Estd. 1999

DIKSAT TRANSWORLD LTD

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

Telephone Nos.24640347

CIN:L63090TN1999PLC041707

21st ANNUAL REPORT

FOR THE YEAR ENDED 31-03-2020

DATE OF MEETING:24-09-2020

EMAIL: diksat1999@gmail.com
Website: www.wintvindia.com

CORPORATE INFORMATION

Board of Directors
Dr.T.Dhevanathan Yadav Chairman and Managing Director
T.Thiyagarajan Whole time Director
Gunaseelan Rangabhasiyan Whole Time Director
B.S.Radhakrishnan
Mr.Praveen Kumari
Mr. Devasenathipathy
Mr. T.Arasakumar
Ms.Uma

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

Statutory Auditor
DPV & Associates
151 Mambalam High Road

T.Nagar
Chennai
Banker of the Company
Lakshmi Vilas Bank Limited
State Bank Of India

Registered Office
I Floor,
24 South Mada Street
Mylapore
Chennai – 600 004
Tel No.:+91-44-24640347
Email : Diksat1999@gmail.com
Contact Person: Mr.Muthukumar.B
Web Site :www.wintvindia.com
Registrar &Transfer Agent
BIGSHARE SERVICES PRIVATE LIMITED
E-2/3 Ansa Industrial Estate
Sakivihar Road, Sakinaka
Andheri (East)
Mumbai – 400 072
Maharashtra, India
Tel:+ 91-22-40430200
Fax: +91-22-2847 5207
Email: investor@bigshareonline.com
Website:www.bigshareonline.com
Contact person: Mr. Arunraj Subramanian

Committee of Board of Directors
Audit Committee
Mr.B.S,Radhakrishnan
Mr.Praveen kumar Baskar
Dr.T.Dhevanathan Yadav Member

Stakeholder's Relationship Committee
Mr.Praveen Kumar Baskar
Mr.T.Thiyaharajhan
Ms.Uma
Mr.B.T.Arasakumar

Nomination & Remuneration Committee
Mr. P. Devasenathipathy
Mr.B.S.Radhakrishnan
Mr.B.T.Arasa Kumar

NOTICE TO SHAREHOLDERS

Notice is hereby given that the Twenty First Annual General Meeting of the Company will be held at 1st Floor, New No.24 (old No.32) South Mada street, Mylapore, Chennai – 600 004 on Thurssday the 24th September 2020 at 3.15 P.M to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31,2020, together with the Reports of the Board and Auditors thereon; and

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

3. To appoint a Director in place of Mr. T.Thiyaharajhan (DIN: 01430667), who retires by rotation and being eligible, offers himself for re-appointment

4. Ratification of the appointment of Statutory Auditor and to fix their remuneration.

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

"RESOLVED THAT, pursuant to provisions of Section 139,142 and other applicable Provisions, if any, of the Companies Act 2013, and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, **M/s DPV & Associates, (FRN:011688S),**Chartered Accountants, Chennai **be and is hereby ratified for appointment as** Statutory Auditors of the Company to hold office from the conclusion of this annual general meeting to the conclusion of the next annual general meeting (from 21st AGM to 22nd AGM) and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditor, apart from receiving out of pocket expenses that may be incurred by them for the purpose of audit.

BY ORDER OF THE BOARD,
DIKSAT TRANSWORLD LIMITED

MUTHUKUMAR.B
COMPANY SECRETARY
Registered Office:
1ST Floor, 31 south Mada street,
Mylapore
Chennai – 600 004
Place: Chennai
Date: 31st July 2020

NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself 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. Corporate members intending to send their authorized representatives to attend the meeting are requested to send 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 Register of Members and Share Transfer Books of the Company will be closed from 19.09.2020 to 24.09.2020 (both days inclusive)
7. The route map showing directions to reach the venue of the 21st AGM is provided at the end of this Notice.
8. 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.
9. The Notice of the AGM along with the Annual Report 2019-20 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 2019-20 will also be available on the Company's website viz. www.wintvindia.com.**
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10. 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 August 25, 2020.

11. 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.

12. 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.

13. 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.

14. 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.

15. 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.

16. 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.

