence, Listings and Corporate Restructuring matters. The firm is based in Mumbai.</p> <p>The core competency of the firm lies under the Companies Act 2013, SEBI, Secretarial Audit, due diligence, Takeovers, Corporate restructuring, drafting agreements, rendering opinion on diverse issues under FEMA, SEBI etc.</p>
Address	94,Kansara Society, Room No. 62nd, 3rd Floor, Kalbadevi Road Mumbai 400002

For Sungold Media And Entertainment Limited

Shubhangi Chourasia
Company Secretary & Compliance Officer
Membership No: A67818



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CIN: L22100GJ1995PLC024944

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Date:15.05.2023

To,
The General Manager,
Corporate Relation Department
Bombay stock Exchange Limited
Phiroze Jejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

SCRIP CODE: 541799

Sub: Audited Financial Result for the half year and financial year ended March 31, 2023

Dear Sir/Madam,

Pursuant to Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, we are enclosing herewith the following:

- a) Statement showing Audited Financial Result of the Company for the half year and financial year ended March 31, 2023 along with the Statement of Assets and Liabilities and Statement of Cash flow for the financial year ended March 31, 2023 and Auditor's Report.
- b) In compliance with Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, and SEBI Circular No. CIR/CFD/CMD/56/2016 dated 27th May, 2016 we declare that report of Statutory Auditor is with unmodified opinion with respect to the Audited Financial Result of the Company for the half year and financial year ended 31st March, 2023.

Please note that the Board Meeting commenced at 03:00 Pm and concluded at 04:10 Pm.

You are therefore, kindly requested to place the aforesaid information on record and acknowledge the receipt of the same.

Thanking You,

Yours Faithfully,

For Sungold Media And Entertainment Limited

Shubhangi Chourasia
Company Secretary and Compliance Officer
Membership No : A67818



Encl: as above

SUNGOLD MEDIA AND ENTERTAINMENT LIMITED (CIN:L22100G|1995PLC024944)

Registered off: 13, Radhakrushna Mandir Compound, Village- Rajpipla Nandod Narmada Gujarat 393145

Website: www.sungoldmediaent.com E-mail: info@sungoldmediaent.com, sungoldmediaent@gmail.com

Statement of Audited Financial Results for the Half Year and Year Ended on 31.03.2023

PART I Particulars	Standalone			(Rs. In Lakhs except for EPS)	
	Six Months Ended October 1, 2022 to March 31, 2023	Preceding Six Months Ended April 1, 2022 to September 30, 2022	Corresponding Six Months Ended October 1, 2021 to March 31, 2022	Year to date figures for the current period ended April 1, 2022 to March 31, 2023	Year to date figures for the previous year ended April 1, 2021 to March 31, 2022
	Audited	Unaudited	Audited	Audited	Audited
1. Income					
a. Revenue from Operations	39.339	32.552	28.538	71.891	57.688
b. Other Income	0.250	0.048	0.023	0.299	0.029
Total income	39.589	32.600	28.561	72.190	57.717
2. Expenses					
a. Cost of materials consumed	0.000	0.000	0.000	0.000	0.000
b. Purchases of stock-in-trade	0.000	0.000	0.000	0.000	0.000
c. Changes in inventories of finished goods, work-in-progress and stock-in-trade	0.000	0.000	0.000	0.000	0.000
d. Employee Benefit Expense	17.041	17.238	11.892	34.278	23.976
e. Finance Cost	0.000	0.000	0.005	0.000	0.142
f. Depreciation, depletion and amortisation expense	1.835	1.692	1.704	3.528	3.408
g. Other expenditure	18.769	13.347	14.106	32.116	28.885
Total Expenses	37.645	32.277	27.707	69.922	56.411
3. Profit / (Loss) from operations before exceptional items and tax (1-2)	1.944	0.323	0.854	2.268	1.306
4. Exceptional Items	0.000	0.000	0.000	0.000	0.000
5. Total Profit Before tax	1.944	0.323	0.854	2.268	1.306
6. Tax expense					
a) Current Tax	0.530	0.041	0.276	0.571	0.332
b) Deferred Tax	0.000	0.000	-0.003	0.000	-0.003
Total Tax expenses	0.530	0.041	0.273	0.571	0.329
7. Net movement in regulatory deferral account balances related to profit or loss and the related deferred tax movement	0.000	0.000	0.000	0.000	0.000
8. Net Profit Loss for the period from continuing operations	1.414	0.282	0.581	1.697	0.977
9. Profit (loss) from discontinued operations before tax	0.000	0.000	0.000	0.000	0.000
10. Tax expenses of discontinued operations	0.000	0.000	0.000	0.000	0.000
11. Net profit (loss) from discontinued operation after tax	0.000	0.000	0.000	0.000	0.000
12. Share of profit (loss) of associates and joint ventures accounted for using equity method	0.000	0.000	0.000	0.000	0.000
13. Total profit (loss) for period	1.414	0.282	0.581	1.697	0.977
14. Other Comprehensive Income net of taxes	0.000	0.000	0.000	0.000	0.000
15. Total Comprehensive Income for the period	1.414	0.282	0.581	1.697	0.977
16. Total profit or loss, attributable to					
Profit or loss, attributable to owners of parent	0.000	0.000	0.000	0.000	0.000
Total profit or loss, attributable to non-controlling interests	0.000	0.000	0.000	0.000	0.000
17. Total Comprehensive income for the period attributable to					
Comprehensive income for the period attributable to owners of parent	0.000	0.000	0.000	0.000	0.000
Total comprehensive income for the period attributable to owners of parent non-controlling interests	0.000	0.000	0.000	0.000	0.000
18. Details of equity share capital					
Paid-up equity share capital	1100.000	500.000	500.000	1100.000	500.000
Face value of equity share capital	10.000	10.000	10.000	10.000	10.000
19. Details of debt securities	0.000	0.000	0.000	0.000	0.000
20. Reserves excluding revaluation reserve				54.845	61.289
Earning Per Share					
21. i. Earnings per equity share for continuing operations					
Basic earnings (loss) per share from continuing operations	0.013	0.006	0.012	0.015	0.020
Diluted earnings (loss) per share from continuing operations	0.013	0.006	0.012	0.015	0.020
21. ii. Earnings per equity share for discontinued operations					
Basic earnings (loss) per share from discontinued operations	0.000	0.000	0.000	0.000	0.000
Diluted earnings (loss) per share from discontinued operations	0.000	0.000	0.000	0.000	0.000
21 iii. Earnings per equity share					
Basic earnings (loss) per share from continuing and discontinued operations	0.013	0.006	0.012	0.015	0.020
Diluted earnings (loss) per share from continuing and discontinued operations	0.013	0.006	0.012	0.015	0.020
22. Debt equity ratio	0.000	0.000	0.000	0.000	0.000
23. Debt service coverage ratio	0.000	0.000	0.000	0.000	0.000
24. Interest service coverage ratio	0.000	0.000	0.000	0.000	0.000

NOTES:

1. The above Standalone results have been reviewed by Audit Committee and taken on record by the Board of Directors in their meeting held on Monday, 15th May, 2023. The Report of Statutory Auditors is being filed with the Bombay Stock Exchange and the same is available on Company's website.

2. The Company does not have more than one reportable segment in terms of AS (17) hence segment wise reporting is not applicable under section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014

3. These results have been prepared in accordance with SEBI Listing Regulations and SEBI Circulars issued from time to time and applicable Ind AS notified under Companies (Indian Accounting Standard) Rules, 2015.

4. Previous year figure has been rearranged/ regrouped wherever necessary, to correspond with those of the current periods's classification.

5. The Board of Director of the Company at its meeting held on 20.10.2022 has allotted 60,00,000 Equity Share of Rs.10/- each issued at par on preferential basis to promoters and non promoters, due to which Paid Up Capital of company increased from Rs 5,00,00,000/- to Rs. 11,00,00,000/-.

6. The Authorised Capital of company has increased from Rs. 5,00,00,000/- (Rupees Five Crores Only) to Rs. 12,50,00,000/- (Rupees Twelve Crore Fifty Lakh Only) pursuant to shareholders approval vide Annual General Meeting of company held on 01st August, 2022.

For Sungold Media and Entertainment Limited

Date: 15.05.2023
Place: Rajpipla


Raj Kotia
Chairman & Managing Director
DIN:06360347



SUNGOLD MEDIA AND ENTERTAINMENT LIMITED (CIN:L22100GJ1995PLC024944)			
Registered off: 13, Radhakrushna Mandir Compound, Village- Rajpipla Nandod Narmada Gujarat 393145			
Website: www.sungoldmediaent.com E-mail: info@sungoldmediaent.com, sungoldmediaent@gmail.com			
Statement of Asset & Liability as on March 31, 2023		(Rs. in lakhs)	
		Year to date figures for the current period ended April 1, 2022 to March 31, 2023	Year to date figures for the previous year ended April 1, 2021 to March 31, 2022
		AUDITED	AUDITED
I	ASSETS		
	Non-current Asset		
	(1) (a) Fixed Asset		
	(i) Tangible Assets	1.416	0.185
	(ii) Intangible assets	0.000	0.000
	(iii) Capital work-in-progress	0.000	0.000
	(iv) Intangible assets under development	4.844	0.000
	Total of Fixed Assets	6.260	0.185
	(b) Non-current investments		
	(c) Deferred tax assets (net)	0.183	0.183
	(d) Long-term loans and advances	0.000	0.000
	(e) Other non-current assets	1048.221	452.045
	Sub-total - Non-current assets	1054.664	452.413
	(2) Current Assets		
	(a) Current investments	0.000	0.000
	(b) Inventories	0.000	0.000
	(c) Trade receivables	75.000	79.950
	(d) Cash and cash equivalents	19.078	19.177
	(e) Short-term loans and advances	0.100	0.000
	(f) Other current assets	7.556	10.959
	Sub-total - Current assets	101.734	110.086
	TOTAL - ASSETS	1156.398	562.499
I	EQUITY & LIABILITIES		
	(1) Shareholders' Funds		
	(a) Share capital	1100.000	500.000
	(b) Reserves and surplus	54.845	61.289
	(c) Money received against share warrants	0.000	0.000
	Sub- total of Shareholder's fund	1154.845	561.289
	(2) Share application money pending allotment	0.000	0.000
	(3) Non Current Liabilities		
	(a) Long-term borrowings	0.000	0.000
	(b) Deferred tax liabilities (net)	0.000	0.000
	(c) Other long-term liabilities	0.000	0.000
	(d) Long-term provisions	0.000	0.000
	Sub-total - Non-current liabilities	0.000	0.000
	(4) Current Liabilities		
	(a) Short-term borrowings	0.000	0.000
	(b) Trade payables		
	i) Due to micro enterprises & small enterprises	0.000	0.000
	ii) Dues to creditors other than micro enterprises & small	0.390	0.208
	(c) Other current liabilities	0.592	0.670
	(d) Short-term provisions	0.571	0.332
	Sub-total - Current liabilities	1.553	1.210
	TOTAL - EQUITY AND LIABILITIES	1156.398	562.499

For Sungold Media and Entertainment Limited

Place: Rajpipla
Date : 15.05.2023

Raj
Raj Kotia
Chairman & Managing Director
DIN:06360347



SUNGOLD MEDIA AND ENTERTAINMENT LIMITED (CIN:L22100GJ1995PLC024944)		
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Website: www.sungoldmediaent.com E-mail: info@sungoldmediaent.com, sungoldmediaent@gmail.com		
Statement of Cash Flow as on March 31, 2023 (Rs. In Lakhs)		
Particulars	For the period ended 31/03/2023	For the period ended 31/03/2022 Audited
Cash flows from used in operating activities		
Profit before tax	2,268	1,306
Adjustments for reconcile profit (loss)		
Adjustments for finance costs	-	-
Adjustments for decrease (increase) in inventories	-	-
Adjustments for decrease (increase) in trade receivables, current	-	-
Adjustments for decrease (increase) in trade receivables, non-current	4,950	12,830
Adjustments for decrease (increase) in other current assets	3,153	6,158
Adjustments for decrease (increase) in other non-current assets	-	-
Adjustments for other financial assets, non-current	(596.021)	-
Adjustments for other financial assets, current	-	-
Adjustments for other bank balances	-	-
Adjustments for increase (decrease) in trade payables, current	-	-
Adjustments for increase (decrease) in trade payables, non-current	0.182	0.134
Adjustments for increase (decrease) in other current liabilities	(0.078)	0.364
Adjustments for increase (decrease) in other non-current liabilities	-	-
Adjustments for depreciation and amortisation expense	0.199	0.079
Adjustments for impairment loss reversal of impairment loss recognised in profit or loss	-	-
Adjustments for provisions, current	-	-
Adjustments for provisions, non-current	-	-
Adjustments for other financial liabilities, current	-	-
Adjustments for other financial liabilities, non-current	-	-
Adjustments for unrealised foreign exchange losses gains	-	-
Adjustments for dividend income	-	-
Adjustments for interest income	(0.237)	0.019
Adjustments for share-based payments	-	-
Adjustments for fair value losses (gains)	-	-
Adjustments for undistributed profits of associates	-	-
Other adjustments for which cash effects are investing or financing cash flow	-	-
Other adjustments to reconcile profit (loss)	-	-
Other adjustments for non-cash items	-	-
Share of profit and loss from partnership firm or association of persons or limited liability partnerships	-	-
Total adjustments for reconcile profit (loss)	(587.852)	19.584
Net cash flows from (used in) operations	(585.584)	20.890
Dividends received	-	-
Interest paid	-	-
Interest received	-	-
Income taxes paid (refund)	(0.569)	(0.333)
Other inflows (outflows) of cash	-	-
Net cash flows from (used in) operating activities	(586.153)	20.557
Cash flows from used in investing activities		
Cash flows from losing control of subsidiaries or other businesses	-	-
Cash flows used in obtaining control of subsidiaries or other businesses	-	-
Other cash receipts from sales of equity or debt instruments of other entities	-	-
Other cash payments to acquire equity or debt instruments of other entities	-	-
Other cash receipts from sales of interests in joint ventures	-	-
Other cash payments to acquire interests in joint ventures	-	-
Cash receipts from share of profits of partnership firm or association of persons or limited liability partnerships	-	-
Cash payment for investment in partnership firm or association of persons or limited liability partnerships	-	-
Proceeds from sales of property, plant and equipment	-	-
Purchase of property, plant and equipment	(6.071)	-
Proceeds from sales of investment property	-	-
Purchase of investment property	-	-
Proceeds from sales of intangible assets	-	-
Purchase of intangible assets	-	-
Proceeds from sales of intangible assets under development	-	-
Purchase of intangible assets under development	-	-
Proceeds from sales of goodwill	-	-
Purchase of goodwill	-	-
Proceeds from biological assets other than bearer plants	-	-
Purchase of biological assets other than bearer plants	-	-
Proceeds from government grants	-	-
Proceeds from sales of other long-term assets	-	-
Purchase of other long-term assets	-	-
Cash advances and loans made to other parties	-	-
Cash receipts from repayment of advances and loans made to other parties	-	(36.315)
Cash payments for future contracts, forward contracts, option contracts and swap contracts	-	-
Cash receipts from future contracts, forward contracts, option contracts and swap contracts	-	-
Dividends received	-	-
Interest received	0.237	(0.019)
Income taxes paid (refund)	-	-
Other inflows (outflows) of cash	-	-
Net cash flows from (used in) investing activities	(5.834)	(36.334)
Cash flows from used in financing activities		
Proceeds from changes in ownership interests in subsidiaries	-	-
Payments from changes in ownership interests in subsidiaries	-	-
Proceeds from issuing shares	600.000	-
Proceeds from issuing other equity instruments	-	-
Payments to acquire or redeem entity's shares	(8.120)	-
Payments of other equity instruments	-	-
Proceeds from exercise of stock options	-	-
Proceeds from issuing debentures notes bonds etc	-	-
Proceeds from borrowings	-	(2.375)
Repayments of borrowings	-	-
Payments of finance lease liabilities	-	-
Payments of lease liabilities	-	-
Dividends paid	-	-
Interest paid	-	-
Income taxes paid (refund)	-	-
Other inflows (outflows) of cash	-	-
Net cash flows from (used in) financing activities	591.880	(2.375)
Net increase (decrease) in cash and cash equivalents before effect of exchange rate changes	(0.107)	(18.152)
Effect of exchange rate changes on cash and cash equivalents		
Effect of exchange rate changes on cash and cash equivalents	-	-
Net increase (decrease) in cash and cash equivalents	(0.107)	(18.152)
Cash and cash equivalents cash flow statement at beginning of period	19.177	37.329
Cash and cash equivalents cash flow statement at end of period	19.070	19.177

For Sungold Media and Entertainment Limited

Place: Rajpipla
Date : 15.05.2023


Raj Kotia
Chairman & Managing Director
DIN:06360347



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To
The General Manager,
Corporate Relation Department
Bombay stock Exchange Limited
Phiroze Jeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

SCRIP CODE: 541799

Sub: Declaration – Disclosure pursuant to Regulation to 33(3) (d) of Securities And Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015.

Dear Sir/Madam,

Pursuant to Regulation 33 (3) (d) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we would like to state that the Statutory Auditors of the Company, M/s. Bharat Gupta & Co., Chartered Accountants (Firm Registration No. 131010W), have issued the Auditors Report with unmodified opinion on the Audited Financial Results for the half year and financial year ended 31st March, 2023 as approved by the Board of Directors at its Meeting held on 15th May, 2023.

We request you to take it on your record.

For Sungold Media And Entertainment Limited

Raj Kotia
Chairman & Managing Director
DIN: 06360347



Date: 15.05.2023
Place: Rajpipla



Auditor's Report on Half Yearly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
**Board of Directors of
SUNGOLD MEDIA AND ENTERTAINMENT LIMITED**

We have audited the half yearly and yearly financial results of **SUNGOLD MEDIA AND ENTERTAINMENT LIMITED** for the half year ended and the year to date results for the year ended on 31st March, 2023 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

These half yearly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued there under; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these half yearly financial results as well as the year to date results:

(i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(ii) gives a true and fair view of the net profit/ loss and other financial information for the half year ended 31st March, 2023 as well as the year ended 31st March, 2023.

For M/s. Bharat Gupta & Company

Chartered Accountants

Co. Reg. No: 131010W



Membership No. 136055

UDIN: 23136055BGXWUY489

Place: Bhayander (East) Thane

Date: 15.05.2023



INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF SUNGOLD MEDIA AND ENTERTAINMENT LIMITED

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of **SUNGOLD MEDIA AND ENTERTAINMENT LIMITED** ("the Company"), which comprise the Balance sheet as at March 31, 2023, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Ind AS financial statements, including a summary of significant accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Ind AS 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 Act and the Rules there under, 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 audit opinion on the Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the Ind AS 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 that there are no key audit matters to be communicated in our report.



Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management for the IND AS Financial Statements

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

In preparing the Ind AS 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 Responsibilities for the Audit of the Ind AS Financial Statements

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

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

• Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements 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 Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements for the financial year ended March 31, 2023 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("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 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;



(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account

(d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended by the Companies (Indian Accounting Standards) Amendment Rules, 2018;

(e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 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 with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- The Company does not have pending litigations on its financial position in its Ind AS financial statements
- The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

(i) (a) The management has represented that, to the best of its knowledge and belief no fund have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and



c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances subject to loan and advances nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(j) No dividend has been declared or paid during the year by the Company.

For M/s. Bharat Gupta & Company
Chartered Accountants
Firm Registration No: 131010W

Bharat Gupta No.: 36055
Proprietor F.R.N. 131010W
Membership No. 136055
UDIN: 23136055BGJWUX7231



Place: Bhayander (East) Thane
Date: 15/05/2023

ANNEXURE I TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF SUNGOLD MEDIA AND ENTERTAINMENT LIMITED

- i) (a)(A)The Company is maintaining proper records showing full particulars, including quantitative details and situation of all fixed assets.
- (a)(B) The Company has not capitalized any intangible assets in the books of the Company and accordingly, the requirement to report on clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b)The Management has conducted physical verification of fixed assets during the year. We have been informed that no major discrepancies were noticed on such verification.
- (c)There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2023.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii) (a)The company has conducted physical verification of inventory as at balance sheet date.
- (b) The Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.
- iii) (a)During the year the Company has provided loans, advances in the nature of loans as follows. However the company has not stood guarantee or provided security to other entity as per clause 3(iii)(a) of the Order
- iv)

	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted/ provided during the year	NA	NA	NA	INR 4,49,52,883
- Subsidiaries - Joint Ventures - Associates - Others	NA	NA	NA	To Others INR 4,49,52,883
Balance outstanding as at balance sheet date in respect of above cases - Subsidiaries - Joint Ventures - Associates - Others	NA	NA	NA	To Others INR 6,70,46,674

(b)As per the management Representation, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the interest.



Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

(c) As per the management Representation, the Company has granted loans and advances in during the year to entities where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular as per clause 3(iii)(c) of the Order.

(d) The following amounts are overdue for more than ninety days to whom loan has been granted during the year as per clause 3(iii)(e) of the Order.

Number of Cases	Principal Amount Overdue	Interest Overdue	Total Overdue
23	5,92,02,354	35,39,424	6,27,41,778

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties as per clause 3(iii)(e) of the Order.

(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

iv) According to the information and explanations given to us, the Company has not given any loan, guarantee, made investment, nor provided any security under the provisions of Section 185 and 186 of the Act.

v) According to the information and explanations given to us, the Company has not accepted deposits from the public in terms of provisions of sections 73 to 76 of the Companies Act, 2013.

vi) We have been informed that the maintenance of cost records has not been prescribed by the Central government under section 148(1) of the Companies Act 2013.

vii)(a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues including provident fund, income tax, sales tax, service tax, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) As at the year-end, according to the records of the Company and information and explanations given to us, there was no disputed statutory dues payable in respect of provident fund, income tax, sales tax, service tax, value added tax.

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) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b)The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c)The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (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.
- (f)The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x) (a) The Company did not raise any money by way of initial public offer or further public offer (including debts instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the order is not applicable.
(b) The company has made preferential allotment during the year and the requirements of section 42 & 62 of the companies act, 2013 have been complied.
- xi) According to the information and explanations given to us and on the basis of representation of the management which we have relied upon, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xii) In our opinion and according to information and explanation given to us, the company is not the Nidhi company, accordingly para 3(xii) of the order is not applicable to the company.
- xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance section 177 and 188 of Companies Act, 2013 as applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (xv) According to information and explanation given to us and based on our examination of the records of the company, the company has not entered into any non cash transactions with directors or persons connected with him.
- (xvi)According to the information and explanations given to us and documents produced before us the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (xvii)The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii) M/s Bhattar & co terms of 5 years over and appointed Bharat Gupta & Co of the statutory auditors of the Company during the year.



xix) 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.

For M/s. Bharat Gupta & Company
Chartered Accountants
Firm Registration No: 131010W



Bharat Gupta
Proprietor
Membership No. 136055
UDIN: 23136055B6XWUX7231

Place: Bhayander (East) Thane
Date: 15.05.2023

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 **SUNGOLD MEDIA AND ENTERTAINMENT LIMITED** ("the Company") as of March 31, 2023 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these Ind AS financial statements 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 over financial reporting with reference to these Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these Ind AS financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these Ind AS financial statements.



Meaning of Internal Financial Controls Over Financial Reporting With Reference to these Financial Statements

A company's internal financial control over financial reporting with reference to these IND AS financial statements 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 with reference to these Ind AS financial statements 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 With Reference to these Ind AS financial statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, 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 with reference to these Ind AS financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these Ind AS financial statements were operating effectively as at March 31, 2023, 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.

For M/s. Bharat Gupta & Company
Chartered Accountants
Firm Registration No: 131010W

Bharat Gupta
Proprietor

Membership No. 36055

UDIN: 23136055BGXWUX/231



Place: Bhayander (East) Thane

Date: 15/05/2023