



DIKSAT TRANSWORLD LT

6th August 2024

BSE Limited
Compliance and Legal Division
Listing Centre Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Dear sir

Sub: Intimation of the 25th Annual General Meeting and Book Closure dates – Reg.

Ref.: M/s Diksat Transworld Limited (security code 540151)

We request your kind attention to the above subject and reference. We would like to inform that our 25th Annual General Meeting of our company is scheduled to be held on 6th September 2024 at 3.15 P.M at the Registered Office of our Company situated at 1st Floor, 24 South Mada Street, Mylapore , Chennai - 600 004.

The Register of Members and share transfer books of our company will remain closed from 1st September 2024 (Sunday) to 6th September 2024 (Friday) both days inclusive for the purpose of 25th Annual General Meeting of the company. This is for your information and records.

The annual report for the financial year 2023-24 is attached for your records. Kindly acknowledge receipt and do the needful.

Thanking you
Yours truly
For Diksat Transworld Limited

Muthukumar. B
Company Secretary and Compliance Officer



No. 24, South Mada Street, Mylapore, Chennai - 600 004.

Ph : 91- 44 - 24640347.

Cin - L63090TN1999PLC041707.

Wep : www.winnews.in

E.mail : diksat1999@gmail.com

Estd. 1999

DIKSAT TRANSWORLD LTD

RegdOffice:No. 24, South Mada Street, Mylapore, Chennai – 600 004.

Telephone Nos.24640347

CIN:L63090TN1999PLC041707

25th ANNUAL REPORT

FOR THE YEAR ENDED 31-03-2024

**DATE OF MEETING: 06-09-
2024**

EMAIL:

Website: www.wintvindia.com

diksat1999@gmail.com

CORPORATE INFORMATION

Board of Directors

Dr.T.Dhevanathan Yadav Chairman and Managing Director
Mrs. Meenakshi Yadav Whole time Director
Gunaseelan Rangabhasiyam Whole Time Director
Mr.Praveen Kumar
Mr.B T.Arasakumar

**Chief Financial Officer Mr. K.Rajasekaran
Company Secretary & Compliance Officer
Muthukumar.B**

Statutory Auditor

DPV & Associates

**151 Mambalam High Road
T.Nagar**

Chennai

Banker of the Company

LVB DBS Bank
State Bank Of India

Registered Office

I Floor, 24 South Mada Street
Mylapore
Chennai – 600 004
Tel No.:+91-44-24640347
Email : Diksatt1999@gmail.com
Contact Person: Mr.Muthukumar.B
Web Site :www.diksatttransworldlimited.com
Registrar & Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

PINNACLE BUSINESS PARK,
Office No S6-2, 6th, Mahakali Caves Rd,
next to Ahura Centre,
Andheri East,
Mumbai,
Maharashtra 400093,
India

Tel:+ 91-22-40430200

Fax: +91-22-2847 5207

Email: investor@bigshareonline.com

Website:www.bigshareonline.com

Contact person: Mr. Prasad

Committee of Board of Directors

Audit Committee

Mr.Praveen kumar Baskar
Mr.T.Arasakumar
Dr.T.Dhevanathan Yadav Member

Stakeholder's Relationship Committee

Mr.Praveen Kumar Baskar
Mr.B.T.Arasakumar
Mrs. Meenakshi Yadav

Nomination & Remuneration Committee

Mrs. Meenakshi Yadav
Mr.B.T.Arasakumar
Mr.Praveen Kumar Baskar

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the members of Diksat Transworld Limited will be held at 1st Floor, 24 south Mada street, Mylapore, Chennai – 600 004 on Friday on 6th September 2024 at 3.15 P.M (IST), to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.

2. To appoint a Director in place of Mr.Gunaseelan (DIN: 05333720), who retires by rotation and being eligible, offers himself for re-appointment.

**BY ORDER OF THE BOARD,
DIKSAT TRANSWORLD LIMITED**

**MUTHUKUMAR.B
COMPANY SECRETARY**

Registered Office:

1st Floor, 24 south Mada street,
Mylapore
Chennai – 600 004

Place: Chennai

Date: 27th May 2024

NOTES:

1. Pursuant to the provisions of the Act, a member entitled to attend and vote at the Annual General Meeting(AGM) is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 (Forty-Eight) Hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.

2. Members/Proxies should bring their Attendance slip duly signed and completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered

with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.

3. Institutional / Corporate Members (i.e. other than individuals, HUF, NRI, etc.) authorizing their representative to attend the Annual General Meeting authorized representatives with a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.

4. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

5. In case of joint holders attending the meeting together, only holder whose name appearing first will be entitled to vote.

6. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Businesses, as set out above is annexed hereto. Further, the relevant details with respect to Item No. 3 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed.

7. The Register of Members and Share Transfer Books of the Company will be closed from 01.09.2024 to 06.09.2024 (both days inclusive).

8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

9. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

10. The route map showing directions to reach the venue of the 25th AGM is provided at the end of this Notice.

11.. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request every member to update their email address with concerned Depository Participant and Registrar of the Company to enable us to send you the communications via email.

12. In compliance with the aforesaid MCA Circulars and SEBI Circulars, The Notice of the AGM along with the Annual Report 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. **Members may note that this Notice and the Annual Report 2023-24 will also be available on the Company's website viz. www.diksatttransworldlimited.com**

13. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting at the AGM. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date by 26th July 2024.

14. The members who holds shares of the Company in Physical form are informed that the company is in process of updating records of the shareholders in order to reduce the physical documentation as far as possible. In line with new BSE listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, members are requested to update and intimate their PAN, phone no., e-mail id and such other information to the Company's Registrars and Transfer Agents, Satellite Corporate services Private Limited. Members are further requested to update their current signature in Registrar's system. The Performa of updation of Shareholder information is provided at the end of Annual Report.

15. In support of the "Green Initiative" measure taken by Ministry of Corporate Affairs (MCA), Government of India, New Delhi, enabling electronic delivery of documents and also in line with circular Ref. No. CIR/ CFD/DIL/7/2011 dated 05/11/2011 issued by Securities and Exchange Board of India (SEBI) and as prescribed under the relevant provisions under the Companies Act, 2013 and the Rules made thereunder, Company has sent Annual Reports in Electronic Mode to the shareholders who have registered their E-mail IDs either with the Registrar and Transfer Agents or with the depositories. Members who have not registered their email address with Company can register the same by submitting a duly filled-in E-Communication Registration Form available on the website of the Company www.bigshareonline.com to M/s. Bigshare Services Private Limited (BSPL), or Investor Relation Cell of the Company at compliance@diksatttransworldlimited.com Members holding shares in demat form are requested to register their email address with their Depository Participant(s) only. Members who have registered their email address are also entitled to receive such communication in physical form, upon request.

16. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, email address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.

17. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact Registrar of the Company for assistance in this regard.

18. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Nomination Form can be obtained from the Registrar of the Company. Members holding shares in physical form may submit the same to Registrar of the Company. Members holding shares in electronic form may submit the same to their respective depository participant.

19. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

20. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

21. All correspondence should be addressed to the Registrar and Share Transfer Agent of the Company - M/s. BIGSHARE SERVICES PRIVATE LIMITED, www.bigshareonline.com, email : investor@bigshareonline.com

22. Members desirous of obtaining any information on any item of business of this meeting are requested to forward the same before 25th August 2024 to the Company Secretary at the Registered Office of the Company or email at compliance@diksattransworldlimited.com , so that the same may be attended appropriately. Relevant documents referred to in the accompanying notice are open for inspection by the members at the Registered Office of the Company on all working days i.e., Monday to Friday, between 3:30 pm and 5:00 p.m. up to 6th September 2024, the date of the 25th Annual General Meeting.

23. Members are requested to notify immediately any change of address :

- i) To the DP in respect of shares held in dematerialized form, and
- ii) To the Company at its registered office or to its RTA in respect of their physical shares, quoting their folio number. Non-Resident members are requested to inform the RTA about:
 - i) Change in their residential status on return to India for permanent settlement.
 - ii) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, MICR No. and address of the Bank with pin code number, if not furnished earlier, to enable Company to remit dividend to the said Bank Account directly.

24. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Annual General Meeting.

Details of Director Seeking Re-appointment at the Annual General Meeting
(Pursuant to Regulation 36(3) of SEBI (LODR), Regulations, 2015)

Particulars	
Name	Mr.Gunaseelan
DIN	DIN: 05333720
Date of Birth	19 th April 1967
Date of Appointment	21/02/2014
Educational Qualifications	B.A
Expertise in specific functional areas - Job profile and suitability	He has more than 22 years of experience businesses in the media and entertainment.
Directorships held in public companies	<i>1.Wintv telegu Limited 2.Empire Photovoltaic Systems private Limited 3.The Mylapore Hindu Permanent Fund Limited 4.Winlife Hospitals Limited 5.Dhevaratha Cars India Private Limited</i>
Memberships / Chairmanships of committees of other public companies	Nil
Inter-se Relationship with other Directors.	Nil

* Excluding foreign companies and Section 8 companies.

**Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee

* Excluding foreign companies and Section 8 companies.

**Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee

**DIKSAT TRANSWORLD LIMITED
DIRECTOR'S REPORT**

**To
The Members
Diksats Transworld Limited**

Your Directors have pleasure in presenting the 24th Board Report of the Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended March 31, 2024.

FINANCIAL HIGHLIGHTS

Particulars	Standalone Financial results 2023-24	Consolidated Financial results 2023-24	Standalone Financial results 2022-23	Consolidated Financial results 2022-23
Gross Income	2339.88	2339.88	4174.68	4174.68
Profit before Interest and Depreciation	218.79	218.59	310.93	310.49
Finance cost	6.96	6.96	0.78	0.78
Depreciation	112.93	113.00	125.36	126.39
Net Profit/(loss) before Tax	98.90	98.63	184.79	183.32
Tax expenses	(6.59)	(6.60)	(7.75)	(7.75)
Net Profit / (loss) after tax	105.49	105.23	192.54	191.07
Minority interest		(0.09)		(0.52)
Holding company				
Balance of profit /(loss) brought forward	105.49	105.32	192.54	191.59
Dividend	Nil	Nil	Nil	Nil
Dividend Tax	Nil	Nil	Nil	Nil
Surplus carried to balance sheet	105.49	105.32	192.54	191.59

Company's Financial Performance

The turnover for the year under review decreased from Rs. 4174.68 lakhs to Rs.2339.88 lakhs which has decreased of 43.95% on year to year basis. There was increase in advertisement income in 2023-24 comparing to the financial year 2022=23. The company made a profit of Rs. 105.49 lakhs for this financial year comparing to a net profit after taxes of Rs. 192.54 Lakhs. The consolidated financial results is attached as per the provisions of the Companies Act 2013.Your Directors are optimistic of achieving better results in the coming year on improvement of business .

Change In Nature Of Business

Your Company continues to operate in same business segment of Media and entertainment. During the financial year 2023-24, the Company has made profits. The directors decided to not to declare dividend for conserving resources for operations.

Dividend

During the financial year 2023-24, the Company has made profits and it was decided that the profits be maintained to improve the operations for the future period.

Transfer Of Unclaimed Dividend To Investor Education And Protection Fund

There is no Unclaimed Dividend Amount in the Balance Sheet of the Company as on March 31, 2024. Considering the above point there is no question of transferring the amount to the Investor Education And Protection Fund as per the provisions of Section 125(2) of the Companies Act, 2013, does not arise.

Transfer To Reserves

Your Company has not transferred any amount to reserves.

Information About Subsidiary / JV / Associate Company

As on March 31, 2024, the company is having a subsidiary M/s Adfarm Private Limited and a statement is attached with this report.

Board of Directors and Key Managerial Personnel:

As per Section 152(6) of the Companies Act, 2013, the following directors retires by rotation and being eligible offers himself for re-appointment as the Director of the Company.

Mr. R.Gunaseelan

The Board of Directors placed on record and wants to have their continued contribution for the growth of the company.

Mr. Devasenathipathy Non executive Non Independent Director resigned from the Board of Directors and the board wishes to place on record the services rendered by the director during the period of his directorship in the company.

Constitution of Board:

The Board of the Company comprises five Directors out of which two are Independent Directors and one women non independent whole time director, two whole time directors (including chairman and managing director). The composition of Board complies with the requirements of the Companies Act, 2013. Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is exempted from requirement of having composition of Board as per Listing Regulations.

None of the Directors of Board is a member of more than ten Committees or Chairman of more than five committees across all the Public companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

Meeting of the Board of Directors

During the Financial Year 2023-24, the Company held 9 meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings.

Sl.No	Meetings of the Board of Directors	Board Strength	No. of Directors Present
1	15th April 2023	6	6
2	29th May 2023	6	6
3	13th July 2023	6	6
4	21st September 2023	6	6

5	20 th October 2023	6	6
6	10 th November 2023	6	6
7	15 th February 2024	6	6
8	25 th March 2024	6	6

Independent Directors:

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company has two Non-Promoter Independent Directors in line with the Companies Act, 2013. A separate meeting of Independent Directors was held on 15th February 2024 to review the performance of Non-Independent Directors and Board as whole and performance of Chairman of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board. *The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at www.diksattransworldlimited.com.* The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149 (6) of the Companies Act, 2013. The criteria on which Independent Directors were evaluated was, inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, opinion, judgment, estimate provided on key agenda items, exercise of objective independent judgment on strategy, performance, risk management etc. in the best interest of Company, confirmation of adequacy of internal control on financial reporting, maintenance of confidentiality of information of the Company obtained in capacity of Independent Director, initiative to maintain integrity, ethics and professional conduct, initiative to check conflict of interest and maintenance of independence, adherence to the applicable code of conduct for independent directors, managing relationships with fellow Board members and senior management. The criteria on which Non-Independent Director of the Company were evaluated were inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, knowledge of sector where company operates, various directions provided in key decision making of the Company, understanding key risk for the Company and avoidance of risk while executing functional duties, successful negotiations / deals, smooth functioning of business / internal operation, initiative to maintain corporate culture and moral values, commitment, dedication of time, leadership quality, attitude, initiatives and responsibility undertaken, decision making, achievements.

Evaluation of Directors of the Company:

The formal evaluation of Board as whole and Non-Independent Director of the Company and of the Independent Directors of the Company was done at the respective meetings of Independent Director and Board of Directors each held on 15th February 2024 conflict of interest and maintenance of independence, adherence to the applicable code of conduct for independent directors, managing relationships with fellow Board members and senior management. The criteria on which Non-Independent Director of the Company were evaluated were inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, knowledge of sector where company operates, various directions provided in key decision making of the Company, understanding key risk for the Company and avoidance of risk while executing functional duties, successful negotiations / deals, smooth functioning of business / internal operation, initiative to maintain corporate culture and moral values, commitment, dedication of time, leadership quality, attitude, initiatives and responsibility undertaken, decision making, achievements.

Information on Directorate:

During the financial year 2023-24, there was no change in the constitution of the Board. Mr. Devasenathipathy resigned from the board of directors which was recorded in the board meeting held on 27th May 2024. Further, in accordance with the provisions of the Articles of Association and Section 152 of the Companies Act, 2013, Mr.R.Gunaseelan retires by rotation at the ensuing annual general meeting. He is being eligible, has offered himself for re-appointment as such. The Board of Directors recommends his appointment on the Board. The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking re-appointment/ appointment as Director are also annexed to the Notice convening the annual general meeting. None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2024 have been made by the Directors.

Key Managerial Personnel:

In accordance with Section 203 of the Companies Act, 2013, the Company is having the following Key Managerial Personnel :

1. Dr. T.Dhevanathan Yadav as Chairman and Managing Director
2. Mrs.Meenakshi Yadav whole time director
3. Mr. Gunaseelan ,Whole Time Director
4. Mr.Muthukumar.B, Company Secretary and Compliance officer
5. Mr.K.Rajasekaran, Chief Financial Officer

Disclosure Of Remuneration:

The information required under section 197 (12) of the Act read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given as an **Annexure I**.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Financial Statements of the Company, prepared in accordance with the relevant Accounting Standards of the Institute of Chartered Accountants of India, duly audited by the Statutory Auditors, form a part of the Annual Report and are reflected in the Consolidated Accounts. Pursuant to the provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's associate in Form AOC-1 is annexed herewith as Annexure – II (A) for your kind perusal and information.

Transactions with Related Parties:

The Company has not entered into transaction with the company in which our Directors are Interested, which are falling within the purview of Section 188 of the Act, for which requisite approval of Board is taken. However, transaction entered with Companies wherein Directors are interested is at arm's length basis and in ordinary course of business hence, no approval from the Board or Shareholders is required. Information on transactions with related parties pursuant to section 134 (3) (h) of the Act read with rule 8 (2) of the Companies (Accounts) Rules, 2014 are given in Annexure II (B) in Form AOC-2 and the same forms part of this report.

Material Changes And Commitments

There have been no material changes and commitments, which is, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

Extract Of Annual Return

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith as Annexure – III for your kind perusal and information.

Directors' Responsibility Statement

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In preparation of annual accounts for the year ended March 31, 2024, the applicable accounting standards have been followed and that no material departures have been made from the same;
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors had prepared the annual accounts ongoing concern basis.
- e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Auditors And Report Thereon:

M/s DPV & Associates (FRN:0116885), Chartered Accountants, Chennai were appointed by the shareholders in their meeting held on 1st September 2022 for a period of five years

The Auditors' Report on the accounts of the Company for the accounting year ended March 31, 2024 is self-explanatory and do not call for further explanations or comments that may be treated as adequate compliance of Section 134 of the Companies Act, 2013.

SECRETARIAL AUDIT REPORT

The company is listed under the SME category which is exempted under the provisions of SEBI (LODR) 2015.

Corporate Governance

The Company being listed on the Small and Medium Enterprise platform is exempted from provisions of para C, D and E of schedule V as per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence no corporate governance report is required. However, our company has adhered to corporate governance by having optimum combination of independent directors and executive directors on Board of our Company.

Loans, Guarantees And Investments U/S 186 Of The Companies Act, 2013

Not applicable

Clarification for auditors qualifications in the Auditors report

1. In Annexure B- vii of the auditors report the statutory auditor had made a comment that there is a contingent liability with respect to service tax an amount of Rs.801.04 lakhs relating to the financial years 2008-09 to 2012-13:

The Board reviewed the comment and giving the following clarification :

The company received show cause notices from the Service tax department for the following:

1. The company is making payment of taxes and filing returns for the media and broadcasting services .
2. The company is also in the field of paper publishing which is an exempted service from the service tax purview.
3. The department called for documents and the details were furnished to the department. The service tax department taken a view that details and auditors certificate is not adequate to conclude that publishing newspaper is not an exempted service. The matter was also taken up by the Principal commissioner of CGST and Central Excise. The Principal Commissioner passed an order after taking into account of the company's view and documents and the Departmental official and concluded the decision as follows as per the order dated 30th March 2022:
 - a) The company's documents , details and the chartered accountant certificate is not adequate to conclude that the company is engaged in the exempted service of publishing of newspapers.
 - b) The order gave references of the case laws and the department maintained that the documents is not adequate for the exempted service.
4. The company is confident of proving that it is an exempted service and the company is in discussion with the advocates for filing an appeal with the Central Excise and service Tax Tribunal. The amount involved in the dispute is given below:
 - a) Service Tax liability of Rs. 4,16,70,350/- (Rupees four crores sixteen lakhs and seventy thousand and three hundred and fifty only).
 - b) The company can adjust the service tax amount of Rs.32,46,349/- (Rupees thirty two lakhs and forty six thousand and three and forty nine only) which was deposited under the VCES sscheme
 - c) Demand of interest on the service tax payable by the company upto the date of payment
 - d) Penalty of Rs.4,16,70,350/-(Rupees four crores sixteen lakhs and seventy thousand and three hundred and fifty only).
 - e) A penalty of Rs.10,000/- under section 77 of the Finance Act 1994
2. *The auditors have qualified that there is no audit trail we would like to clarify that there is no changes in the entries or documents of the company after making entries. However the company is implementing the updates in the accounting software to suit the audit standards.*

Disclosure under the Sexual Harassment of women at workplace (prevention, prohibition, and redressal) Act 2013:

An Internal complaints committee (ICC) is set up to redress complaints received regarding the sexual harassment and discrimination at work place. During the year ended March 31,2024 the ICC has received no complaints pertaining to sexual harassment /discrimination at work place.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report as required under Regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as **Annexure V** of Board's Report.

A. Conservation of Energy:*

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

- i) Steps taken / impact on conservation of energy: N.A.
- ii) Steps taken by the company for utilizing alternate sources of energy including waste generated: Nil
- iii) Capital investment on energy conservation equipment: NIL

* Your Company is in Business of Media and entertainment.

B. Technology Absorption:*

- i) The efforts made towards technology absorption; N.A.
- ii) The benefits derived like product improvement, cost reduction, product development or import substitution; N.A.
- iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- N.A.

* Your Company is in Business of Media and entertainment and the technology absorption is regularly being adopted.

C. Foreign exchange earnings and Outgo (Amount in Rs.)

There is no Foreign Exchange earned in terms of actual inflows.

The foreign exchange outflow during the year is given below:

Particulars	<u>2023-24</u>	<u>2022-23</u>
	<u>(Amount in Rupees)</u>	
CIF value of Imports	Nil	Nil
Directors travel	1,82,000	3,30,242
Earnings	15,863	1,75,441

Public Deposits:

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and rules made there under. There were no deposits, which were claimed and remained unpaid by the Company as on March 31, 2024

Corporate Social Responsibility

The provisions of Section 135(1) and 135(5) of the Companies Act, 2013 regarding constitution of Corporate Social Responsibility (CSR) Committee and spending of at least 2% of average net profit are not applicable to the Company.

Risk Management

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A

detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

Nomination And Remuneration Policy

In terms of Section 178(3) of the Companies Act, 2013 and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a policy on Director's, Key Managerial Personnel and Senior Management Employee's appointment and remuneration including criteria for determining their qualifications, positive attributes, independence and other prescribed matters was formulated and recommended by the Nomination and Remuneration Committee and adopted by the Board of Directors and it is followed by the company.

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 to the extent the transactions took place on those items during the year.

General Disclosures

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 to the extent the transactions took place on those items during the year.

Acknowledgement

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment, enabling the Company to achieve good performance during the year under review.

Your Directors also take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

For and on behalf of Board of Directors
DIKSAT TRANSWORLD LIMITED

Dr. T.Dhevanathan Yadav
Chairman and Managing Director
(DIN: 01431689)
Date: 27th May 2024
Place: CHENNAI

Disclosure of Remuneration

(pursuant to Section 197(12) read with Rule 5 of the Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended)

a) The ratio of remuneration of each director to the median remuneration of employees for the financial year:

As the Managing Director and whole time director remuneration was by the shareholders at their meeting the remuneration the comparison is not applicable.

b) The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

The Managing Director , Whole time Director , Chief financial officer and company secretary was appointed in the Financial year 2015-16. **The salary of Dr.T.Dhevanathan Yadav Chairman and Managing Director was paid as per the approval of Shareholders which was approved in April 2022.**

c) The percentage increase in the median remuneration of employees in the financial year:

The median remuneration of employees was Nil over the previous year.

d) The number of permanent employees on the rolls of the Company as on March 31, 2024: 12 (16)Employees

e) Comparison of the remuneration of the Key Managerial Personnel against the performance of the company –

As the Company is in its developmental stage, the Key Managerial Personnel is drawing a very nominal remuneration as token for their work. So remuneration drawn is modest as compared with the performance of the company.

f) Average percentile increase in the Salaries of the Employees and Managerial Remuneration:

The Average salaries of the employees of the Company was Nil **on account of 12(16 in the previous year) employees in the Company,** Annual increments are decided by the Nomination and Remuneration Committee.

g) Key parameters for any variable component of remuneration availed by the directors –

There are no variable components in remuneration to the Directors during the financial year 2023-24.

h) Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – Not Applicable

i) Affirmation that the remuneration is as per the remuneration policy of the company – Yes, Affirmed.

B. Information as per Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in

excess of the limits set out in the said rules are provided in the Annual Report, which forms part of this Report. Having regard to the provisions of the first proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company.

The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

For and on behalf of Board of Directors
For DIKSAT TRANSWORLD LIMITED

Dr. T.Dhevanathan Yadav
Chairman and Managing Director
(DIN: 01431689)
Date: 27th May 2024

Mrs. Meenakshi Yadav
Director
(DIN:)

Annexure II (A)

Form AOC-1

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

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

Name of associates

Part "B": Associates Company

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate

Companies and Joint Ventures

<u>Name of associates</u>	<u>Adfarm Private Limited</u>
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not applicable
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not applicable
<u>Share capital</u>	Rs.1,01,43,000
<u>Reserves & surplus</u>	Rs.
<u>Total assets</u>	Rs.
<u>Total Liabilities</u>	Rs.
<u>Investments</u>	Nil
<u>Turnover</u>	Rs.
<u>Profit/(Loss) before taxation</u>	Rs.
<u>Provision for taxation</u>	
<u>Profit/(Loss) after taxation</u>	Rs.
<u>Proposed Dividend</u>	Nil
<u>% of shareholding</u>	65%

1. Names of associates or joint ventures which are yet to commence operations.: NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year.: Nil

Part "B": Associates and Joint Ventures

Not applicable

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	Name 1	Name 2	Name 3
1. Latest audited Balance Sheet Date			
2. Shares of Associate/Joint Ventures held by the company on the yearend			
No.			
Amount of Investment in Associates/Joint Venture			
Extend of Holding %			
Name of Associates/Joint Ventures	Name 1	Name 2	Name 3
3. Description of how there is significant influence			
4. Reason why the associate/joint venture is not consolidated			
5. Net worth attributable to Shareholding as per latest audited Balance Sheet			
6. Profit / Loss for the year			
i. Considered in Consolidation			
i. Not Considered in Consolidation			

For DPV Associates
Chartered Accountants

For and on behalf of the Board of Directors

Vairamuthu
Partner

Chairman and Managing
Director

Director

K.Rajasekaran CFO
Muthukumar.B
Company Secretary

Place : Chennai

Place :chennai

Date : 27th May 2024

Date : 27th May 2024

Annexure II (B)

Form No. AOC-2

Particulars of Contracts/arrangements made with related parties

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

Forms for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

A. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered in to by the Company during the financial year ended on March 31, 2024, which were not at arm's length basis.

B. Details of material contracts or arrangement or transactions at arm's length basis:

Sr.No	Particulars	RPT – 1
1.	Name(s) of the related party and nature of Relationship	Dr.T.Dhevanathan Yadav
2.	Nature of contracts/ arrangements/ transactions	Salary , Rent and loans given by Dr.T.Dhevanathanyadav
3.	Duration of the contracts / arrangements/ Transactions	As per Board resolutions
4.	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
5.	Date(s) of approval by the Board	01.09.2015 and 26 th April 2022
6.	Amount paid	Salary : Rs. 48,00,000 Loans repaid: Rs. 99,01,000

Sr.No	Particulars	RPT – 2
1.	Name(s) of the related party and nature of Relationship	Mrs. Meenakshi Yadav
2.	Nature of contracts/ arrangements/ transactions	For Salary, Rent
3.	Duration of the contracts / arrangements/ Transactions	As per Board Resolution
4.	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
5.	Date(s) of approval by the Board	26 th April 2022
6.	Amount paid	Salary : Rs. 18,00,000

FormNo.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31st March 2024

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	U63090TN1999PLC041707
ii.	Registration Date	8 TH JANUARY 1999
iii.	Name of the Company	DIKSAT TRANSWORLD LIMITED
iv.	Category/Sub-Category of the Company	LISTED COMPANY –SME
v.	Address of the Registered office and contact details	1st Floor, New No.24 & Old No. 32 South Mada Street, Mylapore, Chennai TAMIL NADU 600004 INDIA
vi.	Whether listed company	Yes/No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited PINNACLE BUSINESS PARK, Office No S6-2, 6th, Mahakali Caves Rd, next to Ahura Centre, Andheri East, Mumbai, Maharashtra 400093, India Tel: + 91-22-40430200 Fax: +91-22-2847 5207 Email: investor@bigshareonline.com Website: www.bigshareonline.com Contact person: Mr. Prasad

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Media and broad casting	602	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
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by Custodian for GDRs & ADRs									
GrandTotal (A+B+C)	17501735	41140	17542875	100	17501735	41140	17542875	100	Nil

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Dr.T.Dhevana thanyadav	56,99628	32.49	Nil	5699628	32.49	Nil	Nil
2.	Ms. Harini yadav	2709596	15.45	Nil	2709596	15.45	Nil	Nil
3.	Ms. Karishma yadav	2709321	15.44	Nil	2709321	15.44	Nil	Nil
4.	Mrs. D.Meenakshiy adav	1413275	8.06	Nil	1413275	8.06	Nil	Nil
	Total	12531820	71.44	Nil	12531820	71.44	Nil	

iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12531820	71.44	12531820	71.44
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): offer for sale of shares to enable listing in the BSE SME platform	5011055	28.56	5011055	28.56
	At the End of the year	17542875	100	17542875	100

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment : Nil

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
Total(i+ii+iii)				
Change in Indebtedness during the financial year				
- Addition				
- Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but notpaid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
1.	Gross salary (a)Salary as per provisions containedinsection17(1) of the Income-tax Act,1961 (b)Value of perquisites/s 17(2)Income-tax Act, 1961 (c)Profits in lieu of salary undersection17(3)Income-taxAct,1961	Dr. T.Dhevanathan Yadav 48,00,000	Mrs. Meenakshi Yadav 18,00,000	Mr.GunaseelanRangabhshian 324,000	69,24,000
2.	Stock Option	Nil		Nil	Nil
3.	Sweat Equity	Nil		Nil	Nil

4.	Commission- as %of profit - others, specify...	Nil		Nil	Nil
5.	Others, please specify	Nil		Nil	Nil
	Total(A)	48,00,000	18,00,000	3,24,000	,6924,000
6.	Ceiling as per the Act	50,00,000	21,00,000	12,00,000	83,00,000

Remuneration to other directors: Nil

SI. No.	ParticularsofRemuneration	NameofMD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify					Nil
	Total(1)					
	<u>Other Non-Executive Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify					
	Total(2)					
	Total(B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C. Remuneration to Key Managerial Personnel Other Than MD/ Manager/ WTD

SI. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961 (b)Value of perquisites/s 17(2)Income-tax Act,1961 (c)Profits in lieu of salary under section17(3)Income-		6,00,000	4,02,000	10,02,000

	taxAct,1961				
2.	Stock Option	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
3.	Sweat Equity	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
4.	Commission - as % of profit -others, specify...	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
5.	Others, please specify	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
6.	Total		6,00,000	4,02,000	10,02,000

PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES: Nil

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty					
Punishment					
Compounding					
D. Other Officers In Default					
Penalty					
Punishment					
Compounding					

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Introduction

The Indian Media and Entertainment (M&E) industry is a sunrise sector for the economy and is making significant strides. Proving its resilience to the world, Indian M&E industry is on the cusp of a strong phase of growth, backed by rising consumer demand and improving advertising revenue. The industry has largely been driven by increasing digitisation and higher internet usage over the last decade. Internet has almost become a mainstream media for entertainment for most of the people.

Media is consumed by audience across demographics and various avenues such as television, films, out-of-home (OOH), radio, animation, and visual effect (VFX), music, gaming, digital advertising, and print.

The digitization of content and on going innovations in technology will continue to drive growth and force changes in the media and entertainment industry. Publishers and broadcasters alike will continue to experiment with new revenue streams, particularly to reap the benefits from digital subscriptions and online advertisements. Overall, the media and entertainment industry is expected to grow to \$825 billion by 2023, an increase from \$717 billion in 2019, according to a PricewaterhouseCoopers report (PwC).

As per the latest report by the PwC, India's Media and entertainment Industry is expected to reach Rs. 4,30,401 crores (US\$ 53.99 billion) by 2026. Advertising revenue in India is projected to reach Rs. 394 billion (US\$ 5.42 billion) by 2024. India's SVOD subscriptions reached 130.2 million in 2022 compared to 110.5 million in 2021.

India's subscription revenue is projected to grow at a CAGR of 2% and reach Rs. 432 billion (US\$ 4.94 billion). Television would account for 40% of the Indian media market in 2024, followed by print media (13%), digital advertising (12%), cinema (9%), and the OTT and gaming industries (8%).

Within the M&E sector, Animation, Visual Effects, Gaming and Comic (AVGC) sector is growing at a rate of ~29%, while the audio-visual sector and services is rising at the rate ~25%; is recognised as one of the champion sectors by the Government of India. The AVGC sector is estimated to grow at ~9% to reach ~Rs. 3 lakh crore (US\$ 43.93 billion) by 2024, stated Union Minister of Commerce & Industry, Consumer Affairs & Food & Public Distribution and Textiles, Mr. Piyush Goyal.

In 2022 (January-July 2022), PE/VC investments in the media and entertainment industry was at US\$ 3,389 million. FDI inflows in the information and broadcasting sector (including print media) stood at US\$ 9.85 billion between April 2000-September 2022. India's subscription revenue is projected to grow at a CAGR of 2% and reach Rs. 432 billion (US\$ 4.94 billion). Key growth drivers included rising demand for content among users and affordable subscription packages.

The music industry is expected to reach US\$ 366 million by 2024 from US\$ 199 million in 2019. According to a study conducted by Kantar and VTION, an audience measurement and analytics company, Gaana, the streaming service owned by Times Internet Ltd., had 30% market share,

followed by Jio Saavn (24%), Wynk Music (15%), Spotify (15%), Google Play Music (10%), and others (6%) in 2020.

Growth of the sector is attributable to the trend of platform such as YouTube that continues to offer recent and video content-linked music for free, which is expected to drive the paid OTT music sector reaching ~5 million end-users by 2023, generating revenue of ~Rs. 2 billion (US\$ 27 million).

By 2025, the number of connected smart televisions are expected to reach ~40-50 million. 30% of the content viewed on these screens will be gaming, social media, short video and content items produced exclusively for this audience by television, print and radio brands. In the third quarter of 2022, smart TV shipments from India increased by 38% YoY, due to rising expansion activities adopted by original equipment manufacturers (OEMs) for their smart TV portfolios. By 2025, ~ 600-650 million Indians, will consume short-form videos, with active users spending up to 55 to 60 minutes per day.

As of 2020, India registered ~803 million online video viewers, including streaming services and videos on free platforms such as YouTube. Mobile video viewers stood at 356 million in 2020, driven by rising number of users preferring video content over the last few years.

RECENT DEVELOPMENT/INVESTMENTS

Recent Developments in the Media and Entertainment Industry are

- In June 2022, the exclusive rights for the television broadcast of the Indian Premier League (IPL) from 2023-2027 was acquired by DisneyStar.
- In March 2022, Pocket FM in India raised US\$ 65 million and has plans to expand in new regional languages.
- In March 2022, Krafon infused US\$ 19.5 million in Indian audio content platform Kuku FM.
- In November 2021, media consulting firm Ormax Media, launched an OTT Brand Health Tracking Tool called Ormax Brand Monitor (OBM). The tool is based on syndicated research conducted every month among SVOD & AVOD audiences across India, to track the performance of 16 OTT platforms on key brand measures.
- In November 2021, social gaming platform WinZO, with Kalaari Capital announced a new investment initiative, 'Gaming Lab', to encourage and support India's gaming ecosystem.

GOVERNMENT INITIATIVES

The Telecom Regulatory Authority of India (TRAI) is set to approach the Ministry of Information and Broadcasting, Government of India, with a request to Fastrack the recommendations on broadcasting, in an attempt to boost reforms in the broadcasting sector. The Government of India has agreed to set up National Centre of Excellence for Animation, Gaming, Visual Effects and Comics industry in Mumbai. The Indian and Canadian Government have signed an audio-visual co-production deal to enable producers from both the countries exchange and explore their culture and creativity, respectively.

In October 2021, Prasar Bharati decided to auction its archives with the hope of monetising the content through sale to television and OTT platforms.

In June 2021, the Union Ministry of Information and Broadcasting notified the Cable Television Network (Amendment) Rules, 2021, which aims to establish a three-layer statutory mechanism for citizens to raise grievances with respect to broadcasted content. As part of the expansion to include all digital platforms and digital (OTT) players under a single roof, in May 2021, the Indian Broadcasting Foundation (IBF) announced the move to be renamed as the Indian Broadcasting and Digital Foundation (IBDF).

As per the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021, IBDF would also form a self-regulatory body (SRB) soon. To ease filming in railways, the Film Facilitation Office (FFO) set up in the National Film Development Corporation (NFDC) collaborated with the Ministry of Railways to develop an integrated single window filming mechanism to streamline the permission process for filming across railway premises.

In November 2021, the government announced that it is working towards creating a National Centre of Excellence for AVGC (animation, visual effects, gaming and comics). On February 25, 2021, the government outlined the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules 2021 to establish a progressive institutional mechanism and a three-tier grievance redressal framework for news publishers and OTT platforms on the digital media.

In February 2021, the digital entertainment committee of the Internet and Mobile Association of India (IAMAI) finalised a code of conduct to form the basis for self-regulation code for OTT content. The code has been endorsed by 17 OTT platforms including Netflix, Amazon Prime Video, Disney+ Hotstar, ZEE5 and Voot. In February 2021, Prasar Bharati (India) and PSM (the official State Media of Maldives) inked an agreement to facilitate collaboration and capacity building in the field of broadcasting. Digital audio–visual content including films and web shows on over-the-top (OTT) streaming platforms, as well as news and current affairs on online platforms, have been brought under the Ministry of Information and Broadcasting in November 2020.

The Indian M&E industry is on an impressive growth path. The industry is expected to grow at a much faster rate than the global average rate. This can be majorly credited to rising incomes, increasing internet penetration and a growing push toward digital adoption.

In the long run, growth in the M&E industry is expected in retail advertisement on the back of several players entering the food and beverages segment, E-commerce gaining more popularity in the country, and domestic companies testing out the waters. India's rural regions are expected to be the next regions for growth. India has also gotten on board with 5G and is already planning for 6G well ahead of the future. This push towards digital adoption especially in the rural regions will provide advertisers and publishers with an immense opportunity to capture untapped markets and help grow India's media and entertainment industry forward.

Note: Conversion rate used for February 2023 is Rs. 1 = US\$ 0.012

References: Media Reports, Press Releases, Press Information Bureau, Department for Promotion of Industry and Internal Trade (DPIIT), Crisil report

Source: <https://www.ibef.org/industry/media-entertainment-india>

Market Dynamics and growth

The Global Market Model, in its latest forecast for the media market, has kept the expected forecast growth, compound annual growth rate (CAGR) over the next ten years unchanged. The media market size is expected to grow at a CAGR of 8.8% from 2022 to 2032. The companies spending on media services was reduced due to budget constraints. The reduced consumer spending on these services due to lower discretionary income and the cost-of-living crisis was already taken into account during our previous forecast update. Hence, our forecasts for the global media industry are parallel to the media market share 2022 – 2023.

The Global Market Model allows further in-depth analysis on the following key industry indicators -

- Number of enterprises
- Number of employees

Source: <https://www.globenewswire.com/news-release/2023/05/09>

Road Ahead

For the entertainment and media industries, 2022 marked an important inflection point. Total global entertainment and media (E&M) revenue rose 5.4% in 2022, to US\$2.32 trillion. That represents a sharp deceleration from the 10.6% growth rate in 2021, when economies and industries globally were starting to rebound from the upheaval caused by the covid-19 pandemic. And in each of the next five years, the rate of growth will decline sequentially, so that by 2027 revenue will grow just 2.8% from 2026. That's slower than the 3.1% rate of overall economic growth that the International Monetary Fund (IMF) projects for that year.

Source: <https://www.pwc.com/qx/en/industries>

Government: The government is controlling the Industry with suitable regulations for a fair play in the market. This gives full freedom to disclose the right information to the public. This gives the correct information to the public in full fairness.

Threats:

The unacceptable information widely spread by other companies in the similar industry will try to manipulate the Media and entertainment market.

Manpower: One of the common problems of the industry is acquiring the right talent , training of its personnel , retention of the talented personnel.

New Entrants: More and more new organized players are entering into market which will increase competition among the TV viewers in organized sector also.

High Competition Era: The Media Industry has entered into the orbit of the high competition.

Risk and concerns:Stiff competition from the other players resulting in stiff competition in the market.

Internal Financial Control Systems and their adequacy:

The Company has aligned its current systems of internal financial control with the requirement of Companies Act 2013. The Internal Control is intended to increase transparency and accountability in an organization's process of designing and implementing a system of internal control. The Company has successfully laid down the framework and ensured its effectiveness. The Company has in place a well defined system to record data for accounting and management information purposes and connects to different locations for efficient exchange of information. It has continued its efforts to align all its processes and controls with global best practices.

Though the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the Company. Necessary internal control systems are also put in place by the Company on various activities across the organization to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of the resources.

DPV Associates, Chartered Accountants, the statutory auditors of the Company has audited the financial statements included in this annual report and has issued an attestation report on our internal control over financial reporting (as defined in section 143 of Companies Act, 2013). The audit committee meets the statutory auditors of the Company to ascertain, inter alia, their views on the adequacy of internal control systems and keeps the board of directors informed of its major observations periodically. Based on its evaluation (as defined in section 177 of Companies Act 2013), our audit committee has concluded that, as of March 31, 2020, our internal financial controls were adequate and operating effectively.

Material Developments in Human Resources / Industrial Relations Front, including number of people employed:

The Company always recognizes the importance of manpower. Company promotes employees and encourages them to make contribution toward company, family and nation at large. Company also encourages the employees to offer their creative suggestions for development in their respective areas which are thoroughly discussed in periodical meetings. The company enjoyed excellent relationship with workers and staff during the last year As on March 31, 2022 the company has 16 employees at its broadcasting division and administrative office. The Company has been maintaining cordial and healthy Industrial Relations, which has helped to a great extent in achieving the upper growth.

Cautionary Statement:

Statement in this Management and Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations may be forward looking statement and within the meaning of applicable laws and regulations. Actual results may or might differ materially from those either expressed or implied.

For and on behalf of Board of Directors
Diksat Transworld Limited

Dr.T.Dhevanathan Yadav
Chairman and Managing Director
(DIN:01431689)
Place: Chennai
Date: 27th May 2024



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF DIKSAT TRANSWORLD LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Diksat Transworld Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss, Cash Flow statement for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounts) Rules, 2014, as amended, and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and loss a statement and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing 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 independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information. Therefore we have nothing to report in this regard.

Management's Responsibility for the 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 standalone financial statements that give a true and fair view of the financial position, financial performance, cash flows of the Company in accordance with the Accounting Standards and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding





the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We 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.

Report on Other Legal and Regulatory Requirements

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of





our information and according to the explanations given to us:

- i. The Company has disclosed pending litigations which impact on its financial position in its standalone financial statements (Refer Notes to Accounts: No. 32).
- ii. The Company did not have long-term contracts including derivative contracts that have material foreseeable losses which require provision, as required under the applicable law or accounting standards.
- iii. There have been no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year Hence we have no comments on the compliance with section 123 of the Companies Act, 2013.
- vi. With respect to the other matters to be included in the Auditor's Report in accordance with **Rule 11(g)** of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

The Company has not used an accounting software (Tally Prime Edit Log 3.0.1) for maintaining its books of accounts for the financial year ended March 31, 2024 which has a feature of recording Audit Trail.





DPV & Associates
Chartered Accountants

"Sri Ranga" | No. 151 | First Floor
Mambalam High Road | T. Nagar |
Chennai 600 017 | India
Phone No: + 91 - 44 - 2814 4763 / 64 / 65
E-mail : ca_dpv@yahoo.co.in

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

For DPV & Associates
Chartered Accountants
F.R.No.0116885

CA Vaira Mutthu K
Partner
M No.218791



Date:27-05-2024
Place: Chennai
UDIN: 2421879BKEFYA8358



ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Diksat Transworld Limited** of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 **Diksat Transworld Limited** ("the Company") as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

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.

Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For DPV & Associates
Chartered Accountants
F.R.No.011688S

CA Vaira Mutthu K
Partner
M No.218791



Date:27-05-2024
Place: Chennai
UDIN: 2421879BKEFYA8358





ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of DIKSAT TRANSWORLD LIMITED of even date)

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
- (a) A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.
 - (b) B). The Company has maintained proper records showing full particulars, including quantitative details of Intangible assets.
 - (c) The Company has physically verified the Plant & Equipment by the management once in the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (d) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
 - (e) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
 - (f) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder
- ii. (a). In our opinion and according to the information and explanation given to us, the inventories are rights purchased by the management and hence not subject to Physical verification.
- (b) The Company has not availed any working capital loans at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. The Company has not made investments in, companies, firms, Limited Liability Partnerships, and granted unsecured loans to other parties, during the year, in respect of which
- (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the order is not applicable.
 - (b) The company has not made investments (or) granted loan during the year, where the terms and conditions are prejudicial to the company's interest.
 - (c) The company has not granted loan during the year and hence reporting under this clause is not applicable.
 - (d) The company has not granted loan during the year and hence reporting under this clause is not applicable.
 - (e) The company has not renewed the any Loans and advances in the nature of Loans granted which has fallen due during the year and there is no renewed or extended or fresh Loans are issued to settle the over dues of existing loans given to the same party.

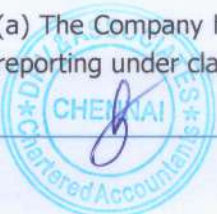




- (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2024 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
- (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and other material statutory dues applicable to it with the appropriate authorities except TDS payable of Rs.1,39,560 /-.
- (b) According to the records of the Company and according to the information and explanations given to us , there are no dues of Income tax and Goods and service Tax except as mentioned below

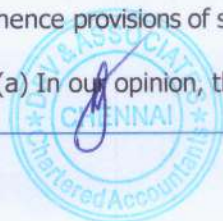
Name of the statute	Nature of dues	Amount (in Lacs)	Period	Forum where dispute is pending	Remarks
Service Tax Act, 1994	Service Tax	801.04	FY 2008-09 to 2012- 13	CIT(A)	The company has gone for appeal against the Dispute.
Goods and Service Tax Act 2017	Goods and Service Tax	6.54	FY 2018-19	CTO	The company has gone for appeal against the Dispute.

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The Company has not taken any loans or other borrowings from any lender during the year. Hence reporting under clause 3(ix)(a) of the Order is not applicable.





- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken term loan during the year and there are no outstanding term loans at the beginning of the year except vehicle loan and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have, prima facie, been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) hence reporting under clause 3 (x)(a) of the Order is not applicable to the Company.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) To the best of our knowledge and according to the information and explanations given to us, No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report
- (c) The Company has not received any whistle blower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of

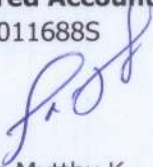


India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

- xvii. The Company has incurred not any cash losses during the financial year covered by our audit
- xviii. There has been no resignation of the statutory auditors of the Company during the year .
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due
- xx. (a) Since the Corporate Social Responsibility (CSR) are not applicable as per Companies Act, 2013. Accordingly, reporting under clause 3(xx)(a)(b) of the Order is not applicable for the year

For DPV & Associates
Chartered Accountants
F.R.No.011688S



CA Vaira Mutthu K
Partner
(M.No.218791)
Date: 27-05-2024
Place: Chennai
UDIN : 2421879BKEFYA8358



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
(Address: 1st floor, No.24, South Mada street, Mylapore, Chennai, 600 004)
Balance Sheet as at 31 March 2024

(Rs in '000)

Particulars	Note	31 March 2024	31 March 2023
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share Capital	3	1,75,429	1,75,429
(b) Reserves and Surplus	4	76,742	66,193
Total		2,52,171	2,41,622
(2) Non-current liabilities			
(a) Long-term Borrowings	5	5,949	73,699
(b) Other Long-term Liabilities	6	500	500
(c) Long-term Provisions	7	1,946	1,276
Total		8,395	75,475
(3) Current liabilities			
(a) Short-term Borrowings	8	49,149	3,002
(b) Trade Payables	9		
- Due to Micro and Small Enterprises		-	-
- Due to Others		7,655	99,401
(c) Other Current Liabilities	10	7,555	30,086
(d) Short-term Provisions	11	541	1,108
Total		64,900	1,33,597
Total Equity and Liabilities		3,25,466	4,50,694
II. ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	12	52,616	62,191
(ii) Intangible Assets	12	27	34
(iii) Capital Work-in-progress	12	-	18,094
(b) Non-current Investments	13	41,996	41,996
(c) Deferred Tax Assets (net)	14	882	222
(d) Long term Loans and Advances	15	6,216	6,520
Total		1,01,737	1,29,057
(2) Current assets			
(a) Inventories	16	77,606	72,532
(b) Trade Receivables	17	1,10,429	1,81,419
(c) Cash and cash equivalents	18	18,505	4,969
(d) Short-term Loans and Advances	19	4,644	3,674
(e) Other Current Assets	20	12,545	59,043
Total		2,23,729	3,21,637
Total Assets		3,25,466	4,50,694

See accompanying notes to the financial statements

As per our report of even date
For DPV & Associates
Chartered Accountants
Firm's Registration No. 0116885

CA Vaira Mutthu K
Partner
Membership No. 218791
UDIN: 24218791BKIFYA8358
Place: Chennai
Date: 27 May 2024



DHEVANATHAN YADAV T
Managing Director
1431689

For and on behalf of the Board of
Diksat Transworld Limited

MEENAKSHI YADAV D
Wholetime Director
5238058

Place: Chennai
Date: 27 May 2024

B. MUTHUKUMAR
(Company Secretary)

K. RAJASEKARAN
(CFO)

Diksat Transworld Limited

(CIN: L63090TN1999PLC041707)

(Address: 1st floor, No.24, South Mada street, Mylapore, Chennai, 600 004)

Statement of Profit and loss for the year ended 31 March 2024

(Rs in '000)

Particulars	Note	31 March 2024	31 March 2023
Revenue from Operations	21	1,89,172	4,15,640
Other Income	22	44,816	1,828
Total Income		2,33,988	4,17,468
Expenses			
Cost of Material Consumed	23	1,77,036	3,47,551
Employee Benefit Expenses	24	11,869	12,710
Finance Costs	25	696	78
Depreciation and Amortization Expenses	26	11,293	12,536
Other Expenses	27	23,204	26,114
Total expenses		2,24,098	3,98,989
Profit/(Loss) before Exceptional and Extraordinary Item and Tax		9,890	18,479
Exceptional Item		-	-
Profit/(Loss) before Extraordinary Item and Tax		9,890	18,479
Extraordinary Item		-	-
Profit/(Loss) before Tax		9,890	18,479
Tax Expenses	28		
- Deferred Tax		(659)	(775)
Profit/(Loss) after Tax		10,549	19,254
Earnings Per Share (Face Value per Share Rs.10 each)			
-Basic (In Rs)	29	0.60	1.10
-Diluted (In Rs)	29	0.60	1.10

See accompanying notes to the financial statements

As per our report of even date

For DPV & Associates

Chartered Accountants

Firm's Registration No. 0116885

CA Vairā Mutthu K

Partner

Membership No. 218791

UDIN: 24218791BKEFYA8358

Place: Chennai

Date: 27 May 2024



DHEVANATHAN YADAV T

Managing Director

1431689

For and on behalf of the Board of

Diksat Transworld Limited

MEENAKSHI YADAV D

Wholetime Director

5238058

Place: Chennai

Date: 27 May 2024

B. MUTHUKUMAR (Company Secretary)
K. RAJASEKARAN (CFO)

Diksat Transworld Limited

(CIN: L63090TN1999PLC041707)

(Address: 1st floor, No.24, South Mada street, Mylapore, Chennai, 600 004)

Cash Flow Statement for the year ended 31 March 2024

(Rs in '000)

Particulars	Note	31 March 2024	31 March 2023
CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit after tax		10,549	19,254
Depreciation and Amortisation Expense		11,293	12,536
Provision for tax		(659)	(775)
Finance Costs		696	78
Operating Profit before working capital changes		21,879	31,092
Adjustment for:			
Inventories		(5,074)	11,211
Trade Receivables		70,989	(63,454)
Other Current Assets		45,831	(14,221)
Trade Payables		(91,746)	34,119
Other Current Liabilities		(22,531)	4,834
Short-term Provisions		102	127
Cash (Used in)/Generated from Operations		19,451	3,708
Net Cash (Used in)/Generated from Operating Activities		19,451	3,708
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Property, Plant and Equipment		16,383	(15,582)
Net Cash (Used in)/Generated from Investing Activities		16,383	(15,582)
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from Long Term Borrowings		(67,750)	13,403
Proceeds from Short Term Borrowings		46,147	1,363
Interest Paid		(696)	(78)
Net Cash (Used in)/Generated from Financing Activities		(22,298)	14,688
Net Increase/(Decrease) in Cash and Cash Equivalents		13,536	2,814
Opening Balance of Cash and Cash Equivalents		4,969	2,156
Closing Balance of Cash and Cash Equivalents	18	18,505	4,970

Note:

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3), "Cash Flow Statements".

See accompanying notes to the financial statements

As per our report of even date

For DPV & Associates

Chartered Accountants

Firm's Registration No. 0116885

For and on behalf of the Board of

Diksat Transworld Limited

CA Vaira Mutthu K

Partner

Membership No. 218791

UDIN: 24218791BKEFYA8358

Place: Chennai

Date: 27 May 2024



DHEVANATHAN YADAV T

Managing Director

1431689

MEENAKSHI YADAV D

Wholetime Director

5238058

Place: Chennai

Date: 27 May 2024

B. Muthukumar
B. MUTHUKUMAR
 (Company Secretary)

K. Rajasekaran
K. RAJASEKARAN
 (CFO)

Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

1 COMPANY INFORMATION

Diksat Transworld Limited ('WIN TV' or the Company) was incorporated 08 January 1999. The Company is engaged in producing and broadcasting satellite television programming in the Tamilnadu.

The Company currently operates television channels in Tamil language predominantly to viewers in Tamil Nadu. The Company's flagship channel is WIN TV and its also operates a youtube channel "Mtamil" The Company produces its own content / acquires the related rights.

2 SIGNIFICANT ACCOUNTING POLICIES

a Basis of Preparation

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, as applicable. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain financial instruments which are measured at fair value.

b Use of estimates

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expense during the year. Examples of such estimates include provisions for doubtful receivables, provision for income taxes, the useful lives of depreciable Property, Plant and Equipment and provision for impairment. Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognised in the period in which the results are known / materialise.

c Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, less accumulated depreciation / amortisation. Costs include all expenses incurred to bring the asset to its present location and condition.

Property, Plant and Equipment exclude computers and other assets individually costing Rs. 5,000 or less which are not capitalised except when they are part of a larger capital investment programme.

d Depreciation / amortisation

In respect of Property, Plant and Equipment (other than freehold land and capital work-in-progress) acquired during the year, depreciation/amortisation is charged on a straight line basis so as to write-off the cost of the assets over the useful lives.

Type of	Period
Buildings	30 Years
Plant and Equipment	15 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Office equipment	5 Years
Computers	4 Years



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

e Leases

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the statement of profit and loss on a straight-line basis.

f Impairment

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset. Reversal of impairment loss is recognised as income in the statement of profit and loss.

g Investments

Long-term investments and current maturities of long-term investments are stated at cost, less provision for other than temporary diminution in value. Current investments, except for current maturities of long-term investments, comprising investments in mutual funds, government securities and bonds are stated at the lower of cost and fair value.

h Revenue recognition

Revenue from the sale of equipment are recognised upon delivery, which is when title passes to the customer. Revenue is reported net of discounts.

Dividend is recorded when the right to receive payment is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

i Taxation

Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income taxpayable in India is determined in accordance with the provisions of the Income Tax Act, 1961. Tax expense relating to foreign operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax after the tax holiday period. Accordingly, MAT is recognised as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with it will fructify.

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction for relevant tax paying units and where the Company is able to and intends to settle the asset and liability on a net basis.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

j Foreign currency transactions

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities other than net investments in non-integral foreign operations are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses are recognised in the statement of profit and loss. Exchange difference arising on a monetary item that, in substance, forms part of an enterprise's net investments in a non-integral foreign operation are accumulated in a foreign currency translation reserve.



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

k Inventories

Raw materials are carried at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Purchased goods-in-transit are carried at cost. Work-in-progress is carried at the lower of cost and net realisable value. Stores and spare parts are carried at lower of cost and net realisable value. Finished goods produced or purchased by the Company are carried at lower of cost and net realisable value. Cost includes direct material and labour cost and a proportion of manufacturing overheads.

l Provisions, Contingent liabilities and Contingent assets

A provision is recognised 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 reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

m Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amount of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

As per our report of even date

For DPV & Associates
Chartered Accountants
Firm's Registration No. 011688S

CA Vaiba Mutthu K
Partner
Membership No. 218791
UDIN: 24218791BKEFYA8358
Place: Chennai
Date: 27 May 2024



DHEVANATHAN YADAV T
Managing Director
1431689

**For and on behalf of the Board of
Diksat Transworld Limited**

MEENAKSHIYADAV D
Wholetime Director
5238058

Place: Chennai
Date: 27 May 2024

Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

3 Share Capital

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Authorised Share Capital		
Equity Shares, Rs. 10 par value, 25000000 (Previous Year -25000000) Equity Shares	2,50,000	2,50,000
Issued, Subscribed and Fully Paid up Share Capital		
Equity Shares, Rs. 10 par value 17542875 (Previous Year -17542875) Equity Shares paid up	1,75,429	1,75,429
Total	1,75,429	1,75,429

(i) Reconciliation of number of shares

Particulars	31 March 2024		31 March 2023	
	No. of shares	(Rs in '000)	No. of shares	(Rs in '000)
Opening Balance	1,75,42,875	1,75,429	1,75,42,875	1,75,429
Issued during the year	-	-	-	-
Deletion	-	-	-	-
Closing balance	1,75,42,875	1,75,429	1,75,42,875	1,75,429

(ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

Equity Shares	31 March 2024		31 March 2023	
	Name of Shareholder	No. of shares	In %	No. of shares
T Dhevanathan	56,99,628	32.49%	56,99,628	32.49%
D Meenakshi	14,13,275	8.06%	14,13,275	8.06%
D Karishma Yadav	27,09,321	15.45%	27,09,321	15.45%
D Harini Yadav	27,09,596	15.45%	27,09,596	15.45%

(iv) Shares held by Promoters at the end of the year 31 March 2024

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
T Dhevanathan	Equity	56,99,628	32.49%	0.00%
D Meenakshi	Equity	14,13,275	8.06%	0.00%
D Karishma Yadav	Equity	27,09,321	15.45%	0.00%
D Harini Yadav	Equity	27,09,596	15.45%	0.00%
Gunaseelan	Equity	9,090	0.05%	0.00%



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

Shares held by Promoters at the end of the year 31 March 2023

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
T Dhevanathan	Equity	56,99,628	32.49%	4.85%
D Meenakshi	Equity	14,13,275	8.06%	0.00%
D Karishma Yadav	Equity	27,09,321	15.45%	0.00%
D Harini Yadav	Equity	27,09,596	15.45%	0.00%
Gunaseelan	Equity	9,090	0.05%	0.00%

4 Reserves and Surplus

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Securities Premium		
Opening Balance	70,181	70,181
Closing Balance	70,181	70,181
Statement of Profit and loss		
Balance at the beginning of the year	(3,988)	(23,242)
Add: Profit/(loss) during the year	10,549	19,254
Balance at the end of the year	6,560	(3,988)
Total	76,742	66,193

5 Long term borrowings

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Secured Term loans from banks	5,949	6,998
Unsecured Term loans from other parties	-	66,701
Total	5,949	73,699

Particulars of Long term Borrowings

Name of Lender/Type of Loan	Nature of Security	Rate of Interest	Monthly Installments	No of Installment
Axis Bank Limited	Vehicles	8.50%	3,07,487	37
Axis Bank Limited	Vehicles	9.00%	48,455	37
Axis Bank Limited	Vehicles	9.00%	48,455	37

6 Other Long term liabilities

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Others		
-Other Payables	500	500
Total	500	500



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

7 Long term provisions

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Provision for employee benefits	1,946	1,276
Total	1,946	1,276

8 Short term borrowings

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Current maturities of long-term debt	4,149	3,002
Unsecured Loans repayable on demand from banks -Inter Company Loan	45,000	-
Total	49,149	3,002

Current Maturities of long term debt incudes loan taken from Bank on Hypotheiciation of Vehicle payable at equated monthly instalments (EMIs)

9 Trade payables

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Due to Micro and Small Enterprises	-	-
Due to others	7,655	99,401
Total	7,655	99,401

9.1 Trade Payable ageing schedule as at 31 March 2024

(Rs in '000)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME					-
Others	7,655	-	-	450	8,105
Disputed dues- MSME					-
Disputed dues- Others					-
Sub total					8,105
MSME - Undue					-
Others - Undue					-
MSME - Unbilled					-
Others - Unbilled					-
Total					8,105



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

9.2 Trade Payable ageing schedule as at 31 March 2023

(Rs in '000)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME					-
Others	92,359			7,042	99,401
Disputed dues- MSME					-
Disputed dues- Others	-	-			-
Sub total					99,401
MSME - Undue					
Others - Undue					
Total					99,401

10 Other current liabilities

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Other payables		
-Duties and Taxes	2,090	4,545
-Outstanding Expenses Payables	1,399	11,223
-Salary Payable	4,045	14,302
Outstanding Expenses Payables	21	16
Total	7,555	30,086

11 Short term provisions

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Provision for employee benefits	541	1,108
Total	541	1,108



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)

Notes forming part of the Financial Statements

12. Property, Plant and Equipment	Name of Assets	Gross Block			Depreciation and Amortization			Net Block		
		As on 01-Apr-23	Addition	Deduction	As on 31-Mar-24	As on 01-Apr-23	for the year	Deduction	As on 31-Mar-24	As on 31-Mar-23
	(i) Property, Plant and Equipment									
	Land	575	-	-	575	-	-	-	575	575
	Computers	10,549	-	-	10,549	9,835	77	-	637	714
	Furniture & Fittings	19,252	-	-	19,252	14,271	1,155	-	3,826	4,981
	Plant & Machinery	1,13,459	-	-	1,13,459	84,656	2,701	-	26,102	28,803
	Vehicles	41,743	2,390	3,991	40,143	18,623	4,793	3,312	20,038	23,120
	Office Equipments	23,154	-	-	23,154	19,156	2,561	-	1,436	3,997
	Total	2,08,732	2,390	3,991	2,07,132	1,46,542	11,287	3,312	52,616	62,191
	Previous Year	1,95,993	12,739	-	2,08,732	1,34,013	12,529	-	62,191	61,980
	(ii) Intangible Assets									
	Channel Logos	334	-	-	334	334	-	-	-	-
	*Publication Rights	1,000	-	-	1,000	1,000	-	-	-	-
	Software	68	-	-	68	34	7	-	27	34
	Total	1,402	-	-	1,402	1,368	7	-	27	34
	Previous Year	1,402	-	-	1,402	1,321	40	-	41	81
	(iii) Capital Work-in-progress									
										18,094



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

13 Non current investments (Rs in '000)

Particulars	31 March 2024	31 March 2023
Unquoted Trade Investments in Equity Instruments	41,996	41,996
Total	41,996	41,996

13.1 Details of Investments (Rs in '000)

Name of Entity	No of Shares	31 March 2024	No of Shares	31 March 2023
Adfarm Private Limited , Unquoted Equity shares of Rs 10 each fully paid *	6,55,100	41,996	6,55,100	41,996

* out of 655100 eq shares 5100 equity shares are purchased @6960/- per share and 650000 equity shares @10/- purchased by the Company

14 Deferred tax assets net (Rs in '000)

Particulars	31 March 2024	31 March 2023
Deferred Tax Assets	882	222
Total	882	222

15 Long term loans and advances (Rs in '000)

Particulars	31 March 2024	31 March 2023
Other loans and advances (Secured, considered good)		
-IPO Expenses	909	1,212
-Others	5,307	5,308
Total	6,216	6,520

16 Inventories (Rs in '000)

Particulars	31 March 2024	31 March 2023
Program Rights Others	77,606	72,532
Total	77,606	72,532

17 Trade receivables (Rs in '000)

Particulars	31 March 2024	31 March 2023
Secured considered good	1,10,429	1,81,419
Total	1,10,429	1,81,419



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

17.1 Trade Receivables ageing schedule as at 31 March 2024

(Rs in '000)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	30,530	25,017	22,570	4,289	24,924	1,07,330
Undisputed Trade Receivables-considered doubtful						-
Disputed Trade Receivables considered good					3,099	3,099
Disputed Trade Receivables considered doubtful						-
Sub total						1,10,429
Undue - considered good						
Total						1,10,429

17.2 Trade Receivables ageing schedule as at 31 March 2023

(Rs in '000)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	1,37,277	6,462	6,889	4,448	23,243	1,78,320
Undisputed Trade Receivables-considered doubtful						-
Disputed Trade Receivables considered good					3,099	3,099
Disputed Trade Receivables considered doubtful						-
Sub total						1,81,419
Undue - considered good						
Total						1,81,419

18 Cash and cash equivalents

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Cash on hand	204	177
Balances with banks in current accounts	18,301	4,792
Total	18,505	4,969

19 Short term loans and advances

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Others		
-Lease Deposits	825	855
-Other loans and advances	1,600	600
-Security Deposits	2,219	2,219
Total	4,644	3,674



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

20 Other current assets

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Advance to Creditors	1,200	-
Balances with Revenue Authorities	1,483	360
Prepaid Expense	1,514	-
TCS Receivables	-	103
TDS Receivables	8,348	58,580
Total	12,545	59,043

21 Revenue from operations

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Sale of services	1,89,172	4,15,640
Total	1,89,172	4,15,640

22 Other Income

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Other non-operating income (net of expenses)	65	-
Others		
-Advertisement Revenue	41,505	51
-Interest on IT Refund	1,745	1,705
-License Fee Reimbursement	1,400	-
-Old Exchange	-	72
Profit on Sale of Vehicle	101	-
Total	44,816	1,828

23 Cost of Material Consumed

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Cost of Production of Programs		
Opening stock	-	-
Purchases	1,77,036	3,47,551
Less: Closing stock	-	-
Total	1,77,036	3,47,551
Total	1,77,036	3,47,551

24 Employee benefit expenses

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Salaries and wages	10,713	10,930
Contribution to provident and other funds	721	756
Staff welfare expenses	435	1,024
Total	11,869	12,710



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

25 Finance costs (Rs in '000)

Particulars	31 March 2024	31 March 2023
Interest expense	688	74
Other borrowing costs	8	4
Total	696	78

26 Depreciation and amortization expenses (Rs in '000)

Particulars	31 March 2024	31 March 2023
Depreciation and amortization expenses	11,293	12,536
Total	11,293	12,536

27 Other expenses (Rs in '000)

Particulars	31 March 2024	31 March 2023
Auditors' Remuneration	250	250
Freight outward	-	1
Insurance	446	476
Power and fuel	8	-
Professional fees	471	344
Rent	347	540
Repairs to machinery	29	47
Repairs others	956	1,334
Rates and taxes	373	513
Selling & Distribution Expenses	1,783	2,687
Other Business Administrative Expenses	525	3,618
Telephone expenses	110	46
Travelling Expenses	2,754	2,372
Miscellaneous expenses	177	256
Accessories Purchase	1,091	873
Legal Fees	-	500
Printing and Stationery	86	111
Studio Setup Expense	-	37
Telephone and Internet Charges	474	595
Write Off Expenses	303	303
Write Off Programme	13,021	11,211
Total	23,204	26,114

28 Tax Expenses (Rs in '000)

Particulars	31 March 2024	31 March 2023
Deferred Tax	(659)	(775)
Total	(659)	(775)



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

29 Earning per share

Particulars	31 March 2024	31 March 2023
Profit attributable to equity shareholders (Rs in '000)	10,549	19,254
Weighted average number of Equity Shares	1,75,42,875	1,75,42,875
Earnings per share basic (Rs)	0.60	1.10
Earnings per share diluted (Rs)	0.60	1.10
Face value per equity share (Rs)	10	10

30 Auditors' Remuneration

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Payments to auditor as		
- Auditor	250	250
Total	250	250

31 Contingent Liabilities and Commitments

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Claims against the Company not acknowledged as debt		
- Income tax demands		-
- Indirect tax demands	80,759	80,104
Total	80,759	80,104

Disputed Service Tax Demand for the FY 2008-09 to 2012-13 but the Company has gone for Appeal on the Same and Management is expressed its view the outcome will be in the company's favor
Disputed Goods and Service Tax Demand for the FY 2018-19 but the company has gone for Appeal on such disputes and Management expressed its view that the outcome will be in company's favour

32 Earnings in Foreign Currencies

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Advertisement revenue	16	19
Total	16	19

33 Expenditure made in Foreign Currencies

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Administration Expenses	26	458
Total	26	458

34 Related Party Disclosure

(i) List of Related Parties

Relationship

Adfarm Private Limited	Subsidiary
Dhevanathan Yadav	Managing Director
Gunaseelan Rangabashiam	Director
Meenakshi Yadav	Director
The Mylapore Hindu Permanent Fund Nidhilimited	Entites in which KMP is related



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

(ii) **Related Party Transactions**

(Rs in '000)

Particulars	Relationship	31 March 2024	31 March 2023
Rent			
- Dhevanathan Yadav	Managing Director	-	-
- Meenakshi Yadav	Director	(839)	(300)
- The Mylapore Hindu Permanent Fund Nidhilimited	Entites in which KMP is related	(1,349)	22
Remuneration			
- Dhevanathan Yadav	Managing Director	(10,689)	3,309
- Meenakshi Yadav	Director	452	1,352
- Gunaseelan Rangabashiam	Director	0	277
Repayment of Loan			
- Dhevanathan Yadav	Managing Director	(61,920)	6,404

(iii) **Related Party Balances**

(Rs in '000)

Particulars	Relationship	31 March 2024	31 March 2023
Remuneration Payable			
- Dhevanathan Yadav	Managing Director	264	10,953
- Meenakshi Yadav	Director	3,479	3,027
- Gunaseelan Rangabashiam	Director	23	23
Rent Payable			
- Dhevanathan Yadav	Managing Director	-	6,273
- Meenakshi Yadav	Director	120	959
- The Mylapore Hindu Permanent Fund Nidhilimited	Entites in which KMP is related	264	1,613
Loans Taken			
- Dhevanathan Yadav	Managing Director	-	61,920



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

35 Ratio Analysis

Particulars	Numerator / Denominator	31 March 2024	31 March 2023	Change in %
(a) Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	3.45	2.41	43.19%
(b) Debt-Equity Ratio	$\frac{\text{Total Debts}}{\text{Shareholder's Equity}}$	0.22	0.32	-31.17%
(c) Debt Service Coverage Ratio	$\frac{\text{Earning available for Debt Service}}{\text{Debt Service}}$	9.23	26.50	-65.18%
(d) Return on Equity Ratio	$\frac{\text{Profit after Tax}}{\text{Average Shareholder's Equity}}$	4.27%	8.30%	-48.52%
(e) Inventory turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Inventories}}$	2.52	5.32	-52.63%
(f) Trade receivables turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Account Receivable}}$	1.30	2.78	-53.31%
(g) Trade payables turnover ratio	$\frac{\text{Total Purchases}}{\text{Average Account Payable}}$	3.31	4.22	-21.64%
(h) Net capital turnover ratio	$\frac{\text{Total Turnover}}{\text{Net Working Capital}}$	1.19	2.21	-46.12%
(i) Net profit ratio	$\frac{\text{Net Profit}}{\text{Total Turnover}}$	5.58%	4.63%	20.38%
(j) Return on Capital employed	$\frac{\text{Earning before interest and taxes}}{\text{Capital Employed}}$	3.44%	5.83%	-40.90%
(k) Return on investment	$\frac{\text{Return on Investment}}{\text{Total Investment}}$	0.00%	0.00%	-43.24%

36 Other Statutory Disclosures as per the Companies Act, 2013

37 Regrouping

Corresponding previous year's figures, have been regrouped and reclassified wherever necessary in the financial statements

As per our report of even date
For DPV & Associates
Chartered Accountants
Firm's Registration No. 5114885

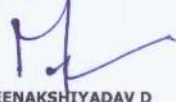
CA Vaira Mutthu K
Partner
Membership No. 218791

UDIN: 24218791BKEFYA8358
Place: Chennai
Date: 27 May 2024




DHEVANATHAN YADAV T
Managing Director
1431689

For and on behalf of the Board of
Diksat Transworld Limited


MEENAKSHIYADAV D
Wholetime Director
5238058

Place: Chennai
Date: 27 May 2024



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF DIKSAT TRANSWORLD LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of Diksat Transworld Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries referred together as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounts) Rules, 2014, and other accounting principles generally accepted in India, of the Consolidated state of affairs of the Company as at March 31, 2024, the Consolidated profit and loss statement and its Consolidated cash flow statement for the year ended on that date.

Basis for Opinion

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

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

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

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

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information, Compare with the financial statements of subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work the other auditors. Other information so far it relates to the subsidiaries is traced from their financial statements audited by the other auditors. Therefore we have nothing to report in this regard.



Management's Responsibility for the Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance, cash flows of the Group in accordance with the AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Other matters

- a) We did not the audit of the financial information of subsidiary Ad Farm Private Limited whose financial statements reflect Total Assets of Rs.1643.3 Thousands as at 31st March, 2024, Total Revenue of Rs. Nil and Net cash outflows amounting to Rs.Nil for the year ended on that date, as considered in the Consolidated financial Statements
- b) These Financial statements have been audited by other auditors whose reports have been furnished to us by the management and in our opinion the consolidated financial statements, in so far as it amounts and disclosures included in respect of these subsidiaries and associate, and our report in the terms of the sub-section (3) and (11) of the section 143 of the act in so far as it relates to the aforesaid subsidiaries and associate, is based solely upon the report of the other auditors and management representations.
- c) Our Opinion on the consolidated financial statements and our report on Other legal and regulatory requirements below, is not modified in the respect of the above matters with respect to our reliance on the work done and reports of the other auditors and the financial statements/information certified by the management.

Report on Other Legal and Regulatory Requirements

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

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





- b) In our opinion, proper books of account as required by law have been kept so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid Consolidated financial statements comply with the AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors of Parent as on March 31, 2024 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Parent and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Group has disclosed pending litigations Which impact on its financial position in its Consolidated financial statements (Refer Notes to Accounts 31).
 - ii. The Group did not have long-term contracts including derivative contracts that have material foreseeable losses which require provision, as required under the applicable law or accounting standards.
 - iii. There has been no amounts, required to be transferred, to the Investor Education and Protection Fund by the Group.
 - iv. (a) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;





- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year Hence we have no comments on the compliance with section 123 of the Companies Act, 2013
- vi. With respect to the other matters to be included in the Auditor's Report in accordance with **Rule 11(g)** of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

The Company has not used an accounting software (Tally Prime Edit Log 3.0.1) for maintaining its books of accounts for the financial year ended March 31, 2024 which has a feature of recording Audit Trail.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For DPV & Associates
Chartered Accountants
F.R.No.0116889

CA Vaira Mutthu K
Partner
M No.218791



Date:27-05-2024
Place: Chennai
UDIN: 24218791BKEFYB7477



ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **DIKSAT TRANSWORLD LIMITED** of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 **Diksats Transworld Limited** ("the Company") as of March 31, 2024 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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





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.

Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For DPV & Associates
Chartered Accountants
F.R.No.011688S

CA Vaira Mutthu K
Partner
M No.218791



Date: 27-05-2024
Place: Chennai
UDIN: 24218791BKEFYB7477



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
(Address: 1st floor, No.24, South Mada street, Mylapore, Chennai, 600 004)
Consolidated Balance Sheet as at 31 March 2024

(Rs in '000)

Particulars	Note	31 March 2024	31 March 2023
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share Capital	3	1,75,429	1,75,429
(b) Reserves and Surplus	4	65,888	55,357
Total		2,41,317	2,30,786
(2) Minority Interest			
		(2,959)	(2,949)
(3) Non-current liabilities			
(a) Long-term Borrowings	5	6,958	74,707
(b) Other Long-term Liabilities	6	500	500
(c) Long-term Provisions	7	1,946	1,276
Total		9,404	76,483
(4) Current liabilities			
(a) Short-term Borrowings	8	55,492	9,344
(b) Trade Payables	9		
- Due to Micro and Small Enterprises		-	-
- Due to Others		8,390	1,00,136
(c) Other Current Liabilities	10	9,469	31,980
(d) Short-term Provisions	11	541	1,108
Total		73,892	1,42,568
Total Equity and Liabilities		3,21,654	4,46,888
II. ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	12	52,616	62,197
(ii) Intangible Assets	12	27	34
(iii) Capital Work-in-progress	12	-	18,094
(iv) Goodwill on Consolidation		36,540	36,540
(b) Deferred Tax Assets (net)	13	882	222
(c) Long term Loans and Advances	14	7,455	7,758
Total		97,520	1,24,845
(2) Current assets			
(a) Inventories	15	77,606	72,532
(b) Trade Receivables	16	1,10,607	1,81,597
(c) Cash and cash equivalents	17	18,521	4,985
(d) Short-term Loans and Advances	18	4,644	3,674
(e) Other Current Assets	19	12,756	59,255
Total		2,24,134	3,22,043
Total Assets		3,21,654	4,46,888

See accompanying notes to the financial statements

As per our report of even date
For DPV & Associates
Chartered Accountants
Firm's Registration No. 0116885

CA Vaira Mutthu K
Partner
Membership No. 218791
UDIN: 24218791BKIFYB7477
Place: Chennai
Date: 27 May 2024



DHEVANATHAN YADAV.T
Managing Director
1431689

B. MUTHUKUMAR (Company Secretary)
K. RAJASEKARAN (CFO)

For and on behalf of the Board of
Diksat Transworld Limited

MEENAKSHI YADAV D
Wholetime Director
5238058

Place: Chennai
Date: 27 May 2024

Diksat Transworld Limited

(CIN: L63090TN1999PLC041707)

(Address: 1st floor, No.24, South Mada street, Mylapore, Chennai, 600 004)

Consolidated Statement of Profit and loss for the year ended 31 March 2024

(Rs in '000)

Particulars	Note	31 March 2024	31 March 2023
Revenue from Operations	20	1,89,172	4,15,640
Other Income	21	44,816	1,828
Total Income		2,33,988	4,17,468
Expenses			
Cost of Material Consumed	22	1,77,036	3,47,551
Employee Benefit Expenses	23	11,869	12,711
Finance Costs	24	696	78
Depreciation and Amortization Expenses	25	11,300	12,639
Other Expenses	26	23,224	26,157
Total expenses		2,24,125	3,99,136
Profit/(Loss) before Exceptional and Extraordinary Item and Tax		9,863	18,332
Exceptional Item		-	-
Profit/(Loss) before Extraordinary Item and Tax		9,863	18,332
Extraordinary Item		-	-
Profit/(Loss) before Tax		9,863	18,332
Tax Expenses	27		
- Deferred Tax		(660)	(775)
Profit/(Loss) after Tax		10,523	19,107
Profit/(Loss) for the period (before Minority interest adjustment)		10,523	19,107
Less: Minority interest in (Profit)/losses		(9)	(52)
Profit/(Loss) for the period (after Minority interest adjustment)		10,532	19,159
Earnings Per Share (Face Value per Share Rs.10 each)			
-Basic (In Rs)	28	0.60	1.09
-Diluted (In Rs)	28	0.60	1.09

See accompanying notes to the financial statements

As per our report of even date
For DPV & Associates
 Chartered Accountants
 Firm's Registration No. 0116885

CA Valra Mutthu K
 Partner
 Membership No. 218791
 UDIN: 24218791BKEFYB7477
 Place: Chennai
 Date: 27 May 2024



DEVANATHAN YADAV T
 Managing Director
 1431689

For and on behalf of the Board of
Diksat Transworld Limited

MEENAKSHI YADAV D
 Wholetime Director
 5238058

B. MUTHUKUMAR
 (Company Secretary)

K. RAJASEKARAN
 (CFO)

Place: Chennai
 Date: 27 May 2024

Diksat Transworld Limited

(CIN: L63090TN1999PLC041707)

(Address: 1st floor, No.24, South Mada street, Mylapore, Chennai, 600 004)

Consolidated Cash Flow Statement for the year ended 31 March 2024

(Rs in '000)

Particulars	Note	31 March 2024	31 March 2023
CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit after tax		10,522	19,254
Profit/(loss) from Discontinuing Operation (after tax)		-	-
Depreciation and Amortisation Expense		11,300	12,536
Provision for tax		(659)	(775)
Effect of Exchange Rate Change		-	-
Loss/(Gain) on Sale / Discard of Assets (Net)		-	-
Bad debt, provision for doubtful debts		-	-
Net Loss/(Gain) on Sale of Investments		-	-
Non Cash Expenses		-	-
Dividend Income		-	-
Interest Income		-	-
Finance Costs		696	78
Operating Profit before working capital changes		21,859	31,092
Adjustment for:			
Inventories		(5,074)	11,211
Trade Receivables		70,989	(63,454)
Loans and Advances		-	-
Other Current Assets		45,831	(14,221)
Other Non current Assets		-	-
Trade Payables		(91,746)	34,119
Other Current Liabilities		(22,511)	4,834
Long term Liabilities		-	-
Short-term Provisions		102	127
Long-term Provisions		-	-
Cash (Used in)/Generated from Operations		19,451	3,708
Tax paid(Net)		-	-
Net Cash (Used in)/Generated from Operating Activities		19,451	3,708
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Property, Plant and Equipment		16,383	(15,582)
Sale of Property, Plant and Equipment		-	-
Purchase of Investments Property		-	-
Sale of Investment Property		-	-
Purchase of Equity Instruments		-	-
Proceeds from Sale of Equity Instruments		-	-
Purchase of Mutual Funds		-	-
Proceeds from Sale / Redemption of Mutual Funds		-	-
Purchase of Preference Shares		-	-
Proceeds from Sale/Redemption of Preference Shares		-	-
Purchase of Government or trust securities		-	-
Proceeds from Sale/Redemption of Government or trust securities		-	-
Purchase of debentures or bonds		-	-
Proceeds from Sale/Redemption of debentures or bonds		-	-
Purchase of Other Investments		-	-
Sale / Redemption of Other Investments		-	-
Loans and Advances given		-	-
Proceeds from Loans and Advances		-	-
Investment in Term Deposits		-	-
Maturity of Term Deposits		-	-
Movement in other non current assets		-	-
Interest received		-	-
Dividend received		-	-
Net Cash (Used in)/Generated from Investing Activities		16,383	(15,582)



CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from Issue of Share Capital		-	-
Buyback of Shares		-	-
Proceeds from Long Term Borrowings		(67,750)	13,403
Repayment of Long Term Borrowings		-	-
Proceeds from Short Term Borrowings		46,147	1,363
Repayment of Short Term Borrowings		-	-
Minority Interest Movement		-	-
Dividends Paid (including Dividend Distribution Tax)		-	-
Interest Paid		(696)	(78)
Net Cash (Used in)/Generated from Financing Activities		(22,298)	14,688
Net Increase/(Decrease) in Cash and Cash Equivalents		13,536	2,814
Opening Balance of Cash and Cash Equivalents		4,985	2,156
Exchange difference of Foreign Currency Cash and Cash equivalents		-	-
Closing Balance of Cash and Cash Equivalents	17	18,521	4,970

Note:

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3), "Cash Flow Statements".

See accompanying notes to the financial statements

As per our report of even date

For DPV & Associates
Chartered Accountants
Firm's Registration No. 011688S

CA Vaira Mutthu K
Partner
Membership No. 218791
UDIN: 24218791BKIFYB7477
Place: Chennai
Date: 27 May 2024



DHEVA NATHAN YADAV T
Managing Director
1431689

For and on behalf of the Board of
Diksat Transworld Limited

MEENAKSHI YADAV D
Wholetime Director
5238058

Place: Chennai
Date: 27 May 2024

B. MUTHUKUMAR
(Company Secretary)

K. RAJASEKARAN
(CFO)

Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

1 COMPANY INFORMATION

Diksat Transworld Limited ('WIN TV' or the Company) was incorporated 08 January 1999. The Company is engaged in producing and broadcasting satellite television programming in the Tamilnadu.

The Company currently operates television channels in Tamil language predominantly to viewers in Tamil Nadu. The Company's flagship channel is WIN TV and its also operates a youtube channel "Mtamil" The Company produces its own content / acquires the related rights.

2 SIGNIFICANT ACCOUNTING POLICIES

a Basis of Preparation

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, as applicable. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain financial instruments which are measured at fair value.

b Use of estimates

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expense during the year. Examples of such estimates include provisions for doubtful receivables, provision for income taxes, the useful lives of depreciable Property, Plant and Equipment and provision for impairment. Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognised in the period in which the results are known / materialise.

c Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, less accumulated depreciation / amortisation. Costs include all expenses incurred to bring the asset to its present location and condition.

Property, Plant and Equipment exclude computers and other assets individually costing Rs. 5000 or less which are not capitalised except when they are part of a larger capital investment programme.

d Depreciation / amortisation

In respect of Property, Plant and Equipment (other than freehold land and capital work-in-progress) acquired during the year, depreciation/amortisation is charged on a straight line basis so as to write-off the cost of the assets over the useful lives.

Type of	Period
Buildings	30 Years
Plant and Equipment	15 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Office equipment	5 Years
Computers	4 Years



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

e Leases

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the statement of profit and loss on a straight-line basis.

f Impairment

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset. Reversal of impairment loss is recognised as income in the statement of profit and loss.

g Investments

Long-term investments and current maturities of long-term investments are stated at cost, less provision for other than temporary diminution in value. Current investments, except for current maturities of long-term investments, comprising investments in mutual funds, government securities and bonds are stated at the lower of cost and fair value.

h Revenue recognition

Revenue from the sale of equipment are recognised upon delivery, which is when title passes to the customer. Revenue is reported net of discounts.

Dividend is recorded when the right to receive payment is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

i Taxation

Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income tax payable in India is determined in accordance with the provisions of the Income Tax Act, 1961. Tax expense relating to foreign operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax after the tax holiday period. Accordingly, MAT is recognised as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with it will fructify.

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction for relevant tax paying units and where the Company is able to and intends to settle the asset and liability on a net basis.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

j Foreign currency transactions

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities other than net investments in non-integral foreign operations are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses are recognised in the statement of profit and loss. Exchange difference arising on a monetary item that, in substance, forms part of an enterprise's net investments in a non-integral foreign operation are accumulated in a foreign currency translation reserve.



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

k Inventories

Raw materials are carried at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Purchased goods-in-transit are carried at cost. Work-in-progress is carried at the lower of cost and net realisable value. Stores and spare parts are carried at lower of cost and net realisable value. Finished goods produced or purchased by the Company are carried at lower of cost and net realisable value. Cost includes direct material and labour cost and a proportion of manufacturing overheads.

l Provisions, Contingent liabilities and Contingent assets

A provision is recognised 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 reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

m Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amount of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

As per our report of even date

For DPV & Associates
Chartered Accountants
Firm's Registration No. 0116885

CA Vajra Mutthu K
Partner
Membership No. 218791
UDIN: 24218791BKEFYB7477
Place: Chennai
Date: 27 May 2024




DHEVANATHAN YADAV.T
Managing Director
1431689

**For and on behalf of the Board of
Diksat Transworld Limited**


MEENAKSHI YADAV D
Wholetime Director
5238058

Place: Chennai
Date: 27 May 2024

Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

3 Share Capital

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Authorised Share Capital		
Equity Shares, Rs. 10 par value, 25000000 (Previous Year -25000000) Equity Shares	2,50,000	2,50,000
Issued, Subscribed and Fully Paid up Share Capital		
Equity Shares, Rs. 10 par value 17542875 (Previous Year -17542875) Equity Shares paid up	1,75,429	1,75,429
Total	1,75,429	1,75,429

(i) Reconciliation of number of shares

Particulars	31 March 2024		31 March 2023	
	No. of shares	(Rs in '000)	No. of shares	(Rs in '000)
Equity Shares				
Opening Balance	1,75,42,875	1,75,429	1,75,42,875	1,75,429
Issued during the year	-	-	-	-
Deletion	-	-	-	-
Closing balance	1,75,42,875	1,75,429	1,75,42,875	1,75,429

(ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

Equity Shares	31 March 2024		31 March 2023	
	No. of shares	In %	No. of shares	In %
Name of Shareholder				
T Dhevanathan	56,99,628	32.49%	56,99,628	32.49%
D Meenakshi	14,13,275	8.06%	14,13,275	8.06%
D Karishma Yadav	27,09,321	15.45%	27,09,321	15.45%
D Harini Yadav	27,09,596	15.45%	27,09,596	15.45%

(iv) Shares held by Promoters at the end of the year 31 March 2024

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
T Dhevanathan	Equity	56,99,628	32.49%	0.00%
D Meenakshi	Equity	14,13,275	8.06%	0.00%
D Karishma Yadav	Equity	27,09,321	15.45%	0.00%
D Harini Yadav	Equity	27,09,596	15.45%	0.00%
Gunaseelan	Equity	9,090	0.05%	0.00%

Shares held by Promoters at the end of the year 31 March 2023

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
T Dhevanathan	Equity	56,99,628	32.49%	4.85%
D Meenakshi	Equity	14,13,275	8.06%	0.00%
D Karishma Yadav	Equity	27,09,321	15.45%	0.00%
D Harini Yadav	Equity	27,09,596	15.45%	0.00%
Gunaseelan	Equity	9,090	0.05%	0.00%



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

4 Reserves and Surplus

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Securities Premium		
Opening Balance	70,181	70,181
Closing Balance	70,181	70,181
Statement of Profit and loss		
Balance at the beginning of the year	(14,825)	(33,984)
Add: Profit/(loss) during the year	10,532	19,159
Balance at the end of the year	(4,293)	(14,825)
Total	65,888	55,357

5 Long term borrowings

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Secured Term loans from banks	5,950	6,998
Unsecured Term loans from other parties	1,008	67,709
Total	6,958	74,707

Particulars of Long term Borrowings

Name of Lender/Type of Loan	Nature of Security	Rate of Interest	Monthly Installments	No of Installment
Axis Bank Limited	Vehicles	850.00%	307487	37
Axis Bank Limited	Vehicles	900.00%	48455	37
Axis Bank Limited	Vehicles	900.00%	48455	37

6 Other Long term liabilities

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Others		
-Other Payables	500	500
Total	500	500

7 Long term provisions

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Provision for employee benefits	1,946	1,276
Total	1,946	1,276



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

8 Short term borrowings

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Current maturities of long-term debt	4,149	3,001
Unsecured Loans repayable on demand from banks -Inter Company Loan	45,000	-
Unsecured Loans and advances from related parties	6,343	6,343
Total	55,492	9,344

Current Maturities of long term debt includes loan taken from Bank on Hypotheication of Vehicle payable at equated monthly instalments (EMIs)

9 Trade payables

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Due to Micro and Small Enterprises	-	-
Due to others	8,390	1,00,136
Total	8,390	1,00,136

9.1 Trade Payable ageing schedule as at 31 March 2024

(Rs in '000)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME					-
Others	7,655	-	21	714	8,390
Disputed dues- MSME					-
Disputed dues- Others					-
Sub total					8,390
MSME - Undue					
Others - Undue					
Total					8,390

9.2 Trade Payable ageing schedule as at 31 March 2023

(Rs in '000)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME					-
Others	92,359	21	221	7,535	1,00,136
Disputed dues- MSME					-
Disputed dues- Others					-
Sub total					1,00,136
MSME - Undue					
Others - Undue					
Total					1,00,136



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

10 Other current liabilities

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Other payables		
-Duties and Taxes	2,125	4,579
-Outstanding Expenses Payables	1,519	11,323
-Salary Payable	5,804	16,061
Outstanding Expenses Payables	21	17
Total	9,469	31,980

11 Short term provisions

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Provision for employee benefits	541	1,108
Total	541	1,108



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)

Notes forming part of the Financial Statements

12 Property, Plant and Equipment	(Rs in '000)									
	Name of Assets		Gross Block			Depreciation and Amortization			Net Block	
	As on 01-Apr-23	Addition	Deduction	As on 31-Mar-24	As on 01-Apr-23	for the year	Deduction	As on 31-Mar-24	As on 31-Mar-24	As on 31-Mar-22
(i) Property, Plant and Equipment										
Land	575	-	-	575	-	-	-	575	575	575
Computers	10,549	-	-	10,549	9,835	77	-	637	637	714
Furniture & Fittings	19,255	-	-	19,255	14,271	1,157	-	3,826	3,826	4,984
Plant & Machinery	1,13,459	-	-	1,13,459	84,656	2,701	-	26,102	26,102	28,803
Vehicles	41,743	2,390	3,991	40,143	18,623	4,793	3,312	20,038	20,038	23,120
Office Equipments	23,157	-	-	23,157	19,156	2,565	-	1,436	1,436	4,001
Total	2,08,739	2,390	3,991	2,07,139	1,46,542	11,293	3,312	1,54,523	52,616	62,197
Previous Year	1,96,975	12,739	-	2,09,715	1,34,885	12,632	-	1,47,517	62,197	62,090
(ii) Intangible Assets										
Channel Logos	334	-	-	334	334	-	-	334	-	-
*Publication Rights	1,000	-	-	1,000	1,000	-	-	1,000	-	-
Software	68	-	-	68	34	7	-	41	27	34
Total	1,402	-	-	1,402	1,368	7	-	1,375	27	34
Previous Year	1,402	-	-	1,402	1,321	40	-	1,362	41	81
(iii) Capital Work-in-progress										
										18,094



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

13 Deferred tax assets net

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Deferred Tax Assets	882	222
Total	882	222

14 Long term loans and advances

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Other loans and advances (Secured, considered good)		
-IPO Expenses	909	1,212
-Others	1,238	1,238
-Others	5,308	5,308
Total	7,455	7,758

15 Inventories

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Program Rights Others	77,606	72,532
Total	77,606	72,532

16 Trade receivables

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Secured considered good	1,10,607	1,81,597
Total	1,10,607	1,81,597

16.1 Trade Receivables ageing schedule as at 31 March 2024

(Rs in '000)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	30,530	25,017	22,570	4,467	24,924	1,07,509
Undisputed Trade Receivables-considered doubtful						-
Disputed Trade Receivables considered good					3,099	3,099
Disputed Trade Receivables considered doubtful						-
Sub total						1,10,608
Undue - considered good						
Total						1,10,608



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

16.2 Trade Receivables ageing schedule as at 31 March 2023

(Rs in '000)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	1,37,277	6,462	6,889	4,626	23,243	1,78,498
Undisputed Trade Receivables-considered doubtful						-
Disputed Trade Receivables considered good					3,099	3,099
Disputed Trade Receivables considered doubtful						-
Sub total						1,81,597
Undue - considered good						
Total						1,81,597

17 Cash and cash equivalents

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Cash on hand	205	178
Balances with banks in current accounts	18,316	4,807
Total	18,521	4,985

18 Short term loans and advances

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Others		
-Lease Deposits	825	855
-Other loans and advances	1,600	600
-Security Deposits	2,219	2,219
Total	4,644	3,674

19 Other current assets

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Advance to Creditors	1,200	-
Balances with Reveune Authorites	1,694	571
Prepaid Expense	1,514	-
TCS Receivables	-	104
TDS Receivables	8,348	58,580
Total	12,756	59,255

20 Revenue from operations

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Sale of services	1,89,172	4,15,640
Total	1,89,172	4,15,640



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

21 Other Income

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Other non-operating income (net of expenses)	65	-
Others		
-Advertisement Revenue	41,505	51
-Interest on IT Refund	1,745	1,705
-License Fee Reimbursement	1,400	-
-Old Exchange	-	72
Profit on Sale of Vehicle	101	-
Total	44,816	1,828

22 Cost of Material Consumed

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Cost of Production of Programs		
Opening stock	-	-
Purchases	1,77,036	3,47,551
Less: Closing stock	-	-
Total	1,77,036	3,47,551
Total	1,77,036	3,47,551

23 Employee benefit expenses

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Salaries and wages	10,713	10,930
Contribution to provident and other funds	721	756
Staff welfare expenses	435	1,025
Total	11,869	12,711

24 Finance costs

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Interest expense	688	74
Other borrowing costs	8	4
Total	696	78

25 Depreciation and amortization expenses

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Depreciation and amortization expenses	11,300	12,639
Total	11,300	12,639



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

26 Other expenses

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Auditors' Remuneration	250	250
Freight outward	-	1
Insurance	446	476
Power and fuel	8	-
Professional fees	491	381
Rent	347	540
Repairs to machinery	29	47
Repairs others	956	1,334
Rates and taxes	373	513
Selling & Distribution Expenses	1,783	2,687
Other Business Administrative Expenses	525	3,618
Telephone expenses	110	50
Travelling Expenses	2,754	2,372
Miscellaneous expenses	177	258
Accessories Purchase	1,091	873
Legal Fees	-	500
Printing and Stationery	86	111
Studio Setup Expense	-	37
Telephone and Internet Charges	474	595
Write Off Expenses	303	303
Write Off Programme	13,021	11,211
Total	23,224	26,157

27 Tax Expenses

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Deferred Tax	(660)	(775)
Total	(660)	(775)



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

28 Earning per share

Particulars	31 March 2024	31 March 2023
Profit attributable to equity shareholders (Rs in '000)	10,532	19,159
Weighted average number of Equity Shares	1,75,42,875	1,75,42,875
Earnings per share basic (Rs)	0.60	1.09
Earnings per share diluted (Rs)	0.60	1.09
Face value per equity share (Rs)	10	10

29 Auditors' Remuneration

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Payments to auditor as		
- Auditor	250	250
Total	250	250

30 Contingent Liabilities and Commitments

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Claims against the Company not acknowledged as debt		
- Income tax demands		-
- Indirect tax demands	80,759	80,104
Total	80,759	80,104

Disputed Service Tax Demand for the FY 2008-09 to 2012-13 but the Company has gone for Appeal on the Same and Management is expressed its view the outcome will be in the company's favor
Disputed Goods and Service Tax Demand for the FY 2018-19 but the company has gone for Appeal on such disputes and Management expressed its view that the outcome will be in company's favour

31 Earnings in Foreign Currencies

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Advertisement revenue	16	19
Total	16	19

32 Expenditure made in Foreign Currencies

(Rs in '000)

Particulars	31 March 2024	31 March 2023
Administration Expenses	26	458
Total	26	458

33 Related Party Disclosure

(i) List of Related Parties

Relationship

Adfarm Private Limited	Subsidiary
Dhevanathan Yadav	Managing Director
Gunaseelan Rangabashiam	Director
Meenakshi Yadav	Director
The Mylapore Hindu Permanent Fund Nidhilimited	Entites in which KMP is related



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

(ii) **Related Party Transactions**

(Rs in '000)

Particulars	Relationship	31 March 2024	31 March 2023
Rent			
- Dhevanathan Yadav	Managing Director	-	-
- Meenakshi Yadav	Director	(839)	(300)
- The Mylapore Hindu Permanent Fund Nidhilimited	Entites in which KMP is related	(1,349)	22
Remuneration			
- Dhevanathan Yadav	Managing Director	(10,689)	3,309
- Meenakshi Yadav	Director	452	1,352
- Gunaseelan Rangabashiam	Director	0	277
Repayment of Loan			
- Dhevanathan Yadav	Managing Director	(61,920)	6,404

(iii) **Related Party Balances**

(Rs in '000)

Particulars	Relationship	31 March 2024	31 March 2023
Remuneration Payable			
- Dhevanathan Yadav	Managing Director	264	10,953
- Meenakshi Yadav	Director	3,479	3,027
- Gunaseelan Rangabashiam	Director	23	23
Rent Payable			
- Dhevanathan Yadav	Managing Director	-	6,273
- Meenakshi Yadav	Director	120	959
- The Mylapore Hindu Permanent Fund Nidhilimited	Entites in which KMP is related	264	1,613
Loans Taken			
- Dhevanathan Yadav	Managing Director	-	61,920



Diksat Transworld Limited
(CIN: L63090TN1999PLC041707)
Notes forming part of the Financial Statements

34 Ratio Analysis

Particulars	Numerator/Denominator	31 March 2024	31 March 2023	Change in %
(a) Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	3.03	2.26	34.28%
(b) Debt-Equity Ratio	$\frac{\text{Total Debts}}{\text{Shareholder's Equity}}$	0.26	0.36	-28.94%
(c) Debt Service Coverage Ratio	$\frac{\text{Earning available for Debt Service}}{\text{Debt Service}}$	9.22	26.44	-65.12%
(d) Return on Equity Ratio	$\frac{\text{Profit after Tax}}{\text{Average Shareholder's Equity}}$	4.46%	8.66%	-48.49%
(e) Inventory turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Inventories}}$	2.52	5.32	-52.63%
(f) Trade receivables turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Account Receivable}}$	1.29	2.77	-53.31%
(g) Trade payables turnover ratio	$\frac{\text{Total Purchases}}{\text{Average Account Payable}}$	3.26	4.18	-22.01%
(h) Net capital turnover ratio	$\frac{\text{Total Turnover}}{\text{Net Working Capital}}$	1.26	2.32	-45.63%
(i) Net profit ratio	$\frac{\text{Net Profit}}{\text{Total Turnover}}$	5.57%	4.61%	20.78%
(j) Return on Capital employed	$\frac{\text{Earning before interest and taxes}}{\text{Capital Employed}}$	3.48%	5.85%	-40.56%

35 Other Statutory Disclosures as per the Companies Act, 2013

36 Regrouping

Corresponding previous year's figures, have been regrouped and reclassified wherever necessary in the financial statements

As per our report of even date
For DPV & Associates
Chartered Accountants
Firm's Registration No. 0116885

CA Vaira Muthu K
Partner
Membership No. 218791

UDIN: 24218791BKEFYB7477
Place: Chennai
Date: 27 May 2024



DHEVINATHAN YADAV.T
Managing Director
1431689

For and on behalf of the Board of
Diksat Transworld Limited

MEENAKSHI YADAV D
Wholetime Director
5238058

Place: Chennai
Date: 27 May 2024

Form No. MGT-11
Proxy form

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

CIN: U63090TN1999PLC041707

Name of the Company: DIKSAT TRANSWORLD LIMITED

Registered office: NO.24 SOUTH MADA STREET, MYLAPORE, CHENNAI – 600 004

Name of the Member(s):

Registered address:

I/ We being the member of, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:

or failing him

2. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf atAnnual General Meeting of members of the Company, to be held onat the...registered office of the Company at,and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1

2

3

4



Signed this day of August 2023

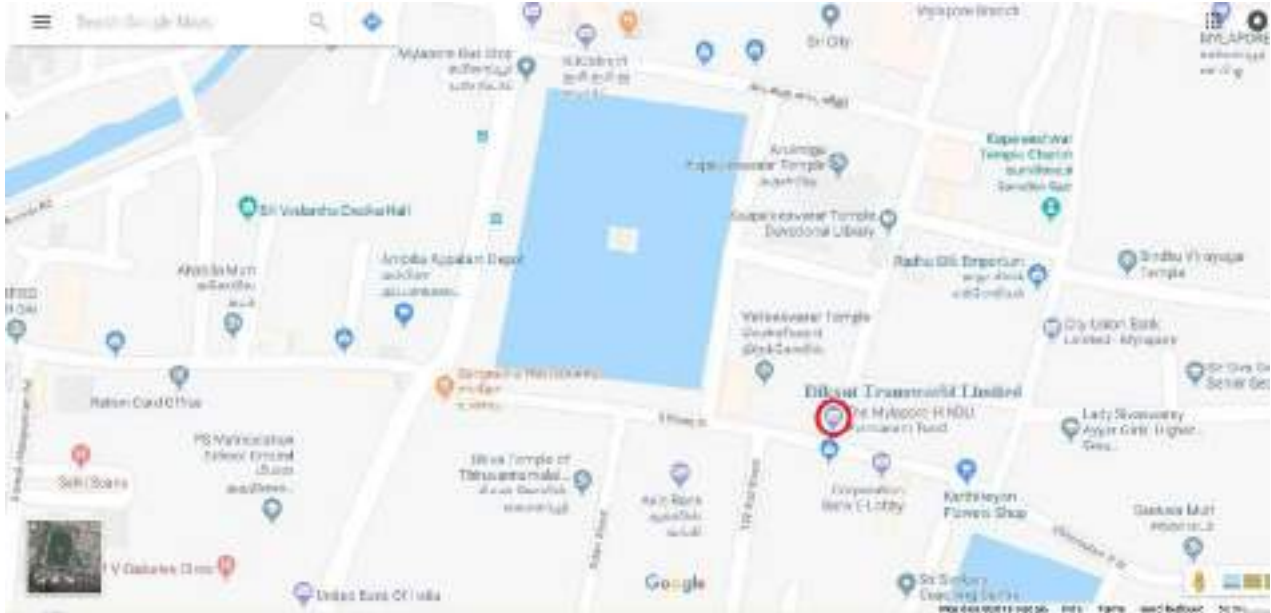
Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, 48 HOURS before the commencement of the Annual General Meeting.

ROUTE MAP TO THE AGM VENUE

Venue Address: 1st Floor, New No. 24 & Old No. 32, South Mada Street, Mylapore, Chennai, Tamil Nadu – 600 004



SPEED POST