

August 26, 2021

To,

**The Manager - CRD,
BSE Limited**

Phiroze Jeejeebhoy Towers,
2nd Floor, Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 540081

Dear Sir(s),

Sub: Submission of the Annual Report under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to the above captioned subject and pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company for the financial year ended 2020-21.

Kindly take the same on record and acknowledge the same.

Thanking You.

Yours faithfully,

For **SAB Events & Governance Now Media Limited**

Swity Gada
Company Secretary & Compliance Officer
ACS No.: 59482

Encl: A/a

Registered Office:

7th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (W), Mumbai - 400 053.

Tel.: 022 - 40230711 | Fax: 022 - 26395459

Website: www.governancenow.com

CIN: L22222MH2014PLC254848



A SRI ADHIKARI BROTHERS ENTERPRISE

GOVERNANCE **now**
LET'S MAKE IT WORK

**SAB EVENTS AND
GOVERNANCE NOW
Media Ltd**

ANNUAL REPORT 2020-21



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GOVERNANCE **now**
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VISIONARY TALK SERIES

THANK YOU FOR BEING WITH US.

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GENERAL INFORMATION

BOARD OF DIRECTORS

Mr. Markand Adhikari
Chairman

Mr. Kailasnath Adhikari
Managing Director

Mr. Shailendra Mishra
Independent Director

Mr. Umakanth Bhyravajoshiyulu
Independent Director

Dr. Ganesh P Raut
Independent Director

Mrs. Latasha Jadhav
Non-Executive (Woman) Director

KEY MANAGERIAL PERSONNEL

Mr. Suresh Satpute
Chief Financial Officer (CFO)

Ms. Swity Gada
Company Secretary &
Compliance Officer

STATUTORY AUDITORS

M/s. A. R. Sodha & Co.
Chartered Accountants

SECRETARIAL AUDITORS

M/s. Shweta Mundra & Associates
Practicing Company Secretaries

BANKERS

Bank of Maharashtra

REGISTERED OFFICE

7th Floor, Adhikari Chambers,
New Link Road, Andheri - (West),
Mumbai 400053

Tel: 91-22-4023 0711
Fax: 91-22-2639 5459

Email: cs@governancenow.com
Website: www.governancenow.com

REGISTRAR & SHARE TRANSFER AGENTS

M/s. Link Intime India Private Limited
C-101, 247 Park, LBS Marg, Vikhroli (West),
Mumbai 400083

Tel.: 91-22-2851 5644 / 2851 5606
Fax.: 91-22-2851 2885

E-mail: rnt.helpdesk@linkintime.co.in
Website: www.linkintime.co.in

MANAGING DIRECTOR'S SPEECH

Dear Shareholders,

Firstly, I hope and pray to Almighty that all of you'll be safe and keeping well.

FY 2020-21 was an unusual year as the world experienced a pandemic almost after a century. A national lockdown was imposed and thus, businesses came to a standstill. The year gone by was tough and challenging as we all had to adopt to a "new normal". Saving human lives was of paramount importance. Towards the end of the year, a ray of hope was seen in vaccination and I strongly believe that vaccination is the only answer to return to normalcy. I am happy that vaccination has picked up pace and I hope that we all resume normalcy soon! Amidst all this, it does give me pleasure to present you the 8th Annual Report of the Company.

In the FY 2020-21 our Company responded to the unprecedented times and migrated from organising on ground conferences to hosting webinars.

In the said year, the Company organised different webinars. The details of which are laid out in the Management Discussion & Analysis.

Our Company was highly successful in organising 'Virtual Conferences,' 'Technology Masterclasses' for government and public sector and the much acclaimed 'Visionary Talk' series. The Visionary Talk series has completed more than 50 episodes and is growing from strength to strength. Our company has managed to deliver good performance in such testing times through its webinars and is amongst very few companies to do so. Our company's ability to adapt to new normal helped us survive and grow in such challenging times.

The pandemic called for humanitarian relief measures to be taken by all sections of the society. Our company being an integral part of the society understood its Corporate Social Responsibility and played its role.

The health and safety of the employees was utmost importance for us and every step towards the same was taken by us. We undertook vaccination for all our employees, their families and support staff. Our company being a responsible corporate citizen announced a "NO LAY OFF NO SALARY CUT" honouring the request made by our Hon'ble Prime Minister. The business of our Company was categorised as "Essential Services" during the lockdown period and accordingly, our Company & the employees relentlessly took all efforts against all odds to make sure that our website ran 24/7 as it should have been in normal course. In this challenging era, the employees are managing the work well from home with the help of the different technological tools.

I would certainly like to convey my gratitude to all our employees, advertisers, writers, journalists, bankers, business associates and all other stakeholders for their support during the difficult period and without your support and trust, our Company would not have been able to deliver the quality output that it has always delivered.

I believe that investing in our team and having a long term perspective on the business will definitely yield positive results. Together, we must stand united in these difficult times and emerge out stronger when the markets start looking up, post Covid-19. Once again, I wish all of you'll good health and it is my earnest request to all to get vaccinated as soon as possible.

I am confident that we shall successfully bypass these hard times and achieve many more milestones of success in our onward journey and take on the next level of growth.

With warm regards,

Kailasnath Adhikari
Managing Director

NOTICE

Notice is hereby given that the **8th (Eighth) Annual General Meeting (“AGM”)** of the Members of **SAB Events & Governance Now Media Limited** will be held on **Saturday, September 18, 2021 at 5:30 p.m.** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Board of Directors and Auditor's thereon.
2. To appoint a Director in place of Mr. Kailasnath Adhikari, (DIN: 07009389), Managing Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. AUTHORITY TO THE BOARD OF DIRECTORS TO CREATE, OFFER, ISSUE & ALLOT FURTHER SECURITIES OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of Sections 41, 42, 62, 71 and all other applicable provisions of the Companies Act, 2013 (**“the Act”**) read with the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to all applicable laws and in accordance with all relevant provisions of the Memorandum and Articles of Association of the Company and subject to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“Listing Regulations”**) and subject to any other necessary approval, consent, permission and/or sanction of the Securities and Exchange Board of India (**“SEBI”**), Government of India (**“GOI”**), Reserve Bank of India (**“RBI”**) Ministry of Information and Broadcasting (**“MIB”**), Foreign Investment Promotion Board (**“FIPB”**), Department of Industrial Policy & Promotion (**“DIPP”**) and/or any other appropriate authorities, including Banks, Financial Institutions or other Creditors; subject to the provisions of the Foreign Exchange Management Act, 1999 (**FEMA**), Foreign Exchange Management (Debt Instruments) Regulations, 2019, Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 in supersession to Foreign Exchange Management (Transfer or issue of security by a person resident outside India) Regulations, 2017, as amended and all applicable regulations framed and notifications issued there under; SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**“SEBI ICDR Regulations”**), including the guidelines for Qualified Institutional Placement prescribed in Chapter VI thereof; subject to such conditions as may be prescribed by any of them while granting any such approval, consent, permission or sanction and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **“Board”**) which term shall be deemed to include any Committee(s) constituted/to be constituted by the Board to exercise its powers including powers conferred on the Board by this resolution and/or by duly authorized persons thereof for the time being exercising the powers conferred on the Board by this resolution), the consent and approval of the members of the Company be and is hereby accorded to create, offer, issue and allot, in the course of one or more public/private offerings in domestic and/or in the course of international offerings with or without green shoe options, equity shares (including Qualified Institutions Placement (**QIPs**) under SEBI ICDR Regulations) and/or equity shares through Global Depository Receipts (**GDRs**) and/or American Depository Receipts (**ADRs**) or Foreign Currency Convertible Bonds (**FCCBs**) and/or other securities convertible into equity shares at the option of the Company and/or holder(s) of such securities and/or securities linked to equity shares and/or securities including non-convertible debentures with warrants or other securities with or without warrants, which may be either detachable or linked and which warrant has a right exercisable by the warrant holder to subscribe for equity shares and/or any instruments or securities representing either equity shares and/or convertible securities linked to equity shares (including the issue and allotment of equity shares pursuant to a green shoe option, if any), (all of which are hereinafter collectively referred as **“securities”**) to eligible investors under applicable laws, regulations and guidelines whether residents or non-residents and/or institutions/banks and/or incorporated bodies, mutual funds, venture capital funds, and/or multilateral financial institutions and/or individuals and/or trustees and/or stabilizing agents or otherwise and whether or not such investors are members of the Company, through Prospectus and/or Letter of Offer or Circular and/or on public and/or private/preferential basis, such issue and allotment to be made at



such times/intervals, in one or more tranches, for cash, at such price or prices, in such manner and where necessary, in consultation with the Book Running Lead Managers and/or other Advisors or otherwise, on such terms and conditions as the Board, may, in its absolute discretion, decide at the time of issue of securities provided that the total amount raised through the issuance of such securities shall not exceed Rs. 50,00,00,000/- (Rupees Fifty Crore Only) or its equivalent in one or more currencies, including premium if any, as may be decided by the Board.

RESOLVED FURTHER THAT in the event of issue of GDRs / ADRs, the pricing shall be determined in compliance with principles and provisions set out in the Depository Receipts Scheme, 2014, the Foreign Exchange Management (Debt Instruments) Regulations, 2019, Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 in supersession to Foreign Exchange Management (Transfer or Issue of Securities by a person resident outside India) Regulations, 2000 and such other notifications, clarifications, guidelines, rules and regulations issued by relevant authorities (including any statutory modifications, amendments or re-enactments thereof).

RESOLVED FURTHER THAT in the event the Securities are proposed to be issued as FCCBs, subject to the provisions of the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Receipts Mechanism) Scheme, 1993, including any statutory modifications, re-enactments or amendments thereto from time to time and other applicable pricing provisions issued by the Ministry of Finance, the relevant date for the purpose of determining the floor price for conversion of the FCCBs into Equity Shares shall be the date of the meeting in which the Board or duly authorized committee of directors decides to open such issue after the date of this Resolution or such other date as may be prescribed under applicable law.

RESOLVED FURTHER THAT in the event the Equity Shares are issued in the course of QIP under Chapter VI of SEBI Regulations, the pricing shall be determined in compliance with principles and provisions set out under the SEBI Regulations and the Board may offer a discount of not more than 5% (five per cent) on the price calculated for the QIP or such other discount as may be permitted under said SEBI Regulations.

RESOLVED FURTHER THAT in the event the Equity Shares are issued in the course of QIP under Chapter VI of SEBI Regulations, the relevant date for the purpose of the pricing of the Equity Shares shall be the meeting in which the Board decides to open the issue or such other date as may be prescribed under applicable law.

RESOLVED FURTHER THAT the Board be and hereby authorized to enter into any arrangement with any agencies or bodies for the issue of GDRs and / or ADRs represented by underlying equity shares in the share capital of the Company with such features and attributes as are prevalent in international / domestic capital markets for instruments of this nature and to provide for the tradability and free transferability thereof in accordance with market practices as per the domestic and / or international practice and regulations and under the norms and practices prevalent in the domestic / international capital markets and subject to applicable laws and regulations and the Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Securities, the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of the terms thereof, finalization and approval of the offer documents(s), private placement offer letter, determining the form, proportion and manner of the issue, including the class of investors to whom the Securities are to be allotted, number of Securities to be allotted, issue price, premium amount on issue / conversion / exercise / redemption, rate of interest, redemption period, fixing record date, listings on one or more stock exchanges in India or abroad, entering into arrangements for managing, underwriting, marketing, listing and trading, to issue placement documents and to sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and for other related matters and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such offer(s) or issue(s) or allotment(s) as it may, in its absolute discretion, deem fit.

RESOLVED FURTHER THAT the Securities to be created, issued allotted and offered in terms of this Resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the Equity Shares so issued shall in all respects rank pari-passu with the existing Equity Shares of the Company and shall be listed with the stock exchanges where the Company's existing equity shares are listed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to appoint merchant bankers, underwriters, depositories, custodians, registrars, trustees, bankers, lawyers, advisors and all such agencies as may be involved or concerned in the

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issue and to remunerate them by way of commission, brokerage, fees or the like (including reimbursement of their actual expenses) and also to enter into and execute all such arrangements, contracts / agreements, memorandum, documents, etc., with such agencies, to seek the listing of Securities on one or more recognized stock exchange(s), to affix common seal of the Company on any arrangements, contracts / agreements, memorandum, documents, etc. as may be required.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized in consultation with the merchant banker(s), advisors and / or other intermediaries as may be appointed in relation to the issue of Securities, is authorized to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the issue and allotment of Securities and listing thereof with the stock exchanges or otherwise as may be required in relation to the issue and to resolve and settle all questions and difficulties that may arise in the issue, offer and allotment of Securities, including finalization of the number of Securities to be issued in each tranche thereof, form, terms and timing of the issue of Securities including for each tranche of such issue of Securities, identification of the investors to whom Securities are to be offered, utilization of the proceeds and other related, incidental or ancillary matters as the Board may deem fit at its absolute discretion, to make such other applications to concerned statutory or regulatory authorities as may be required in relation to the issue of Securities and to agree to such conditions or modifications that may be imposed by any relevant authority or that may otherwise be deemed fit or proper by the Board and to do all acts, deeds, matters and things in connection therewith and incidental thereto as the Board in its absolute discretion deems fit and to settle any questions, difficulties or doubts that may arise in relation to the any of the aforesaid or otherwise in relation to the issue of Securities.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to delegate (to the extent permitted by law) all or any of the powers herein conferred to any officer of the Company.”

4. APPROVAL FOR RELATED PARTY TRANSACTIONS WITH TV VISION LIMITED:

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

“RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as approved by the Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded to continue/enter into following material transactions with related party in which Directors of the Company are interested as per details given below:

Name of related parties	Nature of transactions	Approximate value of transactions		
		July 1, 2021- March 31, 2022	Financial Year 2022-23	Financial Year 2023-24
TV Vision Limited ("TVVL")	Promoting, Marketing and advertising of TVL Channels	Rs. 60,00,000/-	Rs. 60,00,000/-	Rs. 60,00,000/-

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things, as may be considered necessary or expedient in this regard.”

5. APPROVAL FOR RELATED PARTY TRANSACTIONS WITH SRI ADHIKARI BROTHERS TELEVISION NETWORK LIMITED:

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

“RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as approved by the Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded to ratify the following material transactions with related party in which Directors of the Company are interested as per details given below:



Name of related parties	Nature of transactions	Value of transactions
Sri Adhikari Brothers Television Network Limited	Availing of rental services (on Leave & License Agreement)	October 01, 2020 – September 30, 2021 Rs. 25,00,000/-

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things, as may be considered necessary or expedient in this regard."

By Order of the Board of Directors

Place: Mumbai
Date: August 12, 2021

Swity Gada
Company Secretary & Compliance Officer
ACS No. 59482

NOTES:

1. The Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 ("the Act"), in respect of the Special Business to be transacted at the Annual General Meeting ("AGM") is annexed hereto and forms part of this Notice.
2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time (hereinafter referred to as "MCA circulars") and circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by Securities and Exchange Board of India ("SEBI") (hereinafter referred to as "SEBI circulars") wherein the Companies are permitted to hold Annual General Meeting through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") up to December 31, 2021, without the physical presence of the members at a common venue. Accordingly, in compliance with provisions of Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA Circulars and SEBI Circulars, the 8th AGM of Members of the Company will be held through VC/OAVM and the deemed venue for the AGM shall be registered office of the Company. Hence, members can attend and participate in the ensuing AGM through VC/OAVM only.

The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith and the same is also available on the Company's website www.governancenow.com.

3. Since this AGM is being held pursuant to the MCA and SEBI Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for **1000 members on first come first served basis**. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. Considering the difficulties caused due to the Covid-19 pandemic and as per the aforesaid MCA Circulars and SEBI Circular, requirement of printing and sending physical copies of the Notice and Annual Report dispensed with. Hence the Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories as on Friday, August 20, 2021. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website

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www.governancenow.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL <https://www.evoting.nsdl.com>.

7. Corporate Members (i.e. other than individuals/HUF, NRI, etc.) are required to send a duly certified scanned copy (PDF/JPG Format) of its Board or governing body Resolution /Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting, pursuant to Section 113 of the Companies Act, 2013. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to scrutinizer@mgconsulting.in with a copy marked to evoting@nsdl.co.in.
8. Members desirous of seeking any information with regard to any matter to be placed at the AGM or relating to accounts and operations of the Company, can raise questions during the meeting or are requested to write to the Company atleast 10 (Ten) days in advance i.e. before September 09, 2021 through email at cs@governancenow.com. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same. The queries raised by the members will be replied by the Company suitably.
9. Brief resume of Directors proposed to be appointed / re-appointed at the ensuing AGM in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is annexed to the Notice forming part of this Annual Report. The Company is in receipt of relevant disclosures/consents from the Directors pertaining to their appointment/re-appointment.
10. Pursuant to Section 91 of the Act, Register of Members and the Share Transfer Books of the Company will remain closed from Sunday, September 12, 2021 to Saturday, September 18, 2021 (both days inclusive).
11. As per Regulation 40 of Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to notify immediately changes, if any, in their address or bank mandates to the Company/Registrar & Share Transfer Agents ("RTA") quoting their Folio Number and Bank Account Details along with self-attested documentary proofs. Members holding shares in the Dematerialized (electronic) Form may update such details with their respective Depository Participants.
12. Members are requested to forward all Share related and other communications, correspondence to the RTA – M/s. Link Intime India Private Limited, Unit: SAB Events & Governance Now Media Limited, C-101, 247 Park, LBS Marg, Vikhroli (W), Mumbai - 400083, and members are further requested to always quote their Folio Number in all correspondences to be made with the Company.
13. Members holding shares in physical form, in identical order of names, in one or more folio are requested to write to the Company/RTA enclosing their share certificate(s) to enable the Company to consolidate their holding in one folio for better services. Consolidated Share Certificate will be issued to such Members after making requisite changes.
14. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
15. To comply with the provisions of Section 88 of the Act, read with the Rule 3 of the Companies (Management and Administration) Rules, 2014, the Company shall be required to update its database by incorporating some additional details of its members.

Members who have not registered their email addresses with the Company are therefore requested to kindly submit their e-mail ID and other details vide the e-mail updation form annexed with this Annual Report. The same could be done by filling up and signing at the appropriate place in the said form and sending it by an email to rnt.helpdesk@linkintime.co.in and cs@governancenow.com.

The e-mail ID provided shall be updated subject to successful verification of their signatures as per records available with the RTA of the Company.



16. The Register of Directors and Key Managerial Personnel and their Shareholdings, as maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested as maintained under Section 189 of the Act, and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to cs@governancenow.com.
17. Securities Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in DEMAT Form are therefore requested to submit their PAN details to their respective Depository Participants with whom they have their DEMAT account(s). Members holding shares in physical form can submit their PAN details to the Company/RTA of the Company.
18. The physical shareholder/s whose specimen signature/s are not available in record are requested to get their signature registered by submitting the relevant documents as required under SEBI (LODR) Regulations, 2015 along with KYC documents.
19. Non-Resident Indian members are requested to inform the Company's RTA, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable if such details were not furnished earlier.
20. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

A. Voting through electronic means:

- I. In compliance with provisions of Section 108 of the Act, read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the members are provided with the facility to cast their votes electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice.

The instructions for e-voting are given herein below:

- II. The remote e-voting period commences on Wednesday, September 15, 2021 (9:00 a.m. IST) and ends on Friday, September 17, 2021 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Saturday, September 11, 2021 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those members, who will be present in the AGM through VC/OAVM facility and have not cast 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 during the AGM.
- III. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
- IV. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, September 11, 2021.
- V. The Board of Directors has appointed M/s. Manish Ghia & Associates, Company Secretaries, (Membership No. FCS 6252), Mumbai as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

The Scrutinizer shall immediately after the conclusion of the AGM, unblock the votes cast through remote e-voting and e-voting during the AGM in the presence of at least two witnesses, not in the employment of the Company. The Scrutinizer shall submit a consolidated scrutinizer's report of the total votes cast in favour or against, if any, not later than two working days of conclusion of the AGM.

- VI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.governancenow.com and on the website of NSDL at www.evoting.nsdl.com immediately after the declaration of result by the Chairman or a person authorized by him in writing. The Company shall simultaneously forward the results to National Stock Exchange Limited of India and BSE Limited, where the shares of the Company are listed.
- VII. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice

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and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

VIII. The details of the process and manner for remote e-voting are explained herein below:

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





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

Step 1: Access to NSDL e-Voting system:

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>   </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>



Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 18001020 990 and 1800 22 44 30
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 or 022-23058542-43

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

- 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, your Password/OTP and a Verification Code as shown on the screen.

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

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4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	1 6 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001 *** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see the Home Page of e-Voting. Click on e-Voting. Then click on Active Voting Cycles. After clicking on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on <https://www.evoting.nsdl.com> to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 2244 30 or send a request to Ms. Pallavi Mahatre at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to (Company email ID).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General Meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

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2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
6. Members who would like to express their views/ ask questions during the AGM, may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at cs@governancenow.com from September 06, 2021 (9:00 a.m. IST) to September 15, 2021 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 3

To meet the capital expenditure, long term working capital requirements, other requirements arising out of business activities, and for general corporate purposes including but not limited to repayment or prepayment of loans taken, the Company proposes to mobilize the funds by way of offer / issue and allot in the course of international/ domestic offering(s) in one or more tranches to foreign investors/ domestic financial institution/ mutual funds/ other eligible entities, equity shares of nominal value of Rs. 10/- each or equity shares underlying securities in the form of QIP(s) / GDR(s) / ADR(s) / FCCB(s) and/ or any other permitted instruments/ securities convertible into equity shares (at a later date as may be determined by the Board of Directors) for an aggregate value not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crore Only).

The detailed terms and conditions of the offer will be determined in consultation with Advisors, Lead Managers and Underwriters and such other authority or authorities as may be required to be consulted by the company considering the prevailing market conditions and other relevant factors.

Pursuant to provisions of Sections 41, 42, 62 and 71 of the Companies Act, 2013, read with the Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time, Company offering or making an invitation to subscribe aforesaid securities is required to obtain prior approval of the shareholders by way of the Special Resolution. If approved by shareholders, QIP issue shall be completed within one year from the date of passing of Special Resolution and in case of issue by way other than QIP, provisions as applicable to the proposed issue shall be applicable. Equity Shares, proposed to be issued, shall in all respects rank pari passu with the existing equity shares of the Company.

In view of the above, it is proposed to seek approval from the shareholders of the Company to offer, create, issue and allot the above Securities, in one or more tranches, to Investors inter alia through QIP by way of private placement or otherwise and to authorize the Board of Directors (including any Committee(s) thereof authorized for the purpose) to do all such acts, deeds and things on the matter. The Board may offer a discount of not more than 5% on the price calculated for the QIP or such other discounts as may be permitted under said SEBI Regulations.

The proposed resolution is an enabling resolution conferring authority on the Board of Directors to cover all the present and future contingencies and corporate requirements in terms of Section 41, 42, 62 and 71 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 as amended from time to time and the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, which requires that new shares are first to be offered on pro-rata basis to the existing shareholders of the Company, unless the shareholders at a general meeting decides otherwise by passing a special resolution.

The Board recommends the Special Resolution as set out at Item no. 3 of the Notice for approval of the shareholders.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested in the said resolution.

Item No. 4

As per business requirements, the Company had entered into an agreement with TV Vision Limited ("TVVL"), Group Company, to render promotion, marketing and advertising services on behalf of the Company for a period till June 30, 2021. Pursuant to the approval of Audit Committee and Board of Directors, the Company intends to extend the agreement for further period commencing from July 01, 2021 to March 31, 2024. As the Company and TVVL are related parties by virtue of common directorship and as per the provisions of Section 188 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every Company availing or rendering of any services, directly or indirectly with a related party, exceeding ten percent of its turnover or rupees fifty crore, whichever is lower as per the audited financial statement of the preceding financial year, requires approval from the shareholders by passing a resolution.

Accordingly, approval of the shareholders of the Company is sought for above mentioned services to TVVL for further period of 3 (Three) years w.e.f. July 01, 2021 to March 31, 2024.

The details, as required under Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, are as follows:

1. Name of Related Party : TV Vision Limited (TVVL)
2. Name of Director or KMP interested: Mr. Markand Adhikari, Chairman of the Company and Mr. Kailasnath Adhikari, Managing Director of the Company.
3. Nature, material terms, monetary value and particulars of the contract or arrangement : Promoting, Marketing and advertising of TVVL Channels
4. Monetary Value:

Name of related parties	Nature of transactions	Approximate value of transactions		
		July 1, 2021- March 31, 2022	Financial Year 2022-23	Financial Year 2023-24
TV Vision Limited ("TVVL")	Promoting, Marketing and advertising of TVVL Channels	Rs. 60,00,000/-	Rs. 60,00,000/-	Rs. 60,00,000/-

The above related party transactions will be done at prevailing market price which will be at an arm's length basis.

The Board recommends the Ordinary Resolution as set out in item no. 4 of the notice for the approval of the shareholders of the Company.

Except Mr. Markand Adhikari, Chairman and Mr. Kailasnath Adhikari, Managing Director of the Company, none of the other Directors or Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

Item No. 5

As per business requirements, the Company had entered into leave and license agreement with Sri Adhikari Brothers Television Network Limited ("SABTNL"), Group Company to avail the rental service for the purpose of registered office of the Company for the period of 3 years commencing from October, 2018 with the approval of Audit Committee and Board of Directors of the Company.

Pursuant to the provisions of Section 188 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every Company availing or rendering of any services, directly or indirectly with a related party, exceeding ten percent of its turnover or rupees fifty crore, whichever is lower as per the audited financial statement of the preceding financial year, requires approval from the shareholders by passing a resolution. Hence, the transactions entered into with SABTNL have become material pursuant to the changes in the turnover of the Company.

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Accordingly, approval of the shareholders of the Company is being sought for ratifying the above mentioned services from SABTNL.

The details, as required under Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, are as follows:

1. Name of Related Party : Sri Adhikari Brothers Television Network Limited (SABTNL)
2. Name of Director or KMP interested : Mr. Markand Adhikari, Chairman of the Company and Mr. Kailasnath Adhikari, Managing Director of the Company.
3. Nature, material terms, monetary value and particulars of the contract or arrangement : Availing of rental services (on Leave & License Agreement)
4. Monetary Value:

Name of related parties	Nature of transactions	Tenure and Value of Transactions
Sri Adhikari Brothers Television Network Limited	Availing of rental services (on Leave & License Agreement)	October 01, 2020 – September 30, 2021 Rs. 25,00,000/-

The above related party transactions will be done at prevailing market price which will be at an arm's length basis.

The Board recommends the Ordinary Resolution as set out in item no. 5 of the notice for the approval of the shareholders of the Company.

Except Mr. Markand Adhikari, Chairman and Mr. Kailasnath Adhikari, Managing Director of the Company, none of the other Directors or Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

By Order of the Board of Directors

Place: Mumbai
Date: August 12, 2021

Swity Gada
Company Secretary & Compliance Officer
ACS No. 59482

In pursuance to the provisions of Regulation 36(3) of the Listing Regulations and SS-2 issued by the ICSI, details of Director seeking appointment/re-appointment at the ensuing Annual General Meeting (AGM) is as follows:

Name of the Director	Mr. Kailasnath Adhikari
DIN	07009389
Date of Birth (Age)	May 27, 1990 (31 years)
Nationality	Indian
Date of first appointment on the Board	February 10, 2016
Designation	Managing Director
Qualification	MSC in Accounting Organization and Institutions from the London School of Economics and Political Science and M.Com from Mumbai University.
Experience/ Expertise	He has worked with the erstwhile Planning Commission of India. He has steered the brand 'Gov Now' & MICE business to great heights.
Terms and Conditions of Appointment or Re-appointment	Nil remuneration, liable to retire by rotation.
Remuneration sought to be paid	Nil
Remuneration last drawn	Nil
Justification for choosing the appointees for appointment as Independent Directors	Not Applicable
Number of Meetings of the Board attended during the year 2020-21	5 (Five)
Shareholding in the Company (Equity Shares of Rs. 10/- each)	Nil
List of Directorships in other Companies	1. Happii Digital & Broadcasting Network Private Limited 2. Sri Adhikari Brothers Assets Holding Private Limited
List of Chairmanship or membership of various Committees in listed Company and others Companies (The Committee membership and chairpersonship includes membership of the Audit Committee, Stakeholders' Relationship Committee and Nomination & Remuneration Committee)	Chairmanship Nil Membership SAB Events & Governance Now Media Limited - Stakeholders' Relationship Committee
Relationship with other Directors of the Company	Son of Mr. Markand Adhikari, Chairman of the Company

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BOARDS' REPORT

To,
The Members,
SAB Events & Governance Now Media Limited

The Board of Directors of your Company hereby presents the 8th Annual Report on the Business and operations along with the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021.

FINANCIAL HIGHLIGHTS:

(Rs. in Lakhs except for EPS)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Revenue from operations	141.88	201.96
Other income	1.80	2.40
Profit/(Loss) before finance charges, exceptional items, depreciation & tax	(24.85)	(14.14)
Less : Finance cost	15.53	0.15
Profit/(Loss) before depreciation & tax	(40.38)	(14.29)
Less: Depreciation	82.67	83.45
Profit/(Loss) before exceptional items and tax adjustment	(123.06)	(97.74)
Less: exceptional items	27.46	-
Profit/(Loss) before tax adjustment	(150.52)	(97.74)
Tax Expenses	1.76	-
Profit/(Loss) after tax (PAT)	(152.28)	(97.74)
Other Comprehensive income	0.29	2.87
Total Comprehensive Income	(151.99)	(94.87)
Earnings per share (Basic and Diluted)	(1.45)	(0.93)

The financial statements of the Company for the year ended March 31, 2021 have been prepared in accordance with the Indian Accounting Standards (IND AS) prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issue thereunder and other accounting principles generally accepted in India.

The comments of the Board of Directors ("the Board") on the financial performance of the Company have been provided under the Management Discussion and Analysis which forms part of this Annual Report.

The figures of previous financial year have been re-grouped/re-arranged/re-classified/reworked wherever necessary to confirm the current year accounting treatment.

EMERGENCE OF COVID-19:

Owing to Novel CoVID-19 virus outbreak restrictions imposed on free movement of people by the Central/State governments, the Company started organizing various 'Virtual Conferences', 'Technology Masterclasses' for government and public sector and 'Visionary Talk' series since July 2020 with some of the renowned personalities of our Country i.e. Mr. Ashishkumar Chauhan, CEO & MD of BSE, Mr. Sam Balsara, Founder, Chairman & MD, Madison Group, BJP leader Mr. Kirit Somaiya, Mr. Ramesh Sippy, Legendary Filmmaker and many more.

As an organization, the health and safety of the employees was kept at utmost importance and every step towards the same was taken by the Company. The Company has followed the policies of 'No pay cut and No job cut' and 'Work from Home policy' during the period under review.

In-spite of challenges posed by the pandemic on the business, the Company was fully focused to sail through it as smoothly as possible and emerge on the path of growth.

REVIEW OF OPERATIONS:

During the financial year under review, your Company could generate total revenue of Rs. 143.69 Lakhs as against Rs. 204.35 Lakhs in the previous year. However, there is loss before tax of Rs. 150.52 Lakhs as against loss before tax of Rs. 97.74 Lakhs in previous financial year.

Your Directors expect better performance in the coming years to set off the losses of the Company.

STATE OF THE COMPANY'S AFFAIRS:

The Company operates in Single segment i.e. Digital Media Websites and MICE.

DIVIDEND:

In the event of losses during the financial year under review, your Directors do not recommend any payment of dividend for the said financial year 2020-21.

SHARE CAPITAL:

The Paid-up Share Capital as on March 31, 2021 was Rs. 10.49 Crore. During the financial year under review, the Company has not issued any shares.

There was no change in Share Capital of the Company during the financial year 2020-21.

CHANGE IN THE NATURE OF BUSINESS OF THE COMPANY:

There was no change in the nature of business during the financial year under review.

TRANSFER TO RESERVES:

During the financial year under review, no amount was transferred to Reserve.

PUBLIC DEPOSIT:

During the financial year under review, the Company has not accepted any deposits from public/members within the meaning of Section 73 and 76 of the Act read with Companies (Acceptance and Deposits) Rules, 2014.

PERFORMANCE OF SUBSIDIARY, ASSOCIATE OR JOINT VENTURE COMPANIES:

As on March 31, 2021, the Company does not have any Subsidiary, Associate or Joint Venture Company. Further, no company ceased to be subsidiary or associate or joint venture during the financial year under review.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Retirement by rotation

In accordance with the provisions of Section 152 of the Act read with the Rules made thereunder and the Articles of Association of the Company, Mr. Kailasnath Adhikari, Managing Director (DIN: 07009389) of the Company, retires by rotation and being eligible, offers himself for re-appointment. As such, the Board recommends his re-appointment as Director of the Company for approval of the members.

Appointment and Resignation

Re-appointment of Mr. Shailendra Mishra, as an Independent Director:

During the financial year under review, Mr. Shailendra Mishra (DIN: 07373830) was appointed as an Independent Director of the Company, not liable to retire by rotation, for the second term of five consecutive years commencing from February 10, 2021 upto February 09, 2026 in the 7th Annual General Meeting of the Company held on September 28, 2020.

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Declaration from Independent Directors

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act and under Regulation 16(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). There has been no change in the circumstances affecting their status as independent directors of the Company.

The Independent Directors of the Company have undertaken requisite steps towards the inclusion of their names in the databank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014 as per the Ministry of Corporate Affairs Notification dated October 22, 2019.

Remuneration to Non-Executive Directors

During the financial year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board/Committee of the Company.

Key Managerial Personnel (KMP)

Pursuant to the provisions of Section 203 of the Act, the following continue to be the Key Managerial Personnel of the Company as on March 31, 2021:

Sr. No.	Name of the KMP	Designation
1	Mr. Kailasnath Adhikari	Managing Director
2	Mr. Suresh Satpute	Chief Financial Officer
3	Ms. Swity Gada	Company Secretary & Compliance Officer

ANNUAL EVALUATION OF PERFORMANCE BY THE BOARD, ITS COMMITTEES AND OF INDIVIDUAL DIRECTORS:

Pursuant to the applicable provisions of the Act read with Schedule IV of the Act and the Listing Regulations, the Board of Directors has put in place a process to formally evaluate the effectiveness of the Board along with performance evaluation of each Director to be carried out on an annual basis.

Accordingly, the Performance Evaluation of Independent Directors was done by the entire Board excluding the Director being evaluated and evaluation of the Board (including Chairman) as a whole was done by Independent Directors for the financial year 2020-21. The Board had also carried out evaluation of the working of its Audit Committee, Stakeholders' Relationship Committee and Nomination & Remuneration Committee. The criteria devised for performance evaluation of each Director consists of maintaining confidentiality, maintaining transparency, participation in company meetings, monitoring compliances, sharing the knowledge and experience for the benefit of the Company.

During the financial year under review, the Nomination & Remuneration Committee reviewed the performance of all the Executive and Non-Executive Directors.

MEETINGS OF THE BOARD OF DIRECTORS:

The Board met on various occasions to discuss and decide on affairs, operations of the Company and to supervise and control the activities of the Company. During the financial year under review, the Board met 5 (Five) times. The details of the Board Meetings and the attendance of the Directors at the meetings are provided in the Report on Corporate Governance, forming part of this Report. The intervening gap between the two consecutive Board meetings did not exceed the period prescribed by the Act, Listing Regulations, Secretarial Standard on Board Meetings (SS-1) issued by the Institute of Company Secretaries of India ("ICSI") and pursuant to the relaxations issued by SEBI vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020.

COMMITTEES OF THE BOARD:

In compliance with the requirements of the relevant provisions of applicable laws and statutes, the Company currently has 3 (three) committees of the Board viz.:

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

The details of the Committees along with their composition, number of meetings held and attendance of the members are provided in the Corporate Governance Report, forming part of this Annual Report.

AUDIT COMMITTEE AND ITS COMPOSITION:

The Audit Committee is duly constituted as per the provisions of Section 177 of the Act and Regulation 18 of the Listing Regulations. The Composition of the Audit Committee and its terms of reference, number of meetings held and attended is given in the Report on Corporate Governance which is annexed to this Report.

All the recommendations made by the Audit Committee were accepted and approved by the Board.

The Audit Committee of the Company reviews the reports to be submitted to the Board of Directors with respect to auditing and accounting matters. It also supervises the Company's internal control and financial reporting process.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS:

Pursuant to the provisions of Section 178 of the Act read with the Rules made thereunder, Regulation 19 of the Listing Regulations and on the recommendation of the Nomination and Remuneration Committee, the Board has adopted a Policy on "Criteria for appointment of Directors, Key Managerial Personnel, Senior Management Employees and their remuneration." The salient features of the said Policy are stated in the Report on Corporate Governance which forms part of this Annual Report.

RISK MANAGEMENT:

The Company has devised and adopted a Risk Management Policy and implemented a mechanism for risk assessment and management. The policy is devised to identify the possible risks associated with the business of the Company, assessment of the same at regular intervals and taking appropriate measures and controls to manage, mitigate and handle them. The key categories of risk covered in the policy are Strategic Risks, Financial Risks, Operational Risks and such other risks that may potentially affect the working of the Company.

The Board and the Audit Committee periodically reviews the risks associated with the Company and recommend steps to be taken to control and mitigate the same through a properly defined framework.

WHISTLE BLOWER / VIGIL MECHANISM:

The Company has adopted a Whistle Blower / Vigil Mechanism as per the provisions of Section 177 of the Act and Regulation 22 of the Listing Regulations. The Policy provides a mechanism for reporting of unethical behavior and frauds made to the management. The mechanism provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee, in the exceptional cases. The details of the Vigil Mechanism/ Whistle Blower Policy are explained in the Report on Corporate Governance and are also available on the website of the Company at http://www.governancenow.com/disclosure/Whistle-Blower-Policy_done.pdf.

We affirm that during the financial year 2020-21, no employee or director was denied access to the Audit Committee.

ANNUAL RETURN:

The Annual Return in Form MGT-7 as required under Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014 is available on the website of the Company and can be accessed through the following weblink <http://www.governancenow.com/annual-returns>.

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PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The particulars of Loans, Guarantees and Investments made by the Company under the provisions of Section 186 of the Act are provided in the notes to Financial Statements.

PARTICULARS OF THE EMPLOYEES AND REMUNERATION:

Pursuant to Section 197 of the Act read with the Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, details of the ratio of remuneration of each Director to the median employee's remuneration are appended to this report as "**Annexure I – Part A**".

The statement containing particulars of employees as required under section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014 is provided in this Report as "**Annexure I – Part B**" and forms a part of this report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts or arrangements entered into by the Company with its related parties during the financial year were in accordance with the provisions of the Act and the Listing Regulations. All such contracts or arrangements have been approved by the Audit Committee, as applicable.

However, there were materially significant related party transactions executed in pursuance to the approval obtained from shareholders in the 7th Annual General Meeting held on September 28, 2020.

Further, the prescribed details of related party transactions in Form AOC-2, in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is given in the "**Annexure II**" to this Report.

In accordance with the provisions of Regulation 23 of the Listing Regulations, the Company has formulated the Policy on Related Party Transactions and the same can be accessed on the Company's website at http://www.governancenow.com/disclosure/RPT_Policy.pdf.

SUBSIDIARY COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS:

As on March 31, 2021, the Company does not have any Subsidiary, Associate or Joint Venture Company and hence preparation of Consolidated Financial Statements and statement containing salient features of subsidiary in Form AOC -1 as per the provisions of Section 129 of the Act is not applicable to the Company.

STATUTORY AUDITORS AND AUDIT REPORT:

Statutory Auditors:

M/s. A. R. Sodha & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company at 6th Annual General Meeting (AGM) held on September 30, 2019, for a second term of 4 (Four) consecutive years, to audit the books of accounts of the Company from the F.Y. 2019-20 to F.Y. 2022-23, at a remuneration agreed between the Auditors and the Board of Directors.

Qualifications in Statutory Audit Report:

Following is the managements' reply to the qualification made by the Statutory Auditors' in their report for the year ended March 31, 2021:

1. Details of Audit qualifications: Impairment in the value of Goodwill: The Company had acquired its publication and MICE business in FY 2015-16 as per the scheme of arrangement and during such acquisition the company has recognized goodwill amounting to Rs.788.69 Lakhs as Goodwill on demerger. The carrying value of Goodwill as on 31st March, 2021 is Rs. 377.95 Lakhs. However, the Company has not been able to generate sufficient income from its publication and MICE business since last four years and has incurred losses of Rs. 153.74 Lakhs during the year ended on 31st March, 2021 and during the preceding financial year of Rs.94.87 Lakhs. Also considering the further impact on the business of the company due to COVID 19 restrictions imposed by the Government and discontinuance of publication of its magazine 'Governance Now', in our view these facts indicates that there is impairment in the value of Goodwill. Since the Company

has not carried out impairment testing on goodwill and in the absence of working for impairment we are unable to quantify the amount of impairment provision required and its possible effects on the financial statements.

Managements' reply:

The Management of the Company does not anticipate any impairment in the value of Goodwill as the Management considers that the Goodwill can be commercially exploited in different ways to generate the revenue. Management estimates that decline in revenue in recent past is temporary in nature which has potential to get regularized in near future. The management is of the opinion that keeping in view their long term business synergy and potential no provision for impairment in the value of goodwill is required to be made as on March 31, 2021.

- 2 Details of Audit qualifications: Severance Bonus paid to former employee: During the year, severance bonus of Rs. 27.46 Lakhs has been paid to one of the former employees for which commitment was made by the management in 2017. The payment of bonus was subject to fulfillment of certain conditions as per the letter dated 1st August, 2017. No provision was made for the said incentive in the earlier financial years which makes the incentives paid in the current year a Prior Period item. As per paragraph 42 of Ind AS 8, material prior period errors should be corrected by restating the comparative amounts for the prior periods presented in which the error occurred. However, restatement has not been done for the said incentive payment and has been charged to the Statement of Profit and Loss of the current financial year and has been disclosed as an exceptional item. Had the restatement been done in the earlier financial years, loss for the current year would have been lower by 27.46 Lakhs.

Managements' Reply:

The Company had committed for the said bonus. However, was not knowing when the actual payout will arise. Hence, effect of the said incentive is given when the actual payout was given.

During the financial year under review, the Statutory Auditors had not reported any fraud under Section 143(12) of the Act, therefore no details are required to be disclosed under Section 134(3)(ca) of the Act.

SECRETARIAL AUDITOR REPORT AND ANNUAL SECRETARIAL COMPLIANCE REPORT:

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors in its meeting held on February 12, 2020, had appointed M/s. Shweta Mundra & Associates, Practicing Company Secretaries, Mumbai (COP No.: 15387), as the Secretarial Auditors of the Company to conduct Secretarial Audit of the Company for the Financial Year 2020-21. The Secretarial Audit Report for the said Financial Year 2020-21 is appended to this report as "Annexure III".

During the financial year under review, following were the qualifications of the Secretarial Auditors of the Company alongwith the reply of the Management of the Company:

- (a) The Company has not appointed Internal Auditors during the period under review as required under Section 138 of the Act. However, the Company has appointed M/s. Bhavesh Vora & Associates, Chartered Accountants as the Internal Auditor in the Board Meeting held on August 12, 2021.

Management Reply:

The Company was in process of appointing an appropriate candidate for the said position. However, the Company has appointed M/s. Bhavesh Vora & Associates, as an Internal Auditor of the Company in their Board Meeting held on August 12, 2021.

Pursuant to circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, issued by Securities and Exchange Board of India (SEBI), the Company has obtained Annual Secretarial Compliance Report for financial year 2020-21, from M/s. Shweta Mundra & Associates, Practicing Company Secretaries (COP No.: 15387), on compliance of all applicable SEBI Regulations and circulars/guidelines issued thereunder and the copy of the same is submitted to the Stock Exchanges within the prescribed timeline.

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MAINTAINENCE OF COST RECORDS:

Pursuant to the provisions of Section 148(1) of the Act, the Government has not prescribed maintenance of the cost records in respect of services dealt with by the Company. Hence, the prescribed section for maintenance of cost records is not applicable to the Company during the financial year under review.

INTERNAL AUDITOR:

Pursuant to the provisions of Section 138 of the Act, the Company is required to appoint an Internal Auditor. The Company was in process of appointing an appropriate candidate for the said position. However, the Company has appointed M/s. Bhavesh Vora & Associates, as an Internal Auditor of the Company in their Board Meeting held on August 12, 2021.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company Policies, safeguarding of assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures.

The Audit Committee in co-ordination with the Board evaluates the Internal Financial Control Systems and strives to maintain the appropriate Standards of Internal Financial Control. The details in respect of internal financial control and their adequacy are included in the Management Discussion & Analysis Report, which forms part of this Annual Report ("**Annexure IV**").

REPORT ON CORPORATE GOVERNANCE:

Pursuant to Regulation 34 read with Schedule V(C) of the Listing Regulations, the following are part of this Annual Report and are appended to this report:

- a. Report on Corporate Governance (**Annexure V**);
- b. Declaration on Compliance with Code of Conduct;
- c. Certificate from Practicing Company Secretary that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or to act as director of the Company; and
- d. Auditors' Certificate regarding compliance of conditions of Corporate Governance.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The provisions relating to Corporate Social Responsibility under Section 135 of the Companies Act, 2013 and rules made thereunder are not applicable to the Company. Therefore, the Company has neither constituted Corporate Social Responsibility Committee nor developed and implemented any policy on Corporate Social Responsibility initiatives.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There was no order passed by any regulator or court or tribunal, which impacts the going concern status of the Company or will have any bearing on Company's operations in future.

MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATES AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year 2020-21 to which this financial statements relates and the date of this Annual Report.

INFORMATION UNDER THE SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has zero tolerance for sexual harassment at workplace and therefore has adopted a "Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace" in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. All the women employees either

permanent, temporary or contractual are covered under the said policy. The said policy is updated internally to all the employees of the Company. An Internal Compliant Committee (ICC) has been set up in compliance with provision of the said Act.

The details of the complaints' in relation to the Sexual Harassment of Women at Workplace filed/disposed/pending is given in the Report on Corporate Governance which is forming part of this Annual Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

Pursuant to Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, details regarding Conservation of Energy, Technology Absorption, Foreign Exchange earnings and outgo for the financial year under review are as follows:

A. Conservation of Energy

- a. Steps taken or impact on conservation of energy – The Operations of the Company are not much energy intensive. However, Company continues to implement prudent practices for saving electricity and other energy resources in day-to-day activities.
- b. Steps taken by the Company for utilizing alternate sources of energy – Though the activities undertaken by the Company are not much energy intensive, the Company shall explore alternative sources of energy, as and when the necessity arises.
- c. The capital investment on energy conservation equipment – Nil.

B. Technology Absorption

- a. The efforts made towards technology absorption – The minimum technology required for the business has been absorbed.
- b. The benefits derived like product improvement, cost reduction, product development or import substitution – Not Applicable.
- c. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) – Not Applicable.
- d. The expenditure incurred on Research and Development - Not Applicable.

Foreign Exchange Earnings and Outgo - Nil

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134(3)(c) of the Act, your directors state and confirm that:

- a. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the directors have prepared the annual accounts on a going concern basis;
- e. the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

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- f. the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has devised proper systems to ensure compliance with the applicable Secretarial Standards issued by the ICSI and the Company has complied with all the applicable provisions of the same during the financial year under review.

DISCLOSURE IN RESPECT OF STATUS OF APPLICATION OR PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE:

During the financial year under review and as at March 31, 2021, no application was made or any proceedings were pending against the Company under the Insolvency and Bankruptcy Code, 2016.

DISCLOSURE RELATING TO DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN FROM BANK OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

During the financial year under review, no such one-time settlement was done in respect of any loan taken by the Company from Banks / Financial Institutions.

ACKNOWLEDGEMENT:

The Board of Directors expresses their gratitude for the valuable support and co-operation extended by various Government authorities and stakeholders including shareholders, banks, financial Institutions, viewers, vendors and service providers.

The Board also places on record their deep appreciation towards the dedication and commitment of your Company's employees at all levels and look forward to their continued support in the future as well.

The Directors regret the loss of lives due to COVID-19 pandemic and are deeply grateful and have immense respect for every person who risked their life and safety to fight this pandemic.

The Directors appreciate and value the contribution made by every member of the SAB Events & Governance Now Media Limited family.

For and on behalf of the Board of Directors

Place: Mumbai
Date: August 12, 2021

Markand Adhikari
Chairman
DIN: 00032016

ANNEXURE I - Part A

PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014, DETAILS OF THE RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEE'S REMUNERATION:

(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:	
Sr. No.	Name of the Director	Ratio of remuneration to the median remuneration of the employees
1	Mr. Markand Adhikari	Not applicable since company has not paid remuneration during the financial year under review.
2	Mr. Kailasnath Adhikari	Not applicable since company has not paid remuneration during the financial year under review.
3	Mr. Shailendra Mishra	0.27
4	Dr. Ganesh P Raut	0.27
5	Mr. Umakanth Bhyravajoshiyulu	0.27
6	Mrs. Latasha Jadhav	0.00
(ii)	The percentage increase in remuneration of each director, CFO , CEO, Company Secretary or Manager, if any, in the financial year	
Sr. No.	Name of the Directors, defined KMP	% Increase over last F.Y.
1	Mr. Markand Adhikari	No Change
2	Mr. Kailasnath Adhikari	No Change
3	Mr. Shailendra Mishra	No Change
4	Dr. Ganesh P Raut	No Change
5	Mr. Umakanth Bhyravajoshiyulu	No Change
6	Mrs. Latasha Jadhav	No Change
7	Mr. Suresh Satpute	0.93
8	Mrs. Swity Gada	NA*
*NA - Not comparable since the Key Managerial Personnel appointed w.e.f. November 14, 2019.		
(iii)	The percentage increase in the median remuneration of employees in the financial year	100.71
(iv)	The number of permanent employees on the rolls of the Company	11
(v)	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 and point out if there are any exceptional circumstances for increase in the managerial remuneration	There has been no increase in managerial remuneration during the financial year under review. The average increase, if any, is based on the objectives of Remuneration policy of the Company that is desired to attract, motivate and retain the employees who drive the organization towards success and helps the Company to retain its industry competitiveness.

We hereby confirm that the remuneration is as per the remuneration policy recommended by Nomination and Remuneration Committee of the Company and adopted by the Company.

Place: Mumbai
Date: August 12, 2021

Markand Adhikari
Chairman
DIN : 00032016

Umakanth Bhyravajoshiyulu
Chairman of Nomination and
Remuneration Committee
DIN : 08047765

ANNEXURE I - PART B

Information as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

I Names of the top ten employees of the Company in terms of remuneration drawn:

Sr. No	Name of employee	Designation of the employee	Remuneration received (Amount in Rupees)	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment in the Company	Age (in Years)	Last employment held before joining the Company	The percentage of equity shares held by the employee in the Company within the meaning of Clause(iii) of sub-rule(2) Rule 5	Whether any such employee is a relative of any director or manager of the Company and if so, name of such director or manager
1	Ragini Shrivastava	Sales Head	18,00,000	Full Time Emp	MBA(Marketing), 12 years	01-06-2019	42	Elets Technomedia Pvt Ltd.	Nil	Not related
2	Suresh Sabpute	Chief Financial Officer	9,90,000	Full Time Emp	PGDM, 27 years	15-06-1997	50	Parekh Plast India Pvt Ltd.	Nil	Not related
3	Pragya Gupta	Principle Correspondent	7,95,000	Full Time Emp	Executive Management from IIM Lucknow, 12.5 years	01-06-2019	36	Elets Technomedia	Nil	Not related
4	Prem Kumar Paka	Sales Manager	7,17,600	Full Time Emp	B.Com, 13 years	01-06-2019	49	Asian Publication house	Nil	Not related
5	Sunil Kumar	Senior Researcher	5,04,000	Full Time Emp	PGDM in Marketing & IT from IME, Ghaziabad, 11.5 years	01-06-2019	36	Elets Technomedia Pvt Ltd	Nil	Not related
6	Swity Gada	Company Secretary & Compliance Officer	4,50,000	Full Time Emp	B. Com, Company Secretary from ICSI, 7 years	14-11-2019	30	TV Vision Limited	Nil	Not related
7	Vaishali Gupta	Asst. Manager	3,60,000	Full Time Emp	Bachelors in Business Administration, 5 years	01-06-2019	26	Governance Today	Nil	Not related
8	Sagar Shere	Guest Coordinator	2,73,167	Full Time Emp	Masters in Political Science	02-11-2020	29	India Today	Nil	Not related
9	Shumaila Saeed	Programme Executive	2,40,000	Full Time Emp	Masters in Communication & Journalism, 5 years	03-10-2019	25	Jain Chartered Accountant Federation	Nil	Not related

II Name of employees who were employed throughout the Financial Year 2020-21 and were paid remuneration not less than Rupees 1 Crore 2 lakhs per annum - None

III Name of employees who were employed in part during the Financial Year 2020-21 and were paid remuneration not less than Rupees 8 lakhs 50 thousand per month - None

IV Name of employees who were employed throughout the Financial Year 2020-21 or part thereof and were paid remuneration in excess of Managing Director or Whole-time Director or Manager and holds along with his spouse and dependent children not less than 2% of equity shares of the Company - None

ANNEXURE II

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Disclosure of particulars of contracts or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under fourth proviso thereto:

1. Details of contracts or arrangements or transactions not at Arm's length basis:

The Company has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during the financial year 2020-21.

2. Details of material contracts or arrangements or transactions at Arm's length basis:

Sr. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	TV Vision Limited (TVVL), Group Company Mr. Markand Adhikari, Chairman & Non-Executive Director of the Company is Chairman and Managing Director of TVVL and Mr. Kailasnath Adhikari, Managing Director of the Company is son of Mr. Markand Adhikari.
b)	Nature of contracts/arrangements/transaction	Promoting, Marketing and advertising of TVVL Channels at the website of the Company
c)	Duration of the contracts/arrangements/transaction	1 (One) year from July 01, 2020 to June 30, 2021
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	1 (One) year from July 01, 2020 to June 30, 2021 for Rs. 60 lakhs per annum
e)	Justification for entering into such contracts or arrangements or transactions'	As the Company has a digital platform, so TVVL decided to advertise its Channels on the group Company's website only
f)	Date of approval by the Board	June 27, 2020
g)	Amount paid as advances, if any	-

3. Details of contracts or arrangements or transactions not in the ordinary course of business:

Sr. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Sri Adhikari Brothers Television Network Limited (SABTNL), Group Company Mr. Markand Adhikari, Chairman & Non-Executive Director of the Company is Chairman & Managing Director of SABTNL and Mr. Kailasnath Adhikari, Managing Director of the Company is son of Mr. Markand Adhikari.
b)	Nature of contracts/arrangements/transaction	Availing of rental services.
c)	Duration of the contracts/arrangements/transaction	Three (03) years commencing from October 1, 2018.
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Monthly rent of Rs 197,054/- upto September 30, 2020 and thereafter Rs. 206,907 w.e.f October 1, 2020 with interest-free refundable deposit of Rs.2,00,000/-
e)	Justification for entering into such contracts or arrangements or transactions'	In order to have registered office of Group Companies in the same building.
f)	Date of approval by the Board	October 1, 2018
g)	Amount paid as advances, if any	Rs. 25 lakh as security deposit.
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Not Applicable.

**On behalf of the Board of Directors of
SAB Events & Governance Now Media Limited**

Place: Mumbai
Date: August 12, 2021

**Markand Adhikari
Managing Director
DIN: 07009389**

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ANNEXURE III SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

[Pursuant to 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,
SAB EVENTS & GOVERNANCE NOW MEDIA LIMITED
Mumbai

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SAB EVENTS & GOVERNANCE NOW MEDIA LIMITED** (CIN: L22222MH2014PLC254848) and having its registered office at 7th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai – 400053, (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based upon our verification of Company's books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its office agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021, 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.
- (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 extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - A. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - B. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - C. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (effective up to November 09, 2018) and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (effective from November 10, 2018);
 - D. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the Company during the audit period**);
 - E. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the audit period**);
 - F. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- **Not applicable**;
 - G. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- (**Not applicable to the Company during the audit period**);
 - H. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- (**Not applicable to the Company during the audit period**);
 - I. The Securities and Exchange Board of India (**Listing Obligations and Disclosure Requirements**) Regulations, 2015 including amendments.
- (vi) Press and Registration of Books Act, 1867; Delivery of Books and Newspapers (Public Libraries) Act, 1954; Delivery of Books

and Newspapers (Public Libraries) Act, 1954; The Newspaper (Prices and Pages) Act, 1956; Copyright Act, 1957; Trade Marks Act, 1999; and the rules and regulations made thereunder, being the laws that are specifically applicable to the Company based on their sector/ industry.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India. We have relied on the representation made by the Company and its officers for the systems and mechanisms formed by the Company for compliances under applicable Acts, Rules, Laws and Regulations to the Company.

1. **We report that** during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Standards etc. mentioned above and in respect of laws specifically applicable to the Company based on their sector/industry, in so far as requirement relating to licencing/certification, submission of returns etc. as mentioned above, based on test checking subject to the following observations:

I. Pertaining to Companies Act, 2013:

1. The Company has not appointed Internal Auditors during the period under review as required under Section 138 of the Act. However, the Company has appointed M/s. Bhavesh Vora & Associates, Chartered Accountants as the Internal Auditor in the Board Meeting held on August 12, 2021.

Further, we have observed that the Company has granted Leave of absence to Mrs. Latasha Jadhav, (Non-Executive Non-Independent) Director of the Company who could not attend any Board meeting and Annual General meeting for the review period due to critical health issues of her spouse and had requested for leave of absence. Though she has not violated the provisions of Section 167(1)(b) of Companies Act, 2013 and has fulfilled the requirement as laid by the law.

2. We further report that:

- I. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent Directors.
- II. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- III. Majority decision is carried through while the dissenting member's views, if any, are captured and recorded as part of the minutes of the meetings, of those, which were duly recorded and signed by the Chairman.

3. **We further report that**, the compliance by the Company of applicable financial laws such as Direct and Indirect Tax Laws, and Maintenance of Financial Records and Books of Accounts has not been reviewed in this Audit since the same has been subject to review by the Statutory Financial Audit and other designated professionals. Further, we have not examined the compliance by the Company With other industry specific laws (as informed above and certified by the management of the Company which are specifically applicable to the Company based on its industry/sector) since the compliance and monitoring of the said laws are to be ensured by the management of the Company;

4. **We further report that** we have observed some qualified opinion in the report of Financial Auditors:

- (a) There is impairment in the value of Goodwill. Since the Company has not carried out impairment testing on goodwill and in the absence of working for impairment, it's not possible to quantify the amount of impairment provision required and its possible effects on the financial statements
- (b) During the year, severance bonus has been paid. No provision was made for the incentive in the earlier financial years which makes the incentives paid in the current year a Prior Period item.

5. **We Further report that** the Statutory Auditors have raised question on the Material uncertainty related to Going Concern of the Company stating that company's current liability are 2.4 times of current assets. Further, Company's plan of remodelling the event vertical into webinars and growing the digital portal does not achieve the desired cash flows and profitability. Due to the outbreak of the COVID-19 pandemic, the ground events business operations of the company have come to halt and the company doesn't foresee ground events picking up in the near future.

6. **We further report that** following event was occurred during the reporting period:

- (a) The Company informed the respective Stock Exchanges on September 16, 2020 that M/s. Sharex Dynamic (India) Pvt Ltd., existing RTA of the Company was merged with M/s. Link Intime India Pvt Ltd as per the order passed by Regional Director on July 16, 2020. Accordingly, M/s. Sharex Dynamic (India) Pvt Ltd has ceased to exist as a separate entity and hereafter post-merger is known as Link Intime India Pvt Ltd.

7. **We further report that** in the wake of COVID-19 the SEBI has provided relaxation and/or extension for the various applicable compliance under SEBI Regulations. Accordingly, the Company has done the compliance under relaxation.

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Further, The Company is adhering to the health guidelines issued by Government of India in the wake of CoVID-19 virus and following the Work from Home Policy.

8. **We further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, guidelines and standards.
9. **We further report that** during the audit period there were no major corporate events having a major bearing on the company's affairs.

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.

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.

**For SHWETA MUNDRA & ASSOCIATES
Practicing Company Secretaries**

**Place: Mumbai
Date: August 12, 2021
UDIN: A038115C000772145**

**CS Shweta Mundra
ACS: 38115, COP: 15387**

Note: Due to lockdown (on account of COVID-19), we have not been able to carry out physical visit to the Company office for verification of the data. The certificate is based on the virtual data provided by the Company received through email, Verification with the available data on BSE Limited and National Stock Exchange of India Limited and oral confirmation from the Company Representatives

To,
The Members,
SAB EVENTS & GOVERNANCE NOW MEDIA LIMITED
Mumbai

Our report of even date is to read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Book of Accounts of the Company.
4. Where ever required, we 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, regulation, standards are the responsibility of management. Our examination was limited to the verification of procedures on the test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For SHWETA MUNDRA & ASSOCIATES
Practicing Company Secretaries

CS Shweta Mundra
ACS: 38115, COP: 15387

Place: Mumbai
Date: August 12, 2021

ANNEXURE IV

MANAGEMENT DISCUSSION AND ANALYSIS

COMPANY OVERVIEW:

SAB Events & Governance Now Media Limited is carrying out the business of Digital Media Websites & MICE. 'Governance Now' started its journey as a multi-media initiative for participatory reportage and analyses related to governance of all institutions and processes that are vital to public life in India. Our editorial team comprises of highly experienced senior journalists and guest writers from diverse disciplines and professional background. Currently, Governance Now is available in the digital format as a portal www.governancenow.com and a video channel on **YouTube** SAB Group Governance Now with approx. half million subscribers.

CURRENT SCENARIO DUE TO COVID-19 PANDEMIC:

The year 2020-21 has seen a significant shift to virtual conference. Majority of the public and private, national/international meetings, conferencing and exhibitions (MICE) events has moved to digital platforms. Owing to Novel CoVID-19 virus outbreak restrictions imposed on free movement of people by the Central/State governments, the Company started organizing various '**Virtual Conferences**,' '**Technology Masterclasses**' for government and public sector and talk shows on our Youtube channel '**Visionary Talk**' & '**Masterminds** series since July 2020 with some of the renowned personalities of the country.

INDIAN MACROECONOMICS SCENARIO:

The economy has seen gradually turning towards recovery early this year. The comforting news is that improving business sentiments, coupled with a strong recovery among industrial nations, propelled growth in the January–March quarter of FY 2020–21. What, however, emerged as a worrying trend (from the GDP numbers) is that traction in consumption spending seemed restrained, highlighting spending hesitancy due to health and financial anxieties.

INDUSTRY OVERVIEW & GROWTH OUTLOOK:

The Indian media and entertainment (M&E) sector fell 24% in 2020. According to FICCI and EY—India's M&E sector fell to ₹1.38 trillion and is expected to grow to ₹1.72 trillion in 2021.

The ₹436 billion fall, however, comes on the back of diminishing revenues from the filmed entertainment, print, and television segments. The only two segments that witnessed growth were digital and online gaming. Their contribution to the M&E sector increased from 16% in 2019 to 23% last year and they added a whopping ₹26 billion to the industry.

Digital media overtook print, and online gaming overtook a disrupted filmed entertainment segment in 2020. However, India's diversity and scale will continue to fuel the growth of traditional media, but equally exciting is the fact that there are a number of new and big opportunities for M&E businesses.

While the M&E sector usually grows faster than the GDP, it also falls more than GDP degrowth, given the discretionary nature of advertising. In 2020, when the GDP fell by 8%, advertising fell by over 25%, while the sector overall fell by 24%, according to the report.

However, the report also expects the M&E sector to rebound in 2021 and double to around ₹2.68 trillion by 2025. The report argued that different segments will take different periods of time to regain their 2019 (pre-pandemic) revenue numbers. For example, it could take one-two years for the TV, film, and music industry; two-three years for animation, VFX, and events; and more than three years for the print, radio and, out-of-home (OOH) segment to recover.

KEY CONCLAVES:

Governance Now 2nd India CISO Meet
25th March 2021 | Virtual



Governance Now organised the second edition of its flagship conference India CISO Meet on 25th March 2021, which focuses on challenges and concerns of the public sector concerning security.

The Summit witnessed the presence CISOs, CIOs, heads of digital transformation, IT infrastructure, cybersecurity, information and communication technologies, crisis management, security and risk management, and other experts from the centre government, state government, State PSUs and Centre PSUs.

Governance Now Maharashtra Police Summit
25th February 2021 | Virtual



Governance Now organised Maharashtra Police Summit on 25th February 2021. The summit focused on "Agile Policing in times of Pandemic." ADGPS, Commissioner of police from various cities of Maharashtra joined the conference and shared the state response against covid and shared the challenges faced during Covid led Locked down.

Governance Now Digital PSU Meet
18th December 2020 | Virtual



The webinar focuses on how PSUs can address the business and productivity challenges with smart and secure technologies. It focuses on Public Sector and industry interactions for the development of advanced and intelligent solutions for securing IT infrastructure.

Governance Now 2nd GCloud & Data Centre Virtual Summit and Awards
25th November 2020 | Virtual



During the pandemic, we have seen how the cloud played an important role to keep critical services up and running. The summit deliberated on how data centres and cloud services are enabling governance transformation in the country and the evolving landscape of data centres to keep them relevant to the changing needs. The summit is a platform for the centre and state governments to discuss the challenges and opportunities of the cloud and data centre.

Governance Now India Police Virtual Summit and Awards 2020
29th October 2020 | Virtual



The Prime Minister of India shared his vision for SMART Police – police which should be Strict and sensitive, Modern and mobile, Alert and Accountable, Reliable and responsible, Techno-savvy and trained. Technology is a key enabler when it comes to bringing reforms in Policing in India. Governance Now has organised India Police Summit and Awards on 29th October 2020. The objective of the summit is to focus on reforms with Technological scaling-up. Senior Police officers across the country from DGP, ADGP, DIGs, Commissioners, SPs joined the conference and awards.

Cloud 2020 with NIC

24th September 2020 | Virtual



Governance Now along with VMware organised a virtual conclave 'Cloud 2020 with NIC' with Dr Neeta Verma, DG, NIC as the keynote speaker. The conclave is a knowledge-sharing platform with an exclusive focus on NIC and its services.

Governance Now Tech Masterclass for State governments

24th September 2020



Governance Now has organized Tech Masterclass for State governments. The masterclass is designed to address the technology challenges of state government departments and discuss new technologies.

Governance Now 5th India PSU IT Forum

20th August 2020 | Virtual



Governance Now has organised the 5th edition of its flagship India PSU IT Virtual Forum on 20th August 2020. The capacity-building forum focused on challenges, innovations and strategies for digital transformation the public sector enterprises. In the last four years at the PSU IT Forums, Governance Now is actively engaging PSU IT community and technology solution providers for addressing the digital transformation needs.

Governance Now RailTech Modernisation Meet

30th July 2020 | Virtual



Governance Now has launched the special edition on Digital India. It is a compendium of various transformative (Digital) changes the country is going through along with experts sharing their ideas, solutions to the challenges in the roads to digital transformation. It is a collection of efforts and initiatives on the best practice that will bring us closer to Digital India.

Governance Now Tech Innovation in Disaster Management
09th July 2020 | Virtual



Technology plays a critical role in responding to the disaster well and its reduction too. To create a knowledge-sharing platform to discuss how advances in technologies can save billions of lives and socio-economic damage from various natural and accidental disasters. Governance Now Tech Innovations in Disaster Management Virtual Summit aims to create a platform for knowledge exchange on the integration of Information technology-based solutions and services in disaster management and risk reduction across the country.

Governance Now Tech Masterclass: Technology Disruptions in Tax System
16th July 2020



The PSU Automation masterclass will address your RPA concerns and also it upgrades the technical skills that will help you play a crucial role in the digital transformation process of your organization or plan the next move.

GOVERNANCE NOW PSU AUTOMATION (RPA) VIRTUAL MASTERCLASS for Energy and POWER Sector
25 June 2020



25th June 2020

The PSU Automation masterclass was organised for the public sector enterprises to address their Automation and AI concerns.

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Governance Now PSU Automation (RPA) Virtual Masterclass 28th May 2020



28th May 2020

The PSU Automation masterclass was organised to address the RPA concerns of Oil and Gas PSUs.

GOVERNANCE NOW INDIA CISO Virtual Meet 21st May 2020 | Virtual



With Covid-19 pandemic, we have seen the workforce going digital like never before. But at the same time, this shift to a work-from-home/ remote location operating model raises significant implications for IT and cybersecurity, with risk on the rise and multifarious concerns for CISOs. These dynamic nature of the threats involved means that stakeholders must work together to counter them and build trust. Governance Now organised India CISO Meet to discuss execution strategies beyond information overload. **Governance Now Cloud 2020 with NIC**

OPPORTUNITIES AND THREAT

Opportunities

Learning Curve: The immense experience of the promoters in the media industry has proved to be an added advantage in understanding the taste of audience and producing differentiated contents.

Digital, yet to impact household leadership: While the youth population might have shifted to the digital media, the age group of 35 years and above still prefer a physical copy. Easy accessibility, door-to-door delivery, affordability, comfort, the habit of reading a physical copy etc. are some factors that have kept the print players afloat in this digital era.

Challenges and Threats

Digitization: Internet penetration is bound to grow exponentially in the near future. Vast plethora's of channels are available at viewer's disposal which has given rise to increased competition. Across the world, the print industry is adapting itself to opportunities presented by digital disruption and resulting economic shifts.

Consistency: Consistency of content quality is essential to maintain targeted revenues.

FINANCIALS

Share Capital

As on March 31, 2021, the Authorized Share Capital of the Company stood at Rs.1,103 lakhs divided into 109.9 lakhs Equity Shares of Rs. 10/- each and 0.4 lakh 0.01% Non-Convertible Non-cumulative Redeemable Preference Shares of Rs. 10/- each.

As on March 31, 2021, the Paid-up Share Capital of the Company stood at Rs.1,049.37 lakhs divided into Rs.1,048.37 lakhs comprising of 104.83 lakhs Equity Shares of Rs. 10/- each full paid-up and Rs. 1 lakh comprising of 0.1 lakh 0.01% Non-Convertible Non-Cumulative Redeemable Preference Shares of Rs. 10/- each fully paid-up.

Other Equity:

The total Reserves and Surplus as at March 31, 2021, amounted to Rs. (852.60) lakh as per statement of Profit and Loss including Rs. (857.59) lakh as retained earnings and Rs. 0.29 lakh as other comprehensive income as per statement of Profit and Loss.

Long Term Borrowing:

The total unsecured loans as at March 31, 2021, stood at Rs. 1 Lakh.

Short Term Borrowing:

The total short term borrowings as at March 31, 2021 is increased to Rs. 226.50 lakh.

Fixed Assets:

Depreciation of Rs.82.67 lakh was charged to the statement of Profit and Loss. The Net Block of Tangible Fixed Assets as on March 31, 2021 is Rs.10.70 lakh. The goodwill on demerger as on March 31, 2021 amounted to Rs.377.95 lakh.

Investments:

There are no investments as on March 31, 2021.

Revenues:

The Company earned total revenues of Rs. 141.88 lakh during the year ended March 31, 2021 through business activities.

Expenses:

The operating expenses of the Company for the year ended March 31, 2021 is Rs. 266.74 lakh.

Critical accounting policies

The principles of revenue recognition are as under:

The Company earns its revenue in the form of advertisement, distribution and sponsorship. Revenues are recognized when related event occurs upto the reporting date.

Segment wise Performance

The Company is operating in single primary business segment i.e. Digital Media Websites & MICE. Accordingly, no segment reporting as per Accounting Standard - 17 has been reported.

Internal Controls and Adequacy of those controls

Adequate systems of internal controls that commensurate with the size of operation and the nature of business of the Company have been implemented. Risks and controls are regularly viewed by senior and responsible officers of the company that assure strict adherence to budgets and effective use of resources. The internal control systems are implemented to safeguard Company's assets from unauthorized use or disposition, to provide constant check on cost structure, to provide financial and accounting controls and implement accounting standards.

Human Resources

Human capital is a very important asset in a media Company. The Company has built up a human resource structure, which has enabled the Company to grow and take up challenges. The Company has a qualified team of professionals.

As on March 31, 2021, the Company had 11 (Eleven) permanent employees on its payroll.

Business Risks

Change in Consumer Preference Risks

The Content published by the Company need not appeal the target audience always as the target audience preferences are bound to change. The level of creativity required for the audience targeted varies with the available options to the consumers.

Revenue Risks

The Company earns revenue by advertising, sponsorship and On ground or Virtual conferences. Any change in the quality of the content or the ratio of advertisements or sponsorship can affect the revenues of the Company.

Technological Risks

With broadband and smartphones penetrating the markets rapidly, there is an increase in usage of online availability of news and hence, the Company aims at improving the content displayed on its website www.governancenow.com and also on digital course as such YouTube to compete with other publication houses.

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Regulatory Matters

The business may have a positive or a negative impact on the revenues in future due to changes in the regulatory framework and tax laws as compared to the current scenario.

Management continuously monitors and makes efforts to arrest decline or adverse output on any of these factors.

Outlook

With the growing importance of digital media, e-magazines, smart phones and the convergence of media and technology, we are aiming at monetizing the Company's content through induction of emerging technology platforms and improvements, so as to offer next generation features on multiple-media including the digital media, web, smart phones, tablets, and other digital devices and e-commerce business. The Company is proactively planning to place its readers and advertisers at the cutting edge of technology.

The industry is undergoing transformation, driven by digital technologies, opportunities for further penetration of the billion strong markets, and an enabling regulatory framework. At the same time, it remains sensitive to the economic situation, and a lot will depend on its ability to manage the risks of continued shortage of skilled manpower, and ability to spur end user pricing across segments. The Company is proactively planning to place its readers and advertisers at the cutting edge of technology.

Details of significant changes in key financial ratios:

Ratios	Formula Used	FY 20-21	FY 19-20
Debtors Turnover	Revenue from operations / Average Debtors	8.35	9.95
Inventory	COGS / Average Inventory Turnover	NA	NA
Interest Coverage Ratio	Earnings before Interest and Tax / Interest Expense	(8.69)	(670.22)
Current Ratio	Current Assets / Current Liabilities	0.42	0.31
Debt Equity Ratio	Debt / Equity	1.28	0.41
Operating Profit Margin (%)	EBITDA / Revenue from operations	(0.36)	(0.07)
Net Profit Margin (%)	PAT without exceptional items / Revenue from operations	(0.88)	(0.48)
Return on net worth (%)	PAT without exceptional items / Total Equity	(0.64)	(0.28)

Interest Coverage Ratio: The interest expense of the Company has increased due to borrowings during current FY 2020-21 which has resulted into a lower interest coverage ratio.

Debt Equity Ratio: During the current FY 2020-21, the Company obtains additional unsecured borrowing which resulted into increase in debt equity ratio.

Operating Profit Margin: Due to novel CoVID outbreak and lockdown situation, the Company has incurred losses which resulted into adverse operating profit margin.

Net Profit Margin: Due to novel CoVID outbreak and lockdown situation, the Company has incurred losses which resulted into adverse net profit margin.

Return on Net worth: Due to novel CoVID outbreak and lockdown situation, the Company has incurred losses which resulted into adverse return on net worth.

Note : Debt Equity Ratios has only long/short term loan from institutional/others as a debts.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations may be "forward- looking statement" 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 economic conditions affecting demand/ supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors.

ANNEXURE V

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

Transparency and Accountability are the two basic doctrines of Corporate Governance. Our actions are governed by our values and principles.

A Company which is proactively compliant with the law and which adds value to itself through Corporate Governance initiatives would also command a higher value in the eyes of present and prospective shareholders.

The driving principles of our corporate governance framework are entailed below:

- Board of Directors are the trustees of the shareholders' capital;
- Adequately comply with both the spirit of the law and the letter of the law;
- Ensure transparency;
- Honest communication to the stakeholders' about the in-house working of the organization.

We acknowledge our individual and collective responsibilities to manage our business activities with integrity. Our corporate governance is reflection to our ethics system which expresses our culture, strategies and relations with our stakeholders. We are dedicated in maintaining the highest level of ethical standards and corporate governance across all our business functions.

The Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") aim to strengthen the framework of corporate governance. Together, the management and the Board ensure that the integrity and excellence is not compromised.

As per the requirements of Regulation 34 read with Chapter IV and Schedule V of of Listing Regulations, the Directors hereby present the Report on Corporate Governance for the year ended March 31, 2021.

2. BOARD OF DIRECTORS:

a) Composition and Category of Directors:

The Company is having an optimum combination of Executive, Non-Executive, Independent Directors and Woman Director on the Board as per the Regulation 17 of Listing Regulations read with Section 149 of the Act. The Directors of the Board are experienced, competent and highly renowned persons from the fields of Media and Entertainment, Finance, Taxation, Law, Economics, Corporate Governance, Management, Publication, etc. The Board oversees the overall functions with the objective of protecting the interest of all stakeholders.

None of the Directors on the Board holds directorships in more than ten public companies. None of the Independent Directors serves as an independent director in more than seven listed entities. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2021 have been made by the Directors and submitted to the Company. None of the Directors are related to each other except Mr. Markand Adhikari, Chairman and Mr. Kailasnath Adhikari, Managing Director.

The Composition of Board of Directors, their other directorship, committee positions as on March 31, 2021 is stated herewith:

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Sr. No.	Name of the Directors	Category	As on March 31, 2021			
			(excluding the position in the Company)			
			No. of Directorship	Name of the other listed entity and designation thereof	Committee	
Membership	Chairmanship					
1	Mr. Markand Adhikari	Promoter, Chairman, Non-Executive Director	2	1. *Sri Adhikari Brothers Television Network Limited, Chairman & Managing Director; 2. TV Vision Limited, Chairman & Managing Director.	4	Nil
2	Mr. Kailasnath Adhikari	Managing Director	Nil	Nil	Nil	Nil
3	Mr. Shailendra Mishra	Non-Executive Independent Director	Nil	Nil	Nil	Nil
4	Dr. Ganesh P. Raut	Non-Executive Independent Director	2	1. *Sri Adhikari Brothers Television Network Limited, Non-Executive Independent Director; 2. TV Vision Limited, Non-Executive Independent Director.	2	2
5	Mr. Umakanth Bhyravajoshiyulu	Non-Executive Independent Director	2	1. *Sri Adhikari Brothers Television Network Limited, Non-Executive Independent Director; 2. TV Vision Limited, Non-Executive Independent Director.	2	2
6	Mrs. Latasha Jadhav	Non-Executive Non Independent Director	2	1. *Sri Adhikari Brothers Television Network Limited, Non-Executive Director; 2. TV Vision Limited, Non-Executive Director.	Nil	Nil

*Sri Adhikari Brothers Television Network Limited is under Corporate Insolvency Resolution Process and the powers of the Board of Directors are suspended w.e.f. December 20, 2019 and the same have been vested with and are being exercised by the Resolution Professional.

Notes:

- The Directorship/s held by Directors as mentioned above does not include Directorships in Foreign Companies, Companies incorporated under Section 8 of Act and Private Limited Companies.
- Membership/Chairmanship of only Audit Committee and Stakeholders' Relationship Committee of Public Limited companies are considered.
- None of the Directors on the Board holds directorships in more than ten public companies.
- None of the Independent Director, serves as an Independent Director in more than 7 (Seven) Listed Companies nor is a member in more than 10 (Ten) committees or acts as Chairman of more than 5 (Five) Committees.

b) Attendance at the Board meetings and last Annual General Meeting:

During the financial year 2020-21, the Board met 5 (Five) times on June 27, 2020, August 12, 2020, November 10, 2020, December 09, 2020 and February 12, 2021.

As stipulated, the gap between two Meetings of the Board did not exceed the period prescribed by the Act, Listing Regulations, SS-1 issued by ICSI and pursuant to the relaxations issued by SEBI vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020, as amended from time to time.

The Act read with the relevant rules made thereunder, now facilitates the participation of a Director in Board/Committee Meetings through video conferencing or other audio visual mode. Accordingly, the option to participate in the Meeting through video conferencing was made available for the Directors except in respect of



such Meetings/Items which are not permitted to be transacted through video conferencing.

The attendance of each director at the meetings of Board held during their tenure, attendance at the last annual general meeting, inter-se relationship amongst directors and number of shares held by them is entailed below:

Name of the Director	No. of Board meetings held	No. of Board meetings attended	Attendance at Last AGM	Relationship Inter-se	No. of shares held as on March 31, 2021
Mr. Markand Adhikari	5	4	Yes	Father of Mr. Kailasnath Adhikari	Equity Shares: 14,81,589; Preference Shares: 9,810
Mr. Kailasnath Adhikari	5	5	Yes	Son of Mr. Markand Adhikari	Nil
Mr. Shailendra Mishra	5	5	No	No Inter – se relationship	Nil
Dr. Ganesh P. Raut	5	5	Yes	No Inter – se relationship	Nil
Mr. Umakanth Bhyravajoshiyulu	5	5	Yes	No Inter – se relationship	Nil
Mrs. Latasha Jadhav	5	-	No	No Inter – se relationship	Nil

c) Disclosure for Convertible Instruments held by Non-Executive Directors:

During the financial year under review, the Company has not issued any convertible instruments. Accordingly, none of the Non-Executive Directors holds any of convertible instruments of the Company.

d) Separate Meeting of Independent Directors:

As stipulated by the Code of Independent Directors under Schedule IV of the Act and Regulation 25 to the Listing Regulations, a separate meeting of the Independent Director of the Company was held on February 12, 2021 without the presence of Non-Independent Directors and members of management to discuss on the performance of Non-Independent Directors (including Chairman) and Board as a whole and also on the flow of information from and to the Board/ Management.

e) Confirmation on Independent Directors:

All the Independent Directors fulfill the conditions as specified under the Act and Listing Regulations and are independent to the management.

f) Detailed reasons for the resignation of an Independent Director:

During the financial year under review, no Independent Director has resigned from the Board of the Company.

g) Director's Familiarization Programme:

The Company undertakes and makes necessary provision for an appropriate induction programme of the new Directors and ongoing training for the existing Directors. At Board and Committee Meetings, the Independent Directors are on regular basis familiarized with the business model, regulatory environment in which it operates, strategy, operations, functions, policies and procedures of the Company. The Familiarization Programme formulated by the Company for Independent Directors has been made available on the Company's website at http://www.governancenow.com/disclosure/Directors_Familiarization_Programme_%20Done.pdf.

h) Information placed before the Board Members:

Matters discussed at meetings of the Board generally relate to Company's business, annual operating plans, capital budgets, quarterly / half yearly / annual results / annual financial statements, review of the reports of the Audit Committee, taking note of the minutes of the various other Committee meetings, and compliance with their recommendation(s), suggestion(s), status on compliance / non-compliance of any regulation, statutory or listing requirements, if any, etc.

As specified under Part A to Schedule II of the Listing Regulations the information as related/ applicable to the Company during the financial year 2020-21 was placed before the Board for their consideration.

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i) Code of Conduct:

The Board of Directors has laid down a Code of Conduct for all members of the Board of Directors including Independent Directors and Senior Management Personnel. The Code covers the Company's commitment to honest and ethical professional conduct, fair competition, corporate social responsibility, sustainable environment, health and safety, transparency and compliance of applicable laws and regulations etc. Pursuant to provisions of Regulation 26(3) of Listing Regulations, all the Board members and Senior Management Personnel have confirmed compliance with the said code.

A declaration by Mr. Kailasnath Adhikari, Managing Director of the Company affirming the compliance with the code for the financial year ended on March 31, 2021 by the members of the Board and Senior Management Personnel, as applicable to them, is also annexed to this Report.

The Policy on Code of Conduct is available on the website of the Company at <http://www.governancenow.com/disclosure/Code%20of%20Conduct%20Done.pdf>.

As per SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information which was effective from April 01, 2019.

All the Directors, designated persons and third parties such as auditors, consultants etc. as may be determined from time to time, who could have access to the unpublished price sensitive information of the Company are governed by this code. The trading window was closed during the time of declaration of results and occurrence of any material events as per the applicable regulations.

j) Notes on Directors appointment / re-appointment

Brief resume(s) of the Directors proposed to be appointed / re-appointed are given in the Statement annexed to the Notice convening the Annual General Meeting.

3. SKILLS / EXPERTISE / COMPETENCIES OF THE BOARD OF DIRECTORS:

The Board comprises of qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board members are committed to ensuring that the Board is in compliance with the highest standards of corporate governance.

The table below summarizes the key qualification, skills, and attributes which are taken into consideration while nominating candidates to serve on the Board:

Strategy & Business	Brings the ability to identify and assess strategic opportunities and threats in the context of the business.
Industry Expertise	Has expertise with respect to the sector the organization operates in. Has an understanding of the industry and recognizes the development of industry segments, trends, emerging issues and opportunities
Financials	Leadership in management of finance function of an enterprise, resulting in proficiency in complex financial management, capital allocation, and financial reporting process, or experience in actively supervising accountant, auditor or person performing financial functions.
Leadership	Extended leadership experience for a significant enterprise, resulting in a practical understanding of organizations, processes, strategic planning, and risk management. Strengths in developing talent, planning succession, and driving change and long-term growth.
Technology	Significant background in technology, resulting in knowledge of how to anticipate technological trends, generates disruptive innovation, and extends or create new business model.
Board Services and Governance	Service on a public company Board to develop insights about maintaining Board and management accountability, protecting shareholder interests, and observing appropriate governance practices.
Sales and Marketing	Experience in developing strategies to grow sales and market share, build brand awareness and equity and enhance enterprise reputation.

Gender, ethics, national, or other diversity	Representation of gender, ethics, geographic, cultural, or other perspective that expand the Board's understanding of the needs and viewpoints of our customers, partners, employees, governments, and other stakeholders worldwide.
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The above list of core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) and sector(s) for it to function effectively, are available with the Board.

Name of the Director possessing the skills / expertise / competence:

Particulars	Mr. Markand Adhikari	Mr. Kailasnath Adhikari	Mr. Shailendra Mishra	Dr. Ganesh Raut	Mr. Umakanth Bhyravajoshiyulu	Mrs. Latasha Jadhav
Strategy & Business	✓	✓	✓	✓	✓	-
Industry Expertise	✓	✓	-	-	-	-
Financials	✓	✓	✓	✓	✓	-
Leadership	✓	✓	✓	✓	✓	✓
Technology	-	✓	-	-	-	-
Board Services and Governance	✓	✓	✓	✓	✓	✓
Sales and Marketing	✓	✓	-	-	-	-
Gender, ethics, national, or other diversity	✓	✓	✓	✓	✓	✓

4. Committees of the Board:

The Board Committees play a vital role in ensuring sound Corporate Governance practices. The Committees are constituted to handle specific activities and ensure speedy resolution of the diverse matters. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles under which are considered to be performed by members of the Board, as a part of good governance practice. As on date the Board has established the following Committees:

- A. Audit Committee
- B. Nomination and Remuneration Committee
- C. Stakeholders' Relationship Committee

A. AUDIT COMMITTEE:

Pursuant to provisions of Section 177 of the Act and Regulation 18 of the Listing Regulations, the Audit Committee of the Company is duly constituted having majority of Independent Directors as members of the Committee including Chairman. The members possess sound knowledge on accounts, audit, finance, taxation, internal control, economics, banking, etc. The Committee undertakes and reviews matters as stipulated in Schedule II, Part C of the Listing Regulations and other matters as may be delegated by the Board from time to time.

During the financial year 2020-21, the Audit Committee met 4 (Four) times on the following dates:

1	June 27, 2020	3	November 10, 2020
2	August 12, 2020	4	February 12, 2021

As stipulated, the gap between any two meetings of the Audit Committee did not exceed the period prescribed by the Act, Listing Regulations, SS-1 issued by ICSI and pursuant to the relaxations issued by SEBI vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020, as amended from time to time.

The composition as on March 31, 2021 of the Committee along with the attendance of the members at meetings held during their tenure of appointment, is stated herewith:-

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Composition and Attendance:

Sr. No.	Name of the Member	Category	No. of meetings held	No. of meetings Attended
1	Dr. Ganesh P Raut	Chairman	4	4
2	Mr. Markand Adhikari	Member	4	4
3	Mr. Shailendra Mishra*	Member	4	4
4	Mr. Umakanth Bhyravajoshiyulu	Member	4	4

*Mr. Shailendra Mishra was appointed as Chariman of Audit Committee in place of Dr. Ganesh P. Raut w.e.f June 01, 2021. However, Dr. Ganesh P. Raut continues to act as a member of Audit Committee.

Dr. Ganesh Raut, Former Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held on September 28, 2020.

Ms. Swity Gada, Company Secretary & Compliance Officer of the Company acts the Secretary to the Committee.

Terms of reference of Audit Committee:

The terms of reference of the Audit Committee are as per the guidelines set out in the Listing Regulations and the Act. These broadly include:

- a) Develop an annual plan for Committee
- b) Review of financial reporting processes
- c) Review of risk management, internal financial controls and governance processes
- d) Review and discussions on quarterly, half yearly and annual financial statements and auditors' report before submission to the Board for approval.
- e) Interaction with statutory, internal and cost auditors
- f) Recommendation for appointment, remuneration and terms of appointment of auditors
- g) Risk management framework concerning the critical operations of the Company
- h) Appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc.
- i) Periodical review of Internal Audit Reports
- j) Scrutiny of inter-corporate loans.
- k) Utilization of loans/advances /investment made by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments.

In addition to the above, the Audit Committee also reviews the following:

- Matter to be included in the Director's Responsibility Statement.
- Changes, if any, in the accounting policies.
- Major accounting estimates and significant adjustments in financial statement.
- Disclosures in financial statement including related party transactions.
- Modified opinion in the Audit report.
- Compliance with the listing and other legal requirements concerning financial statements.
- Letters of Statutory Auditors to management on internal control weakness, if any.
- Recommend to the Board the appointment, re-appointment and, if required the replacement or removal of statutory auditors considering their independence and effectiveness, and recommend the audit fees.
- Functioning of the Vigil Mechanism / Whistle Blower Policy.
- Management Discussions & Analysis of the Company's operations.

All the recommendations made by the Audit Committee during the year were accepted and approved by the Board.

B. NOMINATION AND REMUNERATION COMMITTEE:

Pursuant to provisions of Section 178 of the Act and Regulation 19 of the Listing Regulations, the Nomination and Remuneration Committee of the Company is duly constituted having majority of Independent Directors as members of the Committee including Chairman of the Committee. The Committee identifies persons to be appointed in senior

management in accordance with the criteria laid down, recommends to the Board their appointment and removal and carries out performance evaluation of every Director.

During the financial year 2020-21, the Nomination and Remuneration Committee met 2 (Two) times on the following dates:

1	June 27, 2020	2	August 12, 2020
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The composition as on March 31, 2021 of the Committee along with the attendance of the members at meetings during their tenure of appointment is stated herewith:-

Composition and Attendance:

Sr. No.	Name of the Member	Category	No. of meetings held	No. of meetings Attended
1	Mr. Shailendra Mishra*	Chairman	2	2
2	Mr. Markand Adhikari	Member	2	2
3	Dr. Ganesh P Raut	Member	2	2

*Mr. Shailendra Mishra ceased to be Chairman/member of the Committee w.e.f June 01, 2021 and Mr. Umakanth Bhyravajoshiyulu was appointed as Chairman.

Mr. Shailendra Mishra, former Chairman of the Nomination and Remuneration Committee could not attend the Annual General Meeting of the Company held on September 28, 2020 as he was suffering from CoVID-19. Hence, Mr. Shailendra Mishra had authorized Mr. Umakanth Bhyravajoshiyulu, Independent Director of the Company, on his behalf to answer any concerns raised by shareholders in relation to the said committee.

Ms. Swity Gada, Company Secretary & Compliance Officer acts as Secretary to the Committee.

i. Terms of reference of the Nomination and Remuneration Committee:

The Committee is empowered to

- a) Formulate criteria for determining qualifications, positive attributes and independence of Directors and evaluating the performance of the Board of Directors.
- b) Identify potential individuals with expertise, skills, attributes, personal and professional standing for appointment and re-appointment as Directors/ Independent Directors on the Board and as Key Managerial Personnel.
- c) Formulate and recommend the Board a policy relating to remuneration for the Directors, Committee and also the Senior Management Employees.
- d) Determine terms and conditions for appointment of Independent Directors. The same is also available on the website of the Company at <http://www.governancenow.com/disclosure/terms-of-appointment-of-independent-director.pdf>
- e) Recommend to the Board, all remuneration, in whatever form, payable to senior management.

ii. Performance Evaluation criteria for Independent Directors:

Pursuant to the provisions of Section 178 of the Act, read with Schedule IV to the Act and Regulation 17(10) and Regulation 19 of the Listing Regulations and Schedule II to the Listing Regulations, the Nomination and Remuneration Committee has formulated a policy on Board Evaluation and evaluation of individual directors and the Board has carried performance evaluation of the Independent Directors:

The evaluation is based on various factors which are follows:

- a) Attendance at Board and Committee Meetings;
- b) Level of Participation;
- c) Contribution to the development of strategies and Risk Assessment and Management;
- d) Overall interaction with the other members of the Board.

REMUNERATION POLICY:

The Company follows a comprehensive policy for selection, recommendation, appointment/re-appointment of Directors and other senior managerial employees and also on the remuneration, and such other related provisions as applicable.

i. Selection:

- a) Any person to be appointed as a Director on the Board of the Company or as Key Managerial Personnel (KMP) or Senior Management Personnel, including Independent Directors, shall possess appropriate skills, experience and knowledge in one or more fields of sciences, actuarial sciences, banking, finance, economics, law, management, sales, marketing, administration, research, corporate governance or technical operations.
- b) Any person to be appointed as a Director on the Board of the Company shall possess the relevant experience and shall be able to provide policy directions to the Company, including directions on good corporate governance.
- c) While appointing any person as Chief Executive Officer, Managing Director or a Whole-time director of the Company, his / her educational qualification, work experience, industry experience, etc. shall be considered.

ii. Remuneration of Executive Directors:

- a) At the time of appointment or re-appointment, the Managing Director shall be paid such remuneration as may be mutually agreed between the Company (which includes the Nomination and Remuneration Committee and the Board of Directors) and the Managing Director within the overall limits prescribed under the Act.
- b) The remuneration shall be subject to the approval of the Members of the Company at General Meeting.
- c) The fixed compensation shall comprise of salary, allowances, perquisites, amenities and retiral benefits. The variable component shall comprise of performance bonus.
- d) In determining the remuneration (including the fixed increment and performance bonus) the Nomination and Remuneration Committee shall consider the following:
 - The relationship of remuneration and performance benchmarks is clear;
 - Balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;
 - Responsibility of the Managing Director and the industry benchmarks and the current trends;
 - The Company's performance vis-à-vis the annual budget achievement and individual performance.

iii. Remuneration of Non-Executive Directors:

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board / Committee meetings. A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him/her not exceeding the sum as may be approved by the Board of Directors within the overall limits prescribed under the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Non-Executive Directors had no pecuniary relationship or transactions with the Company during the financial year 2020-21.

The Independent Directors of the Company shall not be entitled to participate in Stock Option Scheme of the Company, if any, introduced by the Company.

The determination of payment of remuneration to non-executive directors is as per the remuneration policy which is available on the website of the Company i.e. <http://www.governancenow.com/disclosures>.

iv. Remuneration of Senior Management Employees:

In determining the remuneration of the Senior Management Employees i.e. Key Managerial Personnel (KMP's), the Nomination and Remuneration Committee shall consider the following:



- a) The correlation of remuneration and performance yardstick is clear;
- b) The fixed pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;
- c) The components of remuneration includes salaries, perquisites and retirement benefits and the remuneration including annual increment and performance incentive is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, industry benchmark and current compensation trends in the market.

The Company has adopted a policy i.e. Criteria for Appointment of Directors, KMPs and Senior Management Personnel as per the Listing Regulations.

v. Details of remuneration/sitting fees paid during the financial year 2020-21 are as follows:

(₹ in Lakh)

Name of Director	Salary	Contribution to Provident fund	Other Perquisites	Sitting Fees	Total
Mr. Markand Adhikari	-	-	-	-	-
Mr. Kailasnath Adhikari	-	-	-	-	-
Mr. Shailendra Mishra	-	-	-	1.20	1.20
Dr. Ganesh P. Raut	-	-	-	1.20	1.20
Mr. Umakanth Bhyravajoshiyulu	-	-	-	1.20	1.20
Mrs. Latasha Jadhav	-	-	-	-	-

Note:

- The Company has not granted any Stock Options.
- There are no separate service contracts with any of the directors. The current tenure of office of the Managing Director is for three years from his respective date of appointment. There is no separate provision for payment of severance fees.
- Apart from the above mentioned remuneration or fees paid, there are no other fixed components and performance linked incentives based on the performance criteria.

C. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The composition of the Stakeholders' Relationship Committee of the Company is in accordance with the provisions of Section 178 of the Act read with Rules made thereunder and Regulation 20 of Listing Regulations.

This Committee is empowered to oversee the redressal of investors' complaints pertaining to Share transfers, non-receipt of annual reports, declared dividends, issue of duplicate certificates, transfer/transmission/demat/remat of shares and other miscellaneous complaints. This Committee is responsible for the satisfactory redressal of investors' complaints and recommends measures for overall improvement in the quality of investor services. The Committee also reviews the adherence to the service standards in respect of various services being rendered by the Registrar & Share Transfer Agent of the Company.

During the financial year 2020-21, the Stakeholders' Relationship Committee met 4 (Four) times on the following dates:

1	June 27, 2020	3	November 10, 2020
2	August 12, 2020	4	February 12, 2021

The Composition of the Committee as on March 31, 2021 and attendance of the members at the meeting during their tenure in the Company is stated herewith:-

i. Composition and Attendance:

Sr. No.	Name of the Member	Category	No. of meetings held	No. of meetings attended
1	Mr. Shailendra Mishra*	Chairman	4	4
2	Mr. Markand Adhikari	Member	4	4
3	Mr. Kailasnath Adhikari	Member	4	4

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*Mr. Shailendra Mishra ceased to be the chairman of Committee w.e.f June 01, 2021 and Dr. Ganesh P. Raut was appointed in his place. However, Mr. Shailendra Mishra still remains to be the member of Committee.

Mr. Shailendra Mishra, Former Chairman of the Stakeholders' Relationship Committee was absent from the Annual General Meeting of the Company held on September 28, 2020, as he was suffering from COVID-19. Hence Mr. Shailendra Mishra had authorized Mr. Umakanth Bhyravajoshiyulu, Independent Director of the Company, on his behalf to answer any concerns raised by shareholders in relation to the said committee.

Ms. Swity Gada, Company Secretary & Compliance Officer of the Company oversees the redressal of the investors' grievances.

ii. Status of Investors' Complaint as on end of the financial year 2020-21 is stated herewith:

Opening at the beginning the year	Received during the year	Resolved during the year	Pending at the end of the year
Nil	3	3	Nil

D. RISK MANAGEMENT COMMITTEE:

The Board has not constituted the Risk Management Committee as the same is not applicable.

5. GENERAL BODY MEETINGS:

a) Annual General Meetings:

The details with respect to the date, time and location of preceding three Annual General Meetings (AGMs) are given below:

Financial Year	AGM	Date of AGM	Time	Location
2019-20	7 th	September 28, 2020	4.30 p.m.	Held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). Deemed venue was the registered office of the Company situated at 7th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai - 400 053
2018-19	6 th	September 30, 2019	3.45 p.m.	VVM Banquets, Venue Hub Compound, Vidya Vikas Mandal, Near Recreation Club, Next to Bhavan's College, Andheri (W), Mumbai - 400058
2017-18	5 th	September 25, 2018	02.45 p.m.	GMS Banquets, D N Nagar, New Link Road, Andheri (W), Mumbai - 400053.

b) Details of Special Resolutions passed in the preceding three AGMs:

Date of AGM	Purpose of Special Resolutions
September 28, 2020	1. Authority to the Board of Directors to create, offer, issue & allot further securities of the company 2. Re-Appointment of Mr. Shailendra Mishra (DIN: 07373830), as Independent Director of the company
September 30, 2019	Authority to the Board of Directors to create, offer, issue & allot further securities of the company
September 25, 2018	No special resolution was passed.

c) Postal Ballot:

During the financial year under review, no resolutions were passed by means of Postal Ballot.

None of the businesses proposed to be transacted in the ensuing AGM require passing of Special Resolution through Postal Ballot.

6. MEANS OF COMMUNICATION

- In accordance with the Listing Regulations, the Financial Results of the Company are submitted to the Stock Exchanges and are published in English newspaper in "Financial Express" and Marathi newspaper in "The Global Times and Pratahkal".
- The Financial Results are also available on website of the Company i.e. <http://www.governancenow.com/financial> and newspaper publications of said results are available at <http://www.governancenow.com/newspaper-publications> and also on websites of BSE Limited i.e. www.bseindia.com and National Stock Exchange of India Limited i.e. www.nseindia.com.
- The Annual Financial Statements of the Company are posted on the website of the Company <http://www.governancenow.com/annual-report>.
- The Management Discussion and Analysis forms part of the Report on Corporate Governance which forms part of this Annual Report.
- The Company has not made any presentations/press release to institutional investors or to the Analysts during the year under review.

7. GENERAL INFORMATION FOR SHAREHOLDERS:

a.	Date, Time, Venue of Annual General Meeting	Date : September 18, 2021 Day : Saturday Time : 5.30 p.m. Mode : In accordance with the General Circular issued by the MCA on May 5, 2020 read with General Circulars dated April 8, 2020, April 13, 2020 and January 13, 2021, the AGM will be held through VC/OAVM and as such there is no requirement to have a venue for the AGM. For details please refer to the Notice of this AGM.
b.	Financial Year	April 01, 2020 to March 31, 2021
c.	Financial Calendar (April 01, 2021 to March 31, 2022)	Tentative Dates i) First Quarter Results - On August 12, 2021; ii) Second Quarter Results - On or before November 14, 2021; iii) Third Quarter Results - On or before February 14, 2022; iv) Fourth Quarter / Yearly Results - On or before May 30, 2022 (Audited Results).
d.	Dividend payment date	No dividend is declared for the financial year 2020-21.
e.	Date of Book Closure	Sunday, September 12, 2021 to Saturday, September 18, 2021 (both days inclusive)
f.	Cut-off date for E-voting	The e-voting/voting rights of the shareholders/beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e. Saturday, September 11, 2021.
g.	Listing on Stock Exchanges	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 Script Code: 540081 National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol: SABEVENTS The Company has paid listing fees for the financial year 2021-22 to BSE Limited and National Stock Exchange of India Limited.
h.	ISIN and CIN	ISIN: INE86OT01019 CIN: L22222MH2014PLC254848
i.	Dematerialization of shares and liquidity	About 99.87% of the Equity Shares of the Company have been dematerialized as on March 31, 2021.
j.	Registrar and Share Transfer Agent	M/s. Link Intime (India) Private Limited C-101, 247 Park, L B S Marg, Vikroli West, Mumbai 400 083 Tel.: 91-22-4918 6000 Fax: 91-22-4918 6060 E-mail: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in

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k.	Outstanding ADRs, GDRs or any convertible instruments, conversion date and impact on Equity	The Company has not issued any ADRs, GDRs or any convertible instruments during the financial year 2020-21.
l.	Commodity price risk or foreign exchange risk and hedging activities	Not Applicable
m.	Plant Locations and address for correspondence	Registered office of the Company is situated at 7 th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri- (West), Mumbai- 400053.
n.	Credit rating	Not Applicable

i. Share Transfer System

All shares sent or transferred in physical form, if any are registered by the Registrar & Share Transfer Agent within prescribed time, if documents are found in order. Shares under objection, if any are returned within prescribed time limit. All requests for dematerialization of shares processed and the confirmation is given to the respective depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) within 21 days.

The Company obtains, from a Practising Company Secretary, a half-yearly Certificate of Compliance with the share transfer formalities as required under Regulation 40(9) of the Listing Regulations entered into with Stock Exchanges and files a copy of the said certificate with the concerned Stock Exchanges.

However, as per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in the dematerialised form with the depositories. Therefore, shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.

ii. Market Price Data

The monthly high and low quotations of closing prices of shares traded on BSE Limited and National Stock Exchange Limited during the financial year 2020-21 is as follows:

Month	BSE Limited*		National Stock Exchange of India Limited**	
	Price (₹)		Price (₹)	
	High	Low	High	Low
#@April 2020	1.43	1.25	1.05	0.85
May 2020	1.43	1.25	1.05	0.85
June 2020	1.58	1.26	1.2	0.95
July 2020	1.45	1.14	1.2	0.90
August 2020	1.43	1.08	1.2	0.85
#September 2020	1.43	1.36	1.5	1.4
October 2020	1.42	1.30	1.5	1.4
November 2020	1.42	1.35	1.35	1.2
December 2020	1.35	1.30	1.15	1.00
January 2021	1.27	1.08	1.5	1.05
February 2021	1.25	1.27	1.55	1.45
#March 2021	1.29	1.06	1.4	1.1

*Source: www.bseindia.com

**Source: www.nseindia.com

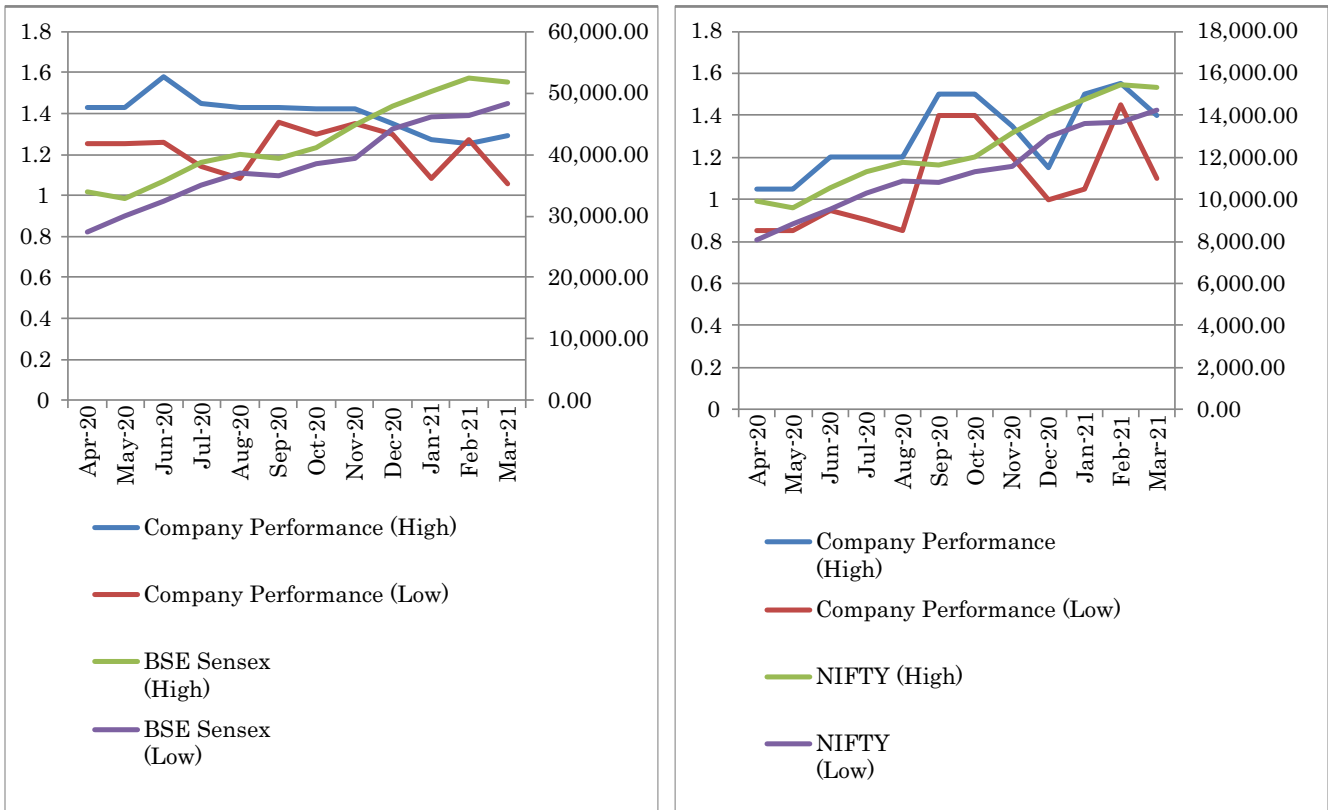
@ Prices are taken on the basis of following month as data for particular month is not available on website of BSE Limited

Prices are taken on the basis of following month as data for particular month is not available on website of National Stock Exchange of India Limited



iii. Performance in comparison to SENSEX and NIFTY

The performance of the Company's Equity shares relative to the BSE Sensitive Index (BSE Sensex) and NSE Nifty is given in the chart below:



iv. Categories of equity shareholding as on March 31, 2021

Category	No. of Equity shares	Percentage of Shareholding (%)
Promoter and Promoter Group	37,71,214	35.972
Mutual Funds/ UTI	270	0.003
Financial Institutions/ Banks	15,43,767	14.725
Insurance Companies	60,703	0.579
Trusts 168	0.002	
Foreign Institutional Investors	330	0.003
Bodies Corporate	21,46,111	20.471
Individuals	27,76,048	26.280
Non Resident Indians	47,172	0.45
Clearing Members	28,702	0.274
Hindu Undivided Family	109,226	1.042
GRAND TOTAL	1,04,83,711	100.000

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v. Distribution of shareholding as on March 31, 2021

Nominal value of Shares	Number of shareholders	% of total number of shareholders	No. of Shares (in ₹)	% of Total of shares
1 to 5000	7,401	91.8808	41,81,750	3.9888
5001 to 10000	294	3.6499	23,6075	2.3417
10001 to 20000	156	1.9367	23,87,760	2.2776
20001 to 30000	65	0.8070	17,01,920	1.6234
30001 to 40000	22	0.2731	7,84,330	0.7481
40001 to 50000	26	0.3228	11,84,990	1.1303
50001 to 100000	34	0.4221	23,60,750	2.2518
100001 and above	57	0.7076	8,97,80,690	85.6383
TOTAL	8,055	100.00	10,48,37,110	100.00

vi. Address for investor Correspondence

For any assistance regarding dematerialization of shares, share transfers, transmissions, change of address, non-receipt of dividend or any other query relating to shares, please write to the RTA (address mentioned at point (j)) or below mentioned address:

Company Secretary & Compliance Officer
SAB Events & Governance Now Media Limited

7th Floor, Adhikari Chambers,
Oberoi Complex, New Link Road,
Andheri (West), Mumbai – 400053.
Tel - 91-22-4023 0673
Fax – 91-22-2639 5459
Email – cs@governancenow.com
Website: www.governancenow.com

8. OTHER DISCLOSURES:

i. Related Party Transactions:

The material transaction which was approved by the members of the Company in its previous Annual General Meeting held on September 28, 2020 was transacted during the financial year 2020-21. Further, the prescribed details of related party transaction in Form AOC-2, in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is given in the "Annexure II" to the Boards' Report. The transactions with the related parties, as per the requirements of the Indian Accounting Standard (IND AS) 18, are disclosed in the Notes on Accounts, forming part of the Annual Report. All the transactions entered with related party(ies) were on arms' length basis.

The Company has adopted a policy on dealing with Related Party Transactions which is available on Company's website at http://www.governancenow.com/disclosure/Policy%20on%20Related%20Party%20transaction_done.pdf.

ii. Disclosure for non-compliances relating to listing entity and Capital Market:

The Company has complied with the requirements of the Stock Exchanges, Securities and Exchange Board of India (SEBI) and other statutory authorities on all matters relating to capital market during the last three years.

iii. Vigil Mechanism / Whistle Blower Policy:

With the rapid expansion of business, various risks associated with the business have also increased considerably. Some such risks identified are the risk of fraud, misconduct and unethical behavior. To ensure fraud-free work and ethical environment, the Company has laid down a Vigil Mechanism / Whistle Blower Policy in line with the provisions of Section 177 of the Act and Regulation 22 of the Listing Regulations, by which the Company provides a platform to all the employees, vendors and customers to report any suspected or confirmed incident of fraud, misconduct, unethical behavior, etc. through any of the following reporting protocols:

Chairman of Audit Committee : Dr. Ganesh Raut (upto May 30, 2021)
Mr. Shailendra Mishra (w.e.f June 01, 2021)

E-mail : cs@governancenow.com

Phone No. : +91-022-4023 0673

Fax Number : +91-022-2639 5459

Written Communication to : 7th Floor, Adhikari Chambers,
Oberoi Complex, New Link Road,
Andheri West, Mumbai – 400053.

The mechanism also provides for adequate safeguards against victimization of employees who avail of the mechanism and direct access to the Chairman of the Audit Committee is also available in exceptional cases. Vigil Mechanism/Whistle Blower Policy is also available on the website of the Company at http://www.governancenow.com/disclosure/Whistle-Blower-Policy_done.pdf

We affirm that during the financial year 2020-21, no personnel were denied access to the Audit Committee.

iv. A certificate from a Company Secretary in practice

A certificate received from M/s. Shweta Mundra & Associates, Practicing Company Secretaries, Mumbai is attached in this report stating that none of the directors on the Board of the company have been debarred or disqualified from being appointed or to continue as directors of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

v. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015:

During the financial year 2020-21, the Company has not raised any funds through preferential allotment or qualified institutions placement.

vi. Recommendation by Committee:

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

vii. Total fees for all services paid by the listed entity, to the Statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

Details relating to fees paid to the Statutory Auditors are given in Note 28 to the Audited Financial Statements:

Sr. No	Particulars	Amount (in Rs.)
1	Statutory Audit Fees*	35,000
2	Tax Audit Fees	25,000
	Total	60,000

*Excludes applicable taxes thereon.

viii. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Sr. No.	Particulars	No. of Complaints
1	Number of complaints filed during the financial year	Nil
2	Number of complaints disposed of during the financial year	Nil
3	Number of complaints pending as on end of the financial year	Nil

ix. Disclosure of Accounting Treatment

Pursuant to SEBI Circular dated 5th July, 2016, the Company has adopted Indian Accounting Standards ("Ind AS") which is applicable w.e.f 1st April 2017 and accordingly the financial statements have been prepared in

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accordance with recognition and measurement principles laid down in the Ind AS 34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder. The Accounting policies followed by the Company to the extent relevant, are set out elsewhere in this Annual Report.

x. Disclosure on subsidiaries

As on March 31, 2021, the Company does not have any Subsidiary, Associate or Joint Venture Companies.

xi. Disclosure of Risk Management

The Company has created a separate Risk Management Policy which includes procedure to inform Board members about the risk assessments and minimization procedure which is periodically reviewed by the Audit Committee and the Board. Risk Management Policy is also available on the website of the Company at http://www.governancenow.com/disclosure/Risk%20Management%20Policy_done.pdf

xii. CEO/CFO Certification

As required under Regulation 17(8) of the Listing Regulations, Mr. Kailasnath Adhikari, Managing Director and Mr. Suresh Satpute, Chief Financial Officer of the Company certifying that the financial Statements for the financial year 2020-21 represents true and fair view of the Company's affairs, was placed before the Board for their consideration.

xiii. Details of Compliance with Mandatory and Non-Mandatory Requirements under Listing Regulations:

The Company has complied with all mandatory requirements as per the provisions under Regulation 27 of the Listing Regulations. The Company has also complied with the requirements of Part C (Corporate Governance Report) of sub-paras (2) to (10) of Schedule V of the Listing Regulations. The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation 2 of Regulation 46 of the Listing Regulations and necessary disclosures thereof have been made in this report except the following:

- a. The Company had not appointed the Internal Auditor as mandatory for Listed Entities u/s 138 of the Companies Act, 2013 and Regulation 18(3) Read with Part B Paragraph (4) of SEBI LODR.

The Company was in process of appointing an appropriate candidate for the said position. However the Company has appointed M/s. Bhavesh Vora & Associates, Chartered Accountants as an Internal Auditor of the Company in its Board Meeting held on August 12, 2021.

The details of the discretionary requirements under Regulation 27 and Part E of Schedule II of the Listing Requirements is provided below:

- a. **The Board:** The non-executive chairperson may be entitled to maintain chairperson's office at the company's expense and is also allowed reimbursement of expenses incurred in performance of his duties.
- b. **Shareholders rights:** Unaudited/Audited Quarterly/half yearly/annual financial results are published in leading newspapers, viz. Financial Express and vernacular newspaper i.e. The Global Times and Pratahkal also made available on the website of the Company at <http://www.governancenow.com/newspaper-publications>
- c. **Modified opinion in Audit Report:** The Auditor's Report is with modified opinion.
- d. **Reporting of Internal Auditor:** The Company did not have an Internal Auditor in the Company. However, the Company has appointed M/s. Bhavesh Vora & Associates, Chartered Accountants as an Internal Auditor of the Company in its Board Meeting held on August 12, 2021.

xiv. Disclosure with respect to demat suspense account/unclaimed suspense account

The Company does not have shares lying in unclaimed suspense account arising out of public/bonus/rights issues as at March 31, 2021. Hence, the particulars relating to aggregate number of shareholders and the outstanding securities in suspense account and other related matters does not arise.

xv. Certificate on compliance with the provisions relating to Corporate Governance

Certificate on compliance of conditions of the Listing Regulations relating to Corporate Governance issued by M/s. Shweta Mundra & Associates, Practicing Company Secretaries, Mumbai, to the Company is annexed to this Report.



DECLARATION REGARDING COMPLIANCE WITH CODE OF CONDUCT

I, Kailasnath Adhikari, Managing Director of the Company hereby declare that the Board Members and Senior Management Personnel have affirmed compliance with Code of Conduct of the Company during the financial year 2020-21.

Place: Mumbai
Date: August 12, 2021

Kailasnath Adhikari
Managing Director
DIN: 07009389

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CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
SAB Events & Governance Now Media Limited
7th Floor, Adhikari Chambers,
Oberoi Complex, New Link Road,
Andheri - West,
Mumbai-400053

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SAB Events & Governance Now Media Limited** having CIN **L22222MH2014PLC254848** and having registered office at 7th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai - 400053 In (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority. Other details are as follows:

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Mr. Markand Navnittal Adhikari	00032016	March 21, 2014
2	Mr. Kailasnath Markand Adhikari	07009389	February 10, 2016
3	Mr. Shailendra Omprakash Mishra	07373830	February 10, 2016
4	Dr. Ganesh Prasad Raut	08047742	January 17, 2018
5	Mr. Umakanth Bhyravajoshiyulu	08047765	January 17, 2018
6	Mrs. Latasha Laxman Jadhav	08141498	October 01, 2018

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Shweta Mundra & Associates
Company Secretaries

Date: August 12, 2021
Place: Mumbai
UDIN: A038115C000814814

Shweta Mundra
Membership No. A38115, CP: 15387

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
SAB Events & Governance Now Media Limited

1. We have examined the records concerning Compliance of the conditions of Corporate Governance by **SAB EVENTS & GOVERNANCE NOW MEDIA LIMITED** ("the Company"), for the year ended March 31, 2021, as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").
2. The compliance of conditions of Corporate Governance is responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the opinion on the financial statements of the Company.
3. We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant and as per the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India.
4. On the basis of relevant records and documents maintained and furnished to us and the information and explanations given to us by the Company's Management, to the best of our knowledge and belief, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and paragraphs C and D of Schedule V of the Listing Regulations for the year ended March 31, 2021 except for the following:
 1. The Company has not appointed Internal Auditors during the period under review as required under Section 138 of the Act. However, the Company has appointed M/s. Bhavesh Vora & Associates, Chartered Accountants as the Internal Auditor in the Board Meeting held on August 12, 2021.
5. We further state that such compliance is neither an assurance as to the viability of the Company nor as to the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

FOR SHWETA MUNDRA & ASSOCIATES
Practicing Company Secretaries

Shweta Mundra
M. No. 38115
(COP: 15387)

UDIN: A038115C000814825
Place: Mumbai
Date: August 12, 2021

INDEPENDENT AUDITORS' REPORT

To,
The Members,
SAB Events & Governance Now Media Limited

Report on the Audit of the Standalone Financial Statements

Qualified Opinion

We have audited the accompanying standalone financial statements of SAB Events and Governance Now Media Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, statement of changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in Basis for Qualified Opinion section of our report, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the loss, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

1. The Company had acquired its publication and MICE business in FY 2015-16 as per the scheme of arrangement and during such acquisition the company has recognized goodwill amounting to Rs.788.69 Lakhs as Goodwill on demerger. The carrying value of Goodwill as on 31st March, 2021 is Rs. 377.95 Lakhs. However, the Company has not been able to generate sufficient income from its publication and MICE business since last four years and has incurred losses of Rs.153.74 Lakhs during the year ended on 31st March, 2021 and during the preceding financial year of Rs.94.87 Lakhs. Also considering the further impact on the business of the company due to COVID 19 restrictions imposed by the Government and discontinuance of publication of its magazine 'Governance Now', in our view these facts indicates that there is impairment in the value of Goodwill. Since the Company has not carried out impairment testing on goodwill and in the absence of working for impairment we are unable to quantify the amount of impairment provision required and its possible effects on the financial statements.
2. During the year, severance bonus of Rs. 27.46 Lakhs has been paid to one of the former employees for which commitment was made by the management in 2017. The payment of bonus was subject to fulfilment of certain conditions as per the letter dated 1st August, 2017. No provision was made for the said incentive in the earlier financial years which makes the incentives paid in the current year a Prior Period item. As per paragraph 42 of Ind AS 8, material prior period errors should be corrected by restating the comparative amounts for the prior periods presented in which the error occurred. However, restatement has not been done for the said incentive payment and has been charged to the Statement of Profit and Loss of the current financial year and has been disclosed as an exceptional item. Had the restatement been done in the earlier financial years, loss for the current year would have been lower by 27.46 Lakhs.

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

Except for the matter described in the Basis for Qualified Opinion paragraph, we have determined that there are no other key audit matters to communicate in our report.

Material Uncertainty related to Going Concern

We draw attention to Note 30 & 32 to financial results, due to the outbreak of the COVID-19 pandemic, the ground events business operations of the company have come to halt and the company doesn't foresee ground events picking up in the near future and the fact that company's current liabilities are 2.4 times of current assets and exceeds by Rs.174.89 Lakhs, these indicates material uncertainty with respect to company's ability to continue as going concern in the event company's plan of remodelling the event vertical into webinars and growing the digital portal does not achieve the desired cash flows and profitability. Our opinion is not modified in respect of this matter.

Responsibilities of Management for the Standalone 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 financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of The Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

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

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

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

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

achieves fair presentation.

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

As required by the Companies (Auditor's Report) Order, 2016, issues by the Central Government of India in terms of sub section (11) of the section 143 of the Companies Act, 2016, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, based on our audit we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including 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 Accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 except as described in the Basis for Qualified Opinion paragraph.
- e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - I. According to the information and explanation given to us, the Company does not have any pending litigations at the year end.
 - II. According to the information given to us, the company has not entered into any long-term contracts including derivative contracts.
 - III. According to the information and explanation given to us, the Company is not required to transfer any amount to Investor Education and Protection Fund.

For A. R. SODHA & Co.
Chartered Accountant
FRN 110324W

A.R.Sodha
Partner
M. No 31878
Place: Mumbai
Date: 01st June, 2021
UDIN: 21031878AAAADI7160

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

On the basis of such checks as we considered appropriate and in terms of information and explanations given to us, we state that:

1.
 - a. The Company has generally maintained proper records of fixed assets showing full particulars, including quantitative details and situation of fixed assets.
 - b. According to information given to us, fixed assets have been physically verified by the management at reasonable intervals and no material discrepancy was noticed on such verification.
 - c. According to the information and explanation given to us and on the basis of records furnished before to us, the company does not have any immovable property and accordingly, Clause 3(i)(c) of the Companies (Auditor's Report) Order, 2016 is not applicable.
2. The company is not having inventory of material amount during the year hence the matters specified in clause 3(ii) of Companies (Auditor's Report) Order, 2016 has not been reported.
3. According to the information and explanation given to us and on the basis of records furnished before us, company has not granted any loans to any party covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly Clauses 3(iii)(a), (b) and (c) of Companies (Auditor's Report) Order, 2016 are not applicable.
4. According to the information and explanation given to us and on the basis of records furnished before us, the company has not given any loan or made any investment or given any guarantee or security during the year for which compliance under section 185 and 186 is required. Accordingly Clause 3(iv) of Companies (Auditor's Report) Order is not applicable.
5. The company has not accepted deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under. Accordingly Clause 3(v) of Companies (Auditor's Report) Order, 2016 is not applicable.
6. According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 in respect of Services dealt with by the Company.
7.
 - a. The company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance. However the Company is generally irregular in payment of Income Tax, Goods and Service Tax and Cess. No undisputed statutory dues as stated above is outstanding as at 31st March, 2021 for more than six months from the date they become payable.
 - b. According to information and explanation given to us, there are no disputed statutory dues including Sales Tax, Service Tax, Custom Duty, Duty of Excise, Value added Tax, Cess and any other statutory dues which have not been deposited on account of dispute.
8. According to the information and explanation given to us and the records furnished before us, the Company does not have any outstanding dues to be repaid to any bank, financial institution or government. Accordingly, Clause 3(viii) of Companies (Auditor's Report) Order is not applicable.
9. According to information and explanation given to us and records examined by us the company has neither raised any money by way of public offers nor raised any term loan during the year. Accordingly, Clause 3(ix) of Companies (Auditor's Report) Order is not applicable.
10. During the course of our examination of the books and records of the company, carried out in accordance with generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of fraud on or by the company noticed or reported by its officers or employees during the year nor we have been informed of such instances by the management.
11. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of the Section 197 read with Schedule V of the Companies Act, 2013.

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12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly clause 3(xii) of Companies (Auditor's Report) Order 2016 is not applicable.
13. According to the information and explanation provided to us and based on our examination of the records of the Company, the transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in financial statements as required by the applicable accounting standards.
14. According to the information and explanation provided to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly the clause 3(xiv) of the Companies (Auditor's Report) Order 2016 is not applicable.
15. According to the information and explanation provide to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transaction with directors or persons connected with him. Accordingly clause 3(xv) of the Companies (Auditor Report) Order 2016 is not applicable.
16. According to the books of accounts and records of the company examined by us, in our opinion the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For A. R. SODHA & Co.
Chartered Accountant
FRN 110324W

A.R.Sodha
Partner
M. No 31878
Place: Mumbai
Date: 01st June, 2021
UDIN: 21031878AAAADI7160

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

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 SAB Events and Governance Now Media Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (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 Companies Act, 2013.

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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting.

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

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Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, 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 ICAI.

For A. R. SODHA & Co.
Chartered Accountant
FRN 110324W

A.R.Sodha
Partner
M. No 31878
Place: Mumbai
Date: 01st June, 2021
UDIN: 21031878AAAADI7160

BALANCE SHEET AS AT MARCH 31, 2021

Particulars	Notes	As at March 31, 2021 (₹)	As at March 31, 2020 (₹)
ASSETS			
Non-Current Assets			
a. Property, Plant and Equipment	2	10,69,716	13,89,949
b. Intangible Assets	2	-	-
c. Goodwill on Demerger	2	3,77,94,607	4,56,81,990
d. Financial Assets			
(i) Long term Loans and Advances	3	2,00,000	2,00,000
e. Other Non- Current Assets	4	3,14,615	3,14,615
Total Non Current Assets		3,93,78,939	4,75,86,554
Current Assets			
a. Financial Asset			
(i) Trade Receivables	5	8,21,000	25,75,745
(ii) Cash and Cash Equivalents	6	2,46,559	7,17,505
(iii) Bank Balance other than above	7	1,00,00,000	-
(iv) Short Term Loan & Advances	8	1,58,486	15,599
b. Other Current Assets	9	13,84,500	18,10,988
Total Current Assets		1,26,10,545	51,19,837
Total Assets		5,19,89,483	5,27,06,394
EQUITY AND LIABILITIES			
Equity			
a. Equity Share Capital	10	10,48,37,110	10,48,37,110
b. Other Equity *		(8,52,60,381)	(7,00,61,715)
Total Equity		1,95,76,729	3,47,75,395
Liabilities			
Non Current Liabilities			
a. Financial Liabilities			
(i) Long Term Borrowings	11	1,00,000	1,00,000
b. Long Term Provisions	12	23,38,901	15,38,980
c. Deferred Tax Liabilities (net)	25	-	-
Total Non Current Liabilities		24,38,901	16,38,980
Current Liabilities			
a. Financial Liabilities			
(i) Short Term Borrowings	13	2,26,50,000	1,27,35,000
(ii) Trade Payables	14	53,86,960	4,35,333
b. Other Current Liabilities	15	18,06,869	28,74,405
c. Short Term Provisions	16	1,30,023	2,47,281
Total Current Liabilities		2,99,73,852	1,62,92,019
Total equity and Liabilities		5,19,89,483	5,27,06,394

* Refer Statement of Changes in Equity

Significant Accounting Policies

1

The accompanying notes form an integral part of the Financial Statements.

As per our report on even date

For A. R. Sodha & CO.

Chartered Accountants

FRN : 110324W

For and on behalf of the Board of Director

A.R.Sodha

Partner

M.No : 31878

Markand Adhikari

Chairman

DIN: 00032016

Kailasnath Adhikari

Managing Director

DIN:07009389

Place: Mumbai

Date: 1st June, 2021

Suresh Satpute

Chief Financial Officer

Swity Gada

Company Secretary &
Compliance Officer

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STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021

Particulars	Notes	For the Year Ended March 31, 2021 (₹)	For the Year Ended March 31, 2020 (₹)
INCOME			
Revenue form Operations			
Sales		1,41,88,353	2,01,95,729
Other Income	17	1,80,291	2,39,691
Total		1,43,68,644	2,04,35,420
EXPENSES			
Direct Expenses	18	6,77,611	32,95,379
Employee Benefit Expenses	19	69,59,518	69,58,139
Other Expenses	20	92,16,952	1,15,96,360
Finance Cost	21	15,53,025	14,561
Depreciation and Amortisation	2	82,67,122	83,44,546
Total		2,66,74,229	3,02,08,985
Profit/(Loss) Before Tax & Exceptional Items		(1,23,05,585)	(97,73,565)
Exceptional Items			
Prior Period Expenses (Refer Note 33)		27,46,221	-
Profit/(Loss) Before Tax		(1,50,51,806)	(97,73,565)
Tax Expenses			
Current Tax		-	-
Deferred Tax		-	-
Short/(excess) Provision for Tax		1,75,948	-
Total		1,75,948	-
Profit/(Loss) After tax		(1,52,27,754)	(97,73,565)
Other Comprehensive Income			
Items that will not be reclassified to Profit & Loss			
a) Re-measurment of defined benefit obligation		29,088	2,86,556
b) Income Tax relating to items that will not be reclassified to Profit & Loss		-	-
Total		29,088	2,86,556
Items that will be reclassified to Profit & Loss			
a) Income Tax relating to items that will be reclassified to Profit & Loss		-	-
Total		29,088	2,86,556
Total Comprehensive Income for the period		(1,51,98,666)	(94,87,009)
Earning per share (Basic & Diluted) (refer note 24)		(1.45)	(0.93)
Significant Accounting Policies	1		

The accompanying notes form an integral part of the Financial Statements.

As per our report on even date

For A. R. Sodha & CO.

Chartered Accountants

FRN : 110324W

For and on behalf of the Board of Director

A.R.Sodha

Partner

M.No : 31878

Markand Adhikari

Chairman

DIN: 00032016

Kailasnath Adhikari

Managing Director

DIN:07009389

Place: Mumbai

Date: 1st June, 2021

Suresh Satpute

Chief Financial Officer

Swity Gada

Company Secretary &
Compliance Officer

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

a. EQUITY SHARE CAPITAL

Particulars	Amount (Rs.)
As at 1 April, 2020	10,48,37,110
Changes in equity share capital	-
As at 31 March, 2021	10,48,37,110

b. OTHER EQUITY

Particulars	Other Equity				
	Reserve and Surplus			Other Comprehensive Income	Total other Equity
	Securities Premium	General Reserve	Retained Earnings		
As at 1 April, 2020	-	-	(7,05,30,757)	4,69,042	(7,00,61,715)
Total Comprehensive Income for the year	-	-	(1,52,27,754)	29,088	(1,51,98,666)
As at 31st March, 2021	-	-	(8,57,58,511)	4,98,130	(8,52,60,381)

As per our report on even date
For **A. R. Sodha & CO.**
Chartered Accountants
FRN : 110324W

For and on behalf of the Board of Director

A.R.Sodha
Partner
M.No : 31878

Markand Adhikari
Chairman
DIN: 00032016

Kailasnath Adhikari
Managing Director
DIN:07009389

Place: Mumbai
Date: 1st June, 2021

Suresh Satpute
Chief Financial Officer

Swity Gada
Company Secretary &
Compliance Officer

8TH ANNUAL REPORT 2020-2021

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Particulars	For the Year Ended March 31, 2021 (₹)	For the Year Ended March 31, 2020 (₹)
A Cash Flow from Operating Activities:		
Net Profit before Tax as per Statement of Profit and Loss	(1,23,05,585)	(97,73,566)
Adjustment for:		
Depreciation and Amortisation	82,67,122	83,44,546
Assets Written off		
Loss on sale of fixed assets	-	3,09,560
Prior Period Expenses paid	(27,46,221)	-
Finance Cost	15,53,025	14,561
Operating Profit before Working Capital changes	(52,31,658)	(11,04,900)
Adjustment for change in working capital:		
(Increase) / Decrease in Trade Receivables	17,54,745	(10,90,538)
(Increase) / Decrease in Advances & Other Current Assets	2,83,601	13,64,593
Increase / (Decrease) in Non Current and Current Liabilities and Provisions	45,95,842	(34,82,894)
Cash generated from Operations	14,02,530	(43,13,739)
Direct Taxes (Paid)/Refund	(1,75,948)	-
Net Cash generated from in Operating Activities	12,26,582	(43,13,736)
B Cash Flow from Investing Activities:		
Addition to Fixed Assets	(59,507)	-
(Increase)/Decrease in Other Bank Balances	(1,00,00,000)	-
Net Cash used in Investing Activities	(1,00,59,507)	-
C Cash Flow from Financing Activities:		
Repayment of Long-Term Borrowings	-	(2,02,408)
Increase/(decrease) in Short Term Borrowing	99,15,000	48,85,000
Finance Cost paid	(15,53,025)	(14,561)
Net Cash generated from Financing Activities	83,61,975	46,68,031
Net increase in Cash and Cash equivalents	(4,70,950)	3,54,295
Opening balance of Cash and Cash equivalents	7,17,505	3,63,211
Closing balance of Cash and Cash equivalents	2,46,554	7,17,505

As per our report on even date

For A. R. Sodha & CO.

Chartered Accountants

FRN : 110324W

For and on behalf of the Board of Director

A.R.Sodha

Partner

M.No : 31878

Markand Adhikari

Chairman

DIN: 00032016

Kailasnath Adhikari

Managing Director

DIN:07009389

Place: Mumbai

Date: 1st June, 2021

Suresh Satpute

Chief Financial Officer

Swity Gada

Company Secretary &
Compliance Officer

SIGNIFICANT ACCOUNTING POLICIES NOTES TO THE FINANCIAL STATEMENTS

1. Significant Accounting Policies

1.1 General:

The financial statements of the Company comprising of Balance Sheet, Statement of Profit and Loss, Statement of changes in Equity and Cash Flow Statement together with the notes have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") as amended.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies stated out below.

1.2 Use of Estimates:

The preparation of financial statements requires management to exercise judgment in applying the Company's accounting policies. It also requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures including disclosure of contingent liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis, with revisions recognised in the period in which the estimates are revised and in any future periods affected.

1.3 Provisions, contingent liabilities and Contingents Assets:

A provision is recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets are not recognised in the financial statements, however they are disclosed where the inflow of economic benefits is probable. When the realisation of income is virtually certain, then the related asset is no longer a contingent asset and is recognised as an asset.

1.4 Fixed Assets:

Property, Plant and Equipment:

Property, Plant and Equipment are stated at cost of acquisition as reduced by accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and attributable cost for bringing the asset to its working condition for its intended use.

Intangible Assets:

Intangible Fixed Assets are carried at cost less accumulated amortisation and impairment losses, if any. The Cost of intangible assets comprises of cost of purchase, production cost and any attributable expenditure on making the asset ready for its intended use.

NOTES TO THE FINANCIAL STATEMENTS

1.5 Depreciation/Amortisation:

Property, Plant and Equipment:

Depreciation on Property, Plant and Equipment has been provided on a straight line basis based on the useful life as follows:

No.	Category	Estimated Useful Life
1	Computer	6 years
2	Furniture and Fixtures	10 Years
3	Plant and Machinery	15 Years
4	Vehicles	8 years

Intangible Fixed Assets:

Software is amortised over a period of 3 years on pro-rata basis

Goodwill on Demerger:

Goodwill on Demerger is amortised over a period of 10 years on pro-rata basis from the date of creation.

1.6 Revenue Recognition:

The Company earns its revenue in the form of subscription, advertisement, distribution and sponsorship. Subscription Income is recognized on straight line basis over a period of subscription. Other revenues are recognised when the related event occurs.

1.7 Employee Benefits:

Defined Benefit Plan:

Long term Employee benefits for Defined benefit schemes, such as leave encashment and gratuity, are provided on the basis of actuarial valuation taken at the end of each year.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability/ (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability/ (asset) comprising actuarial gains and losses (excluding interest on the net defined benefit liability/ (asset)) are recognised in Other Comprehensive Income (OCI). Such remeasurements are not reclassified to the statement of profit and loss, in the subsequent periods.

Other short-term employee benefits are charged to profit & loss account on accrual basis.

1.8 Borrowing Cost:

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR.

Preference shares, which are mandatorily redeemable on a specific date are classified as liabilities. The dividend on these preference shares is recognised as finance costs in the Statement of Profit and Loss.

Borrowing costs directly attributable to development of qualifying asset are capitalized till the date qualifying asset is ready for put to use for its intended purpose. All other Borrowing costs are recognized as expense and charged to profit & loss account.

NOTES TO THE FINANCIAL STATEMENTS

1.9 Leases:

Finance lease:

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Operating Lease:

Lease of assets under which all the risks and rewards of ownership are effectively retained by the lessor are classified as operating leases. Operating Lease payments / revenue are recognised on straight line basis over the lease period in the statement of profit and loss account unless increase is on account of inflation.

1.10 Financial Instruments:

l) Financial Assets:

a Initial recognition and measurement:

All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

b Subsequent Measurement:

Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL.

d Impairment of financial assets:

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- i) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- ii) Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to

NOTES TO THE FINANCIAL STATEMENTS

determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

e De-recognition of financial instruments:

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is de-recognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

II) Financial Liabilities:

a Initial Recognition and Measurement:

All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost, Fee of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

b For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

1.11 Taxes on Income:

Tax expense comprises both current and deferred taxes. Current Tax provision as per Income Tax Act, 1961, is made based on the tax liability computed after considering tax allowances and exemptions at the balance sheet date.

Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax asset is recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are recognized on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such deferred tax assets can be realized against future taxable profits.

The carrying amount of Deferred Tax Assets are reviewed at each balance sheet date and written down or written up, to reflect the amount that is reasonably / virtually certain, as the case may be, to be realized.

1.12 Earning Per Share:

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculation diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

1.13 Impairment of Assets :

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.



NOTES TO THE FINANCIAL STATEMENTS

2 FIXED ASSETS

Particulars	GROSS BLOCK			DEPRECIATION/AMORTISATION				NET BLOCK	
	As at April 01, 2020	Additions	Deductions	As at March 31, 2021	For the Year	Adjustment	As at March 31, 2021	As at March 31, 2021	As at March 31, 2020
Property, Plant and Equipment									
Computer	37,41,763	59,507	35,29,708	2,71,562	1,12,554	35,29,708	1,68,346	1,03,216	1,56,263
Plant and Machinery	11,15,938	-	-	11,15,938	74,396	-	3,42,227	7,73,711	8,48,107
Vehicles	13,73,039	-	-	13,73,039	1,92,790	-	11,80,250	1,92,789	3,85,579
Sub-total	62,30,740	59,507	35,29,708	27,60,539	3,79,740	35,29,708	16,90,823	10,69,716	13,89,949
Previous Year	74,54,068	-	5,31,656	69,22,412	4,53,715	3,82,112	48,40,790	20,81,622	-
Intangible Assets									
Computer Software	-	-	-	-	-	-	-	-	-
Sub-total	-	-	-	-	-	-	-	-	-
Previous Year	4,16,902	-	-	4,16,902	3,448	-	4,16,902	-	-
Goodwill on Demerger	7,88,69,243	-	-	7,88,69,243	78,87,383	-	4,10,74,636	3,77,94,607	4,56,81,990
Sub-total	7,88,69,243	-	-	7,88,69,243	78,87,383	-	4,10,74,636	3,77,94,607	4,56,81,990
Previous Year	7,88,69,243	-	-	7,88,69,243	78,87,383	-	3,31,87,253	4,56,81,990	5,35,69,373

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NOTES TO THE FINANCIAL STATEMENTS

Particulars	As at March 31, 2021 (₹)	As at March 31, 2020 (₹)
3 Long-term Loans and Advances (Unsecured, Considered Good)		
Advances & Deposits	2,00,000	2,00,000
	<u>2,00,000</u>	<u>2,00,000</u>
4 Other Non- Current Assets		
MAT Credit Entitlement	3,14,615	3,14,615
	<u>3,14,615</u>	<u>3,14,615</u>
5 Trade Receivables (Unsecured) Over Six Month		
Considered Goods	1,00,000	-
Others		
Considered Goods	7,21,000	25,75,745
	<u>8,21,000</u>	<u>25,75,745</u>
6 Cash and Cash Equivalents		
Cash-on-Hand	60,173	3,30,057
Balances with Banks - In Current Accounts	1,86,386	3,87,448
	<u>2,46,559</u>	<u>7,17,505</u>
7 Bank Balance other than above		
Fixed Deposit with Bank (Refer Note No. 29)	1,00,00,000	-
	<u>1,00,00,000</u>	<u>-</u>
8 Short Term Loans and Advances (Unsecured, Consider Good)		
Advances recoverable in cash or kind	1,58,486	15,599
	<u>1,58,486</u>	<u>15,599</u>
9 Other Current Assets		
GST Credit	60,336	10,349
TDS Receivable	10,24,164	18,00,639
Unbilled revenue	3,00,000	-
	<u>13,84,500</u>	<u>18,10,988</u>

NOTES TO THE FINANCIAL STATEMENTS

Particulars	As at March 31, 2021 (₹)	As at March 31, 2020 (₹)
10 Share Capital		
Authorized		
10,990,000 (P.Y.10,990,000) Equity Shares of Rs. 10/- each.	10,99,00,000	10,99,00,000
40,000 (P.Y.40,000) Preference Shares of Rs. 10/- each.	4,00,000	4,00,000
	<u>11,03,00,000</u>	<u>11,03,00,000</u>
Issued, Subscribed and Paid-Up		
104,83,711 (P.Y.104,83,711) Equity Shares of Rs. 10/- each fully paid-up.	<u>10,48,37,110</u>	<u>10,48,37,110</u>
Total	<u>10,48,37,110</u>	<u>10,48,37,110</u>

Terms and Rights attached to Equity Shares:

The Company has only one class of equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share.

The reconciliation of the number of shares outstanding and the amount of share capital as at 31st March 2021 is set out below:

Particulars	As at March 31, 2021		As at March 31, 2020	
	Numbers	Rs.	Numbers	Rs.
At the beginning of the Year	1,04,83,711	10,48,37,110	1,04,83,711	10,48,37,110
Add: During the period	-	-	-	-
Outstanding at the end of the year	1,04,83,711	10,48,37,110	1,04,83,711	10,48,37,110

The details of shareholder holding more than 5% shares as at March 31, 2021 is set out below:

Name of the shareholder	As at March 31, 2021		As at March 31, 2020	
	Numbers	%	Numbers	%
Markand Adhikari	14,81,859	14.13%	14,81,859	14.13%
Gautam Adhikari*	12,53,639	11.96%	12,53,639	11.96%
Indian Overseas Bank	12,45,000	11.88%	12,45,000	11.88%
Assent Trading Pvt. Ltd.	2,64,361	2.52%	4,66,861	4.45%
Kalash Trading And Investment P.Ltd	7,56,000	7.21%	7,56,000	7.21%
Global Showbiz Pvt.Ltd	5,70,000	5.44%	5,70,000	5.44%
Aranav Trading And Investment P.Ltd	6,95,464	6.63%	6,95,464	6.63%

*Mr. Gautam Adhikari expired on 27th October, 2017. The Company has not received any application from his legal heirs for transmission.

8TH ANNUAL REPORT 2020-2021

NOTES TO THE FINANCIAL STATEMENTS

Particulars	As at March 31, 2021 (₹)	As at March 31, 2020 (₹)
11 Long Term Borrowing		
Secured		
Unsecured		
Preference Share		
10,000 (P.Y.10,000) 0.01% Non-Convertible Non-Cumulative Redeemable Preference Shares of Rs.10/-each fully paid up.	<u>1,00,000</u>	<u>1,00,000</u>
	<u>1,00,000</u>	<u>1,00,000</u>
Terms and Rights attached to Preference Shares		
The Company has only one class of preference shares at the end of the year having a par value of Rs. 10/- per share. These shares do not carry any voting rights.		
These shares are non cumulative, non convertible, non participating and are carrying 0.01% per annum rate of dividend. These shares are redeemable at par and the redemption would be at the discretion of Board of Directors of the Company at any time after the 7th Anniversary but not later than the 10th Anniversary.		
12 Long Term Provisions		
Provision for Employee Benefits		
- Provision for compensated absences	15,59,712	9,14,866
- Provision for Gratuity	7,79,189	6,24,114
	<u>23,38,901</u>	<u>15,38,980</u>
13 Short Term Borrowing		
Unsecured		
From Director	-	67,35,000
Intercompany Deposit	2,26,50,000	60,00,000
	<u>2,26,50,000</u>	<u>1,27,35,000</u>
14 Trade Payables		
Other than Acceptances	53,86,960	4,35,333
	<u>53,86,960</u>	<u>4,35,333</u>
15 Other Current Liabilities		
Interest Payable	8,32,329	-
Advance Received	8,47,500	28,00,000
Other Payables	1,27,040	74,405
	<u>18,06,869</u>	<u>28,74,405</u>
16 Short Term Provisions		
Provision for Expenses	1,30,023	2,47,281
	<u>1,30,023</u>	<u>2,47,281</u>

NOTES TO THE FINANCIAL STATEMENTS

Particulars	For the year ended March 31, 2021 (₹)	For the year ended March 31, 2020 (₹)
17 Other Income		
Interest on Fixed Deposit	1,46,761	-
Interest on Income Tax Refund	33,530	2,39,691
	<u>1,80,291</u>	<u>2,39,691</u>
18 Direct Expenses		
Magazine Printing & Designing Charges	-	3,87,500
News Subscription and Story Contribution Charges	1,21,500	2,71,372
Event Related Expenses	5,56,111	26,36,507
	<u>6,77,611</u>	<u>32,95,379</u>
19 Employee Benefit Expenses		
Salary and Allowances	63,17,767	68,98,043
Leave Encashment Expenses	5,02,649	(1,65,550)
Gratuity Expenses	1,39,102	1,90,782
Staff Welfare Expenses	-	34,864
	<u>69,59,518</u>	<u>69,58,139</u>
20 Others Expenses		
Communication Expenses	5,18,327	4,37,296
Rent, Rates & Taxes	34,14,795	43,45,875
Repairs & Maintenance	46,542	3,45,343
Legal & Professional Charges	33,11,235	26,35,849
Printing & Stationery	800	62,505
Insurance Charges	278	20,021
General Expenses	9,07,367	16,33,180
Travelling & Conveyance	2,24,968	13,74,992
Electricity Expenses	-	1,25,119
Sundry Debit Balance w/off	4,95,810	52,394
Audit Fees(Refer Note 28)	60,000	60,000
Assets Written off	-	3,09,560
Business Promotion Expenses	83,830	-
Distribution Expenses	-	35,566
Advertisement & Marketing Expenses	1,53,000	1,58,660
	<u>92,16,952</u>	<u>1,15,96,360</u>
21 Finance Cost		
Bank Charges	2,92,223	5,781
Interest on Unsecured Loan	12,60,802	8,780
	<u>15,53,025</u>	<u>14,561</u>

8TH ANNUAL REPORT 2020-2021

NOTES TO THE FINANCIAL STATEMENTS

22 Segment Reporting:

The Company has only one operating segment i.e. Digital Media Websites and MICE. Accordingly no segment reporting as per Ind AS 108 has been reported.

23 Related Party Disclosures:

a) List of Related Parties & Relationship:-

i Key Management Personnel (KMP):

Kailasnath Adhikari	Managing Director
Markand Adhikari	Chairman
Swity Gada	Company Secretary & Compliance Officer
Suresh Satpute	Chief Financial Officer

ii Others

Sri Adhikari Brothers Television Network Ltd.	Directors having significant influence
TV Vision Limited	Directors having significant influence

b) Transaction with Related Parties:

Nature of Transaction		KMP	Others	Total
Sale of Services		-	60,00,000	60,00,000
	(P.Y)	-	(90,00,000)	(90,00,000)
Payment towards service/ remuneration		14,40,000	24,23,760	38,63,760
	(P.Y)	(13,15,354)	(23,08,344)	(36,23,698)
Advance/Deposit Given		-	-	-
	(P.Y)	(-)	(2,00,000)	(2,00,000)
Outstanding balance included in Current Asset		-	2,00,000	2,00,000
	(P.Y)	(-)	(2,00,000)	(2,00,000)
Outstanding balance included in Current Liability		26,73,322	8,47,500	35,20,822
	(P.Y)	(67,35,000)	(28,00,000)	(95,35,000)

24 Employee Benefits Plan:

Defined Benefit Plan:

Employees gratuity and leave encashment scheme is defined benefit plan. The present value of obligation is determined based on actuarial valuation using projected unit credit method which recognised each period of service as giving rise to additional need of employee benefit entitlement and measures each unit separately to build up the final obligation.

NOTES TO THE FINANCIAL STATEMENTS

Particulars		Gratuity - UnFunded	Gratuity - UnFunded	Leave Encashment - UnFunded	Leave Encashment - UnFunded
		March 31, 2021	March 31 2020	March 31 2021	March 31 2020
A)	Reconciliation of Opening and closing balance of defined benefit obligation				
	Defined Benefit obligation at the beginning of the year	6,40,087	7,35,861	10,86,151	16,99,347
	Current Service Cost	1,24,891	1,35,069	-	9,07,403
	Interest Cost	43,299	55,713	-	92,830
	Remeasurements- Due to Demographic Assumptions	(317)		(182)	
	Remeasurements- Due to Financial Assumption	-	43,970		-
	Remeasurements- Due to Experience Adjustments	(29,088)	(3,30,209)	-	(12,10,341)
	Acturial (Gain)/Loss	-	-	-	44,740
	Benefits Paid	-	-	-	(4,47,646)
	Defined Benefit Obligation at year end	7,79,189	6,40,087	10,86,151	10,86,151
B)	Reconciliation of Opening and closing balance of fair value of assets				
	Fair Value of Plan assets at the beginning of the year				
	Expected return on plan assets				
	Acturial Gain/(Loss)	NA		NA	
	Employer Contribution				
	Benefits Paid				
	Fair Value of Plan assets at year end				
	Actual Return on Plan assets				
C)	Reconciliation of Fair Value of assets and Obligation				
	Fair Value of Plan Assets as at March 31	-	-	-	-
	Present Value of obligation as at March 31	7,79,189	6,40,087	10,86,151	10,86,151
	Amount Recognised in Balance Sheet	7,79,189	6,40,087	10,86,151	10,86,151
D)	Expenses recognised during the year				
	In Income Statement				
	Current Service Cost	1,24,891	1,35,069	-	9,07,403
	Interest Cost	43,299	55,713	-	92,830
	Net Value of remeasurements on the obligations and plan assets	-	-	-	(11,68,783)
	Acturial (Gain)/Loss	-	-	-	-
	Net Cost	1,68,190	1,90,782	-	(1,65,550)
	In Other Comprehensive Income				
	Remeasurements- Due to Demographic Assumptions	-	317	-	182
	Remeasurements- Due to Financial Assumptions	-	(43,970)	-	(44,740)
	Remeasurements- Due to Experience Adjustments	29,088	3,30,209	-	12,10,341
	Net Income /(Expense) for the period recognised in Other Comprehensive Income	29,088	2,86,556	-	11,65,783

8TH ANNUAL REPORT 2020-2021

NOTES TO THE FINANCIAL STATEMENTS

Particulars	Gratuity - UnFunded	Gratuity - UnFunded	Leave Encashment - UnFunded	Leave Encashment - UnFunded
	March 31, 2021	March 31 2020	March 31 2021	March 31 2020
E) Investment Details LIC Group Gratuity Cash Accumulation Policy	NA	NA	NA	NA
F) Actuarial Assumption Mortality Table (LIC)	Indian Assured Lives Mortality 2006-08 Ultimate	Indian Assured Lives Mortality 2006-08 Ultimate	Indian Assured Lives Mortality 2006-08 Ultimate	Indian Assured Lives Mortality 2006-08 Ultimate
Discount Rate (Per Annum)	6.85%	6.85%	7.70%	7.50%
Expected Rate of Return on Plan Assets (Per Annum)	NA	NA	-	-
Rate of Escalation in Salary (Per Annum)	5.00%	5.00%	5.00%	5.00%
G) Sensitivity Analysis Discount Rate, Salary Escalation Rate and Withdrawal Rate are significant actuarial assumptions. The change in the Present Value of Defined Benefit Obligation for a change of 100 Basis Points from the assumed assumption is given below:				
Particulars	DBO	% Change	DBO	% Change
Under Base Scenario	7,79,189	0.00%	10,86,151	0.00%
Salary Escalation - Up by 0.5%	8,14,166	4.49%	16,00,146	2.59%
Salary Escalation - Down by 0.5%	7,46,037	-4.25%	15,20,834	-2.49%
Withdrawal Rates - Up by 10%	7,79,318	0.02%	15,61,061	0.09%
Withdrawal Rates - Down by 10%	7,79,023	-0.02%	15,58,337	-0.09%
Discount Rates - Up by 0.5%	7,46,560	-4.19%	15,21,667	-2.44%
Discount Rates - Down by 0.5%	8,13,954	4.46%	15,99,622	2.56%

25 Earning Per Share:

Particulars	March 31, 2021	March 31, 2020
Profit/(Loss) for the Year attributable to Equity Shares	(1,52,27,754)	(97,73,565)
Weighted Average Number of Equity Shares (Face Value Rs. 10 per Share)	1,04,83,711	1,04,83,711
Basic and Diluted Earnings Per Share (Rupees)	(1.45)	(0.93)

NOTES TO THE FINANCIAL STATEMENTS

26 Deferred Tax Liability:

Particulars	March 31, 2021	March 31, 2020
Tax effect of items constituting Deferred Tax Liability		
On difference between book balance and tax balance of Fixed Assets	47,71,654	47,90,145
	47,71,654	47,90,145
Tax effect of items constituting Deferred Tax Assets:		
Leave Encashment		
Gratuity	1,78,278	6,07,543
Others	-	-
On Unabsorbed Depreciation and Business Loss(Recognised to the extent of net liability)	45,93,375	41,82,601
	47,71,654	47,90,145
Net Deferred Tax Liability	-	-

27 Financial Risk Management:

The Company's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's senior management has the overall responsibility for establishing and governing the Company's risk management framework. The Company has constituted a core Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The key risks and mitigating actions are also placed before the Audit Committee of the Company.

A) Liquidity risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses.

The Company maintained a cautious liquidity strategy, with a positive cash balance throughout the year ended 31st March, 2021 and 31st March, 2020. Cash flow from operating activities provides the funds to service the financial liabilities on a day-to-day basis. The Company regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. Any short term surplus cash generated, over and above the amount required for working capital management and other operational requirements, is retained as cash and cash equivalents (to the extent required) and any excess is invested in interest bearing term deposits and other highly marketable debt investments with appropriate maturities to optimise the cash returns on investments while ensuring sufficient liquidity to meet its liabilities.

B) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include loans and borrowings and deposits.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This risk exist mainly on account of borrowings of the Company. However, all these borrowings are at fixed interest rate and hence the exposure to change in interest rate is insignificant.

Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is not exposed to significant foreign currency risk as at the respective

NOTES TO THE FINANCIAL STATEMENTS

reporting dates.

C) Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and other financial assets.

I) Trade Receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major trade receivables.

II) Other Financial Assets

Credit risk from balances with banks and financial institutions is managed by the Company in accordance with the Company's policy.

D) Excessive Risk Concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

28 Payment to Auditors (Excluding Tax):

Particulars	March 31, 2021	March 31, 2020
Statutory Audit Fees	60,000	60,000

29 Capital and Other Commitment:

Company alongwith other Company belonging to promoters has submitted the resolution plan for Promoter Group company which is under the process of Insolvency under the Insolvency and Bankruptcy Code. As per Resolution plan company has made commitment for Rs. 1,02,00,000/- as capital contribution. Resolution plan application submitted by company has been disqualified by the Insolvency Professional and Company has taken suitable legal action after the balance sheet date for acceptance of Company's Resolution application. Company has provided the Bank Guarantee of Rs. 1 Crore alongwith the application for Resolution. Fixed Deposit amounting to Rs.1 Crore has been lien marked against the said Bank Guarantee.

30 Due to the outbreak of COVID-19 pandemic, the ground events business operations of the company have come to halt and the company doesn't foresee ground events picking up in the near future. But having said that it doesn't deter the company's operations as the company has remodelled its event vertical into doing live webinars.

31 The Company has assessed the potential impact of Covid-19 on the carrying value of property, plant & equipment, intangible assets, trade receivables, and other current assets appearing in the financial statements of the Company. In developing the assumptions and estimates relating to the future uncertainties in the economic conditions because of this pandemic, the Company as at the date of approval of the financial results has used internal and external sources of information and based on current estimates, expects to recover the carrying amounts of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

NOTES TO THE FINANCIAL STATEMENTS

- 32** Present economic condition and the fact that company's current liability are 2.40 times of current assets indicates material uncertainty with respect to company's ability to continue as going concern, if the company's plan of remodelling the event vertical into webinars and growing the digital portal does not achieve the desired cash flows and profitability.
- 33** Exceptional item includes Severance Bonus paid to former employee of the company as per the management commitment at the time of re-joining of employee in the Group in August, 2017
- 34 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**
- Company has not received any confirmation from its vendors that whether they are covered under the Micro, Small and Medium Enterprises Development Act, 2006, hence the amounts unpaid at the year end together with interest paid / payable under this Act cannot be identified.
- 35 Previous Year figures**
- Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report on even date

For A. R. Sodha & CO.
Chartered Accountants
FRN : 110324W

A.R.Sodha
Partner
M.No : 31878

Place: Mumbai
Date: 1st June, 2021

For and on behalf of the Board of Director

Markand Adhikari
Chairman
DIN: 00032016

Suresh Satpute
Chief Financial Officer

Kailasnath Adhikari
Managing Director
DIN:07009389

Swity Gada
Company Secretary &
Compliance Officer

8TH ANNUAL REPORT 2020-2021

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2021 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications) Rs. In Lakh	Adjusted Figures (audited figures after adjusting for qualifications) Rs. In Lakh
	1.	Turnover/Total income	143.69	143.69
	2.	Total Expenditure	293.91	266.45
	3.	Net Profit/(Loss) before tax	-150.22	-122.76
	4.	Earnings Per Share	-1.45	-1.17
	5.	Total Assets	519.89	519.89
	6.	Total Liabilities	324.13	324.13
	7.	Net Worth	195.76	195.76
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-
The management has not carried out impairment testing for Goodwill and hence the same was not quantified in the audit report and accordingly audited figures after adjustment of qualification cannot be determined.				
II. Audit Qualification (each audit qualification separately):				
1	<p>a. Details of Audit Qualification: Impairment of Goodwill: The Company had acquired its publication and MICE business in FY 2015-16 as per the scheme of arrangement and during such acquisition the company has recognised goodwill amounting to Rs.788.69 Lakhs as Goodwill on demerger. The carrying value of Goodwill as on 31st March, 2021 is Rs. 377.95 Lakhs. However, the Company has not been able to generate sufficient income from its publication and MICE business since last four years and has incurred losses of Rs.153.74 Lakhs during the year ended on 31st March, 2021 and during the preceding financial year of Rs.94.87 Lakhs. Also considering the further impact on the business of the company due to COVID 19 restrictions imposed by the Government and discontinuance of publication of its magazine 'Governance Now', in our view this facts indicates that there is impairment in the value of Goodwill. Since the Company has not carried out impairment testing on goodwill and in the absence of working for impairment we are unable to quantify the amount of impairment provision required and its possible effects on the financial statements.</p>			
	b. Type of Audit Qualification : Qualified Opinion / Disclaimer of Opinion / Adverse Opinion			
	c. Frequency of qualification: Whether appeared first time / repetitive / since how long continuing: Repetitive			
	d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: NA			
	e. For Audit Qualification(s) where the impact is not quantified by the auditor:			
	i. Management's estimation on the impact of audit qualification: NIL			
	ii. If management is unable to estimate the impact, reasons for the same:			
	iii. Auditors' Comments on (i) or (ii) above: The management needs to carry out impairment of Goodwill			



2	<p>a. Details of Audit Qualification: Severance Bonus paid to former employee: During the year, severance bonus of Rs. 27.46 Lakhs has been paid to one of the former employees for which commitment was made by the management in 2017. The payment of bonus was subject to fulfilment of certain conditions as per the letter dated 1st August, 2017. No provision was made for the said incentive in the earlier financial years which makes the incentives paid in the current year a Prior Period item. As per paragraph 42 of Ind AS 8, material prior period errors should be corrected by restating the comparative amounts for the prior periods presented in which the error occurred. However, restatement has not been done for the said incentive payment and has been charged to the Statement of Profit and Loss of the current financial year and has been disclosed as an exceptional item. Had the restatement been done in the earlier financial years, loss for the current year would have been lower by 27.46 Lakhs.</p> <p>b. Type of Audit Qualification : Qualified Opinion / Disclaimer of Opinion / Adverse Opinion</p> <p>c. Frequency of qualification: Whether appeared first time / repetitive / since how long continuing: Repetitive</p> <p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: The Company had committed for the said bonus. However, was not knowing when the actual payout will arise. Hence, effect of the said incentive is given when the actual payout was given.</p> <p>e. For Audit Qualification(s) where the impact is not quantified by the auditor: NA</p> <p>i. Management's estimation on the impact of audit qualification:</p> <p>ii. If management is unable to estimate the impact, reasons for the same:</p> <p>iii. Auditors' Comments on (i) or (ii) above:</p>								
III.	<p>Signatories:</p> <table border="1" data-bbox="177 868 1465 1098"> <tr> <td data-bbox="177 868 965 923">• CEO / Managing Director</td> <td data-bbox="965 868 1465 923">sd/-</td> </tr> <tr> <td data-bbox="177 923 965 977">• Audit Committee Chairman</td> <td data-bbox="965 923 1465 977">sd/-</td> </tr> <tr> <td data-bbox="177 977 965 1032">• Chief Financial Officer</td> <td data-bbox="965 977 1465 1032">sd/-</td> </tr> <tr> <td data-bbox="177 1032 965 1098">• Statutory Auditor</td> <td data-bbox="965 1032 1465 1098">sd/-</td> </tr> </table> <p>Place: Mumbai Date: 1st June, 2021</p>	• CEO / Managing Director	sd/-	• Audit Committee Chairman	sd/-	• Chief Financial Officer	sd/-	• Statutory Auditor	sd/-
• CEO / Managing Director	sd/-								
• Audit Committee Chairman	sd/-								
• Chief Financial Officer	sd/-								
• Statutory Auditor	sd/-								



CIN: L22222MH2014PLC254848

Registered Office: 7th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai – 400053.

Phone: 91-22-40230711, **Fax:** 91-22-26395459

Email: cs@governancenow.com **Website:** www.governancenow.com

FOR KIND ATTENTION OF SHAREHOLDERS

Dear Shareholders,

As per the provisions of Section 88 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, the Company needs to update its 'Register of Members' to incorporate certain new details, as required under the said provisions. Further, as per the "Green Initiative in the Corporate Governance" initiated by the Ministry of Corporate Affairs (MCA), vide its Circular No. 17/2011 dated 21/04/2011, the Company proposes to send all the notices, documents including Annual Report in electronic form to its members.

We, therefore request you to furnish the following details for updation of Register of Members and enable the Company to send all communication to you through electronic mode:

Registered Folio / DP ID & Client ID	
Name of the Shareholder(s)	
Father's / Mother's / Spouse's Name	
Address (Registered Office Address in case the Member is a Body Corporate)	
E-mail ID	
PAN or CIN (in case of Body Corporate)	
UIN (Aadhar Number)	
Occupation	
Residential Status	
Nationality	
In case member is a minor, name of the guardian	
Date of birth of the Member	

Note: Members holding shares in DEMAT mode may furnish these details to their respective depositories.

Place: _____

Date: _____

Signature of the Member

Kindly submit the above details duly filled in and signed at the appropriate place to the Registrar & Share Transfer Agent of the Company viz. "Link Intime India Private Ltd; C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083.

The E-mail ID provided shall be updated subject to successful verification of your signature.

Thanking you,

For SAB Events & Governance Now Media Limited

Kailasnath Adhikari
Managing Director
DIN: 07009389

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SAB EVENTS & GOVERNANCE NOW Media Ltd

GOVERNANCE now
A SRI ADHIKARI BROTHERS ENTERPRISE

Automation Tech Roundtable-II for the Public Sector

20TH APRIL 2021

Dr Yash, IOCL | N Ramani, ONGC | Rahul Aggarwal
Narayanan Ramakrishnan, BPCL | Atul Anchan, FireEye | Vijay Devnath, CRIS

Sho & S. Chini, General Manager (IT) & CISO, Airports | Mahesh Kumar Choudhary, HCL Systems, CISO India
Cloud RPA = Automation Anywhere
Manoj Agrawal, NTA CTO & Head of IGBT Products | Mahaveer Bhatnagar, General Manager (IT), WIPAC
S & S Mathan, General Manager and Head (COT), Bharat | Muralidharan High, Senior General Manager (ERP)

Dr Yash, IOCL | N Ramani, ONGC | Rahul Aggarwal
Narayanan Ramakrishnan, BPCL | Atul Anchan, FireEye | Vijay Devnath, CRIS

GOVERNANCE now

FIRESIDE CHAT

Governance now Events | Manoj K Mishra, Secretary (IT), Govt of Odisha

TECHNOLOGY PARTNER: **NUTANIX** YOUR ENTERPRISE CLOUD
DIGITAL WORKFORCE PARTNER: **AUTOMATION ANYWHERE**

GOVERNANCE now
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INDIA POLICE

VIRTUAL SUMMIT & AWARDS 2020

BUILDING SMART POLICE WITH TECHNOLOGY

29TH OCTOBER 2020

KEY SPEAKERS

 SHRI ANJANI KUMAR, IPS Commissioner of Police, Hyderabad City, Telangana	 SHRI HARMEET SINGH, IPS ADGP (Admin / Security / M&L / Border), Assam	 SHRI MANOJ ABRAHAM, IPS ADGP, Kerala
 SHRI NARSHIMHA KOMAR, IPS Inspector General of Police (L&O), Gujarat	 SHRI QUAISER KHALID, IPS Inspector General of Police, Maharashtra	 SHRI AKHILESH KR. JHA, IPS Dy. Inspector General of Police, Ranchi, Jharkhand
 PROR. TRIVENI SINGH, IPS Superintendent of Police (Cyber Crime), Lucknow, Uttar Pradesh	 SHRI VISHAL CHINNI, IPS Superintendent of Police, Guntur Rural, Andhra Pradesh	 SHRI SIDDHARTH KAMSHAL, IPS Superintendent of Police, Prakasam, Andhra Pradesh

GOVERNANCE now
A SRI ADHIKARI BROTHERS ENTERPRISE

WOMEN ENTREPRENEURSHIP & LEADERSHIP

Panel Discussion
Encouraging Women Entrepreneurship & Leadership in India

8TH MARCH 2021
12.30 PM - 1.30 PM

SPEAKERS

 MS. NEELAM MAKHLANI Director Country Director & CEO ChildFund India	 MS. LATA SINGH Director IBM Partner Ecosystem - India	 MS. NAGHMA MULLA President & COO EdelGive Foundation
 MONAROSE SHEILA PEREIRA India's Enid Blyton Author, Journalist & Media Professional		

GOVERNANCE now
A SRI ADHIKARI BROTHERS ENTERPRISE

INDIA CIS MEET

Building Cyber Resilience in the Public Sector

25TH MARCH 2021
12.30 PM - 01.45 PM

SPEAKERS

 SHRI PRAMOD AGRAWAL MODERATOR Vice President & Regional CTO Automation Anywhere Inc.	 SHRI D. PAPASAJU Chief General Manager (CGM) - Head Operational Technology, Corporate Inform Services Oil & Natural Gas Corporation Limited	 SHRI SANJEEV AGARWAL Chief General Manager (Retail) Engineering & Construction Bio-Gas Projects Bharat Petroleum Corporation Ltd.	 SHRI PREM KUMAR JHA Chief General Manager (Communications & Information Technology) Steel Authority of India Limited
 SHRI D. BERA General Manager (SD) GAIL (India) Ltd.	 SHRI MOHAN LAL General Manager (IT) Indian Oil Corporation Ltd.	 MS. MEENAKSHI BERA General Manager (IT) Oil India Ltd.	

RIDING SUCCESSFULLY ON ITS DIGITAL JOURNEY.