17. 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	19th 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 20 years of experience businesses in the media and entertainment.**
Directorships held in public companies	1 Navitel Corporation Private Limited 2.The Mylapore Hindu Permanent Fund Limited 3. Winlife Hospitals Limited 4.Dhevaratha Cars India Private Limited
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

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

Particulars	
Name	Mr.T.Thiyaharajhan
DIN	DIN: 01430667
Date of Birth	20th August 1969
Date of Appointment	06/11/2001
Educational Qualifications	B.Com
Expertise in specific functional areas - Job profile and suitability	Knowledge in management of funds for effective utilization for the past 20 years,
Directorships held in public companies	Nil
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

DIRECTOR'S REPORT

DIKSAT TRANSWORLD LIMITED

To
The Members
Diksat Transworld Limited

Your Directors have pleasure in presenting the 21st 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, 2020.

FINANCIAL HIGHLIGHTS

Particulars	*Standalone Financial results 2019-20*	*Standalone Financial results 2018-19*	*Consolidated Financial results 2019-20*	*Consolidated Financial results 2018-19*
Gross Income	516.02	*1134.28*	544.99	*1263.32*
Profit before Interest and Depreciation	(267.12)	*188.91*	(417.36)	*197.72*
Finance cost	8.14	*7.40*	9.64	*9.07*
Depreciation	131.52	*103.01*	134.18	*105.15*
Net Profit/(loss) before Tax	(406.78)	*78.50*	(561.18)	*83.50*
Tax expenses	(14.82)	*28.19*	(12.99)	*26.36*
Net Profit / (loss) after tax	(391.96)	*50.31*	(548.09)	*57.14*
Minority interest			55.29	*2.42*
Holding company			(492.80)	*54.72*
Balance of profit /(loss) brought forward	56.09	*5.79*	58.83	
Dividend	Nil	*Nil*	Nil	*Nil*
Dividend Tax	Nil	*Nil*	Nil	*Nil*
Surplus carried to balance sheet	(335.86)	*56.10*	(433.97)	*58.83*

Company's Financial Performance

The turnover for the year under review decreased from Rs.1134.28 lakhs to Rs.516.02 lakhs which is forming a reduction of 54.5% on year to year basis. The decrease in revenue accounted due to business slowdown in the financial year. The company incurred loss of Rs. 391.96 lakhs for this financial year comparing to a net profit after taxes of Rs. 50.31 Lacs. This losses due to decline in turnover and general increase in costs. 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 after complete revival after Covid 19.

Change In Nature Of Business

Your Company continues to operate in same business segment of Media and entertainment. During the financial year 2019-20, the Company has made losses. The directors decided to not to give dividend as per regulations.

Dividend
During the financial year 2019-20, the Company has incurred losses and it was decided that the dividend cannot be declared as per the regulations.

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 ,2020. 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, 2020, 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.
a) Mr.Gunaseelan
b) Mr.T.Thiyaharajhan

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

Constitution of Board:
The Board of the Company comprises seven Directors out of which three are Independent Directors and women non independent director, two whole time directors and two non executive Directors. 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 2019-20, the Company held 8meetings 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	20th April 2019	8	8
2	30th May 2019	8	8
3	8th June 2019	8	8
4	27th September2019	8	8
5	14th November 2019	8	8
6	30th November 2019	7	7
7	5th February 2020	7	7
8	11th March 2020	7	7

Independent Directors:

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company has Three Non-Promoter Independent Directors in line with the Companies Act, 2013. A separate meeting of Independent Directors was held on 5th February 2020 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.wintvindia.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 interalia, 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 5th February 2020 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 2019-20, there was change in the constitution of the Board. Further, in accordance with the provisions of the Articles of Association and Section 152 of the Companies Act, 2013, Mr.Gunaseelan and Mr.T.Thiagarajhan retires by rotation at the ensuing annual general meeting. He, 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, 2020 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. Mr. Gunaseelan ,Whole Time Director
3. Mr.Muthukumar.B , Company Secretary and Compliance officer
4. 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 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, 2020, 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 29thSeptember 2017 for a period of five years however the appointment of auditors to be ratified in the ensuing Annual General Meeting. The Company has received a certificate from M/s DPV & Associates (FRN:0116885) confirming their eligibility for appointment as auditor to the effect that the appointment if made, would be within prescribed limits under Section 139 of the Companies Act 2013.

The Board of Directors of your Company recommends for the ratification of their appointment for a period of one year from the conclusion of 21st Annual General Meeting (AGM) till the conclusion of 22nd Annual General Meeting (AGM).

The Auditors' Report on the accounts of the Company for the accounting year ended March 31, 2020 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 AND EXPLANATION TO THE QUALIFICATIONS REPORTED IN THE REPORT

Provisions relating to Secretarial Audit as per Section 204 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ms. Lakshmi Aduri, Company Secretary, Hyderabad to undertake the Secretarial audit of the Company. The Secretarial Auditor Report provided By the Secretarial Auditor in Form No. MR-3 has been enclosed as Annexure.

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 not 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

Loans to Group companies and loan to Associates is within the permissible limit of lending as per the provisions of the companies Act 2013. The company is taking steps to make use of the companies for business development of the media industry in terms of film shooting and other required activities relating to the business of the company.

The company is positive of recovering the money from the Group companies as applicable.

Explanation on Comments by Auditor in his Report:
Comment by Auditor:
Note No.11
The long term loans and advances amounting to Rs. 351.36 lakhs are subject to confirmations

Note No.13
Trade receivables of Rss. 45.74 laksh is subject to confirmations

Explanation on Auditor's Comment:
Board's reply
The company is in process of obtaining the confirmation of balances for the advances given and the trade receivables. It will be regularized shortly. This could not be done due to Covid 19 impact all over the country and world.

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 31,2020 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 the technology absorption.

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	2019-20	2018-19
CIF value of Imports	Nil	Nil
Directors travel	3,30,242	2,59,491
Earnings	9,04,722	58,638

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, 2020

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: July31,2020
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.**

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

The median remuneration of employees was increased by **6.%** over the previous year.

d) The number of permanent employees on the rolls of the Company as on March 31, 2020: 18 (22) Employees

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

As the Company is in its nascent 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 increased **by 6% on account of 18(22 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 2019-20.

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 **)**

R.Gunaseelan
Director
(DIN:05333720)

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

Name of associates	**Adfarm Private Limited**
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**
Share capital	**Rs.1,01,43,000**
Reserves & surplus	**Rs. (1,68,84,437)**
Total assets	**Rs.22,15,679**
Total Liabilities	**Rs.22,15,679**
Investments	**Nil**
Turnover	**Rs. 28,97,280**
Profit/(Loss) before taxation	**Rs.1,54,29,824**
Provision for taxation	**(Rs.1,83,209)**
Profit / (Loss) after taxation	**Rs.1,56,13,033**
Proposed Dividend	**Nil**
% of shareholding	**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 year end			
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. Networth 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
Date : 31/07/2020

Place :chennai
Date : 31/07/2020

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, 2020, 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	Alectrona paper and Energy Limited
2.	Nature of contracts/ arrangements/ transactions	Purchase advance for products for media requirement
3.	Duration of the contracts / arrangements/ Transactions	On requirement basis
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**
6.	Amount paid as advances, if any	**Opening and closing balance Rs.23,00,000**

Sr.No	Particulars	RPT – 2
1.	Name(s) of the related party and nature of Relationship	Dhevanathan Estates & plantations private limited
2.	Nature of contracts/ arrangements/ transactions	For film shooting purpose
3.	Duration of the contracts / arrangements/ Transactions	On requirement basis
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**
6.	Amount paid as advances, if any	**Opening balance Rs. 1,37,00,000** **Closing balance Rs. 1,37,00,000**

Sr.No	Particulars	RPT – 3
1.	Name(s) of the related party and nature of Relationship	Dheva Mines Private Limited
2.	Nature of contracts/ arrangements/ transactions	Shooting purpose

3.	Duration of the contracts / arrangements/ Transactions	On advance basis
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**
6.	Amount paid as advances, if any	**Opening balance Rs.80,00,000 closing balance Rs.80,00,000**

Sr.No	**Particulars**	**RPT – 4**
1.	Name(s) of the related party and nature of Relationship	Dheva Investments and Finance (India) Private Limited
2.	Nature of contracts/ arrangements/ transactions	Business requirement
3.	Duration of the contracts / arrangements/ Transactions	On advance basis
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**
6.	Amount paid as advances, if any	**Opening balance – Rs. 59,00,000 Closing balance- Rs. 4,00,000**

Sr.No	**Particulars**	**RPT – 5**
1.	Name(s) of the related party and nature of Relationship	Mrs. Meenakshi Yadav
2.	Nature of contracts/ arrangements/ transactions	Rental Advance
3.	Duration of the contracts / arrangements/ Transactions	On advance basis
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**
6.	Amount paid as advances, if any	**Opening balance Rs. 10,00,000 Closing balance Rs. 10,00,000**

For and on behalf of the Board of Directors

Chairman and Managing Director **Director**

Place :chennai **K.Rajasekaran** **Muthukumar.B**
Date : 31/07/2020 **CFO** **Company Secretary**

FormNo.MGT-9

EXTRACTOFANNUALRETURNASONTHEFINANCIALYEARENDEDON

[Pursuanttosection92(3)oftheCompaniesAct,2013 andrule12(1)ofthe Companies(ManagementandAdministration)Rules, 2014]

I.REGISTRATIONANDOTHERDETAILS:

i.	CIN	**U63090TN1999PLC041707**
ii.	Registration Date	8TH 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 **E2/3, Ansa Industrial Estate,** **Sakivihar Road, Sakinaka** **Andheri (East)** **Mumbai- 400 072** **Maharashtra** **India** Tel.:+ 91-22-40430200 Fax:+ 91-22-28475207 Investor Grievance Email: investor@bigshareonline.com website: www.bigshareonline.com contact person: Mr.Arun raj Subramanian

II.PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr.No.	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.	NameAnd AddressOf The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
1.	**Adfarm Private limited**		**Subsidiary**	**65**	

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i.*Category-wise ShareHolding*

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during The year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	**12531820**	**NIl**	**12531820**	**71.44**	**12531820**	**Nil**	**12531820**	**71.44**	**Nil**
b) Central Govt	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
c) State Govt(s)	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
d) Bodies Corp									
e) Banks / FI	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
f) Any Other									
Sub-total(A)(1):-									
2) Foreign									
g) NRIs-Individuals	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
h) Other-Individuals	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
i) Bodies Corp.	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
j) Banks / FI	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
k) Any Other….	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
Sub-total**(**A)(2):-	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
B. Public									

Shareholding									
1. *Institutions*									
a) Mutual Funds	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
b) Banks / FI	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
c) Central Govt	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
d) State Govt(s)	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
e) Venture Capital Funds	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
f) Insurance Companies	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
g) FIIs	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
h) Foreign Venture Capital Funds	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
i) Others (specify)	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
Sub-total(B)(1)	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas									
b) Individuals (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	**4969915**	**41140**	**5011055**	**28.56**	**4969915**	**41140**	**5011055**	**28.56**	**NIl**
c) Others(Specify)									

Sub-total(B)(2)									
TotalPublic Shareholding (B)=(B)(1)+(B)(2)									
C. Shares held by Custodian for GDRs & ADRs	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
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**			
		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	% change in share holding during the year
1.	Dr.T.Dhevanathan yadav	4847293	27.63	Nil	4847293	27.63	Nil	**Nil**
2.	Mr. T. Thiyaharajan	852335	4.86	Nil	852335	4.86	Nil	**Nil**
3.	Ms. Harini yadav	2709596	15.45	Nil	2709596	15.45	Nil	**Nil**
4.	Ms. Karishma yadav	2709321	15.44	Nil	2709321	15.44	Nil	**Nil**
5.	Mrs. D.Meenakshi yadav	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 25,41,350	Mr.Gunaseelan Rangabhshian 2,55,200	27,96,550
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)	25,41,350	2.55,200	27,96,550
6.	Ceiling as per the Act			

Remuneration to other directors: Nil

Sl. No.	ParticularsofRemuneration	NameofMD/WTD/ Manager				Total Amount
	Independent Directors ·Fee for attending board committee meetings ·Commission ·Others, please specify					Nil
	Total(1)					
	Other Non-Executive Directors ·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

Sl. 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 section 17(3)Income-tax Act,1961		600000	328952	928952
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profit -others, specify…	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
6.	Total		600000	328952	928952

PENALTIES/PUNISHMENT/COMPOUNDINGOFOFFENCES: 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					

FORM MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020
(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule no.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

To,
The Members
DIKSAT TRANSWORLD LIMITED
CIN: L63090TN1999PLC041707,
1st Floor, New No.24 & Old No. 32,
South Mada Street, Mylapore,
Chennai-600004.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. DIKSAT TRANSWORLD LIMITED,** hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020("**Audit Period**") complied with the statutory provisions listed hereunder and also that the Company has proper board processes and compliance – mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

(i) The Companies Act, 2013("The Act") and the rules made thereunder.
(ii) The Securities Contracts (Regulation) Act,1956 ('SCRA') and the rules made there under; -
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
(iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992('SEBI Act'):

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock purchase Scheme) Guidelines, 1999 (Not applicable to the Company during Audit period);

f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during Audit period);

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during Audit period);

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during Audit period);

i) and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28 October 2014; the Company has not issued any shares/ options to directors / employees under the said Guidelines/ Regulations during the Audit Period).

j) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not applicable for the audit period of 2019-2020

v) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of applicable.

vi)Other laws applicable specifically to the Company namely:

a. The Cable Television Networks Regulations Act, 1995 and rules, regulations made thereunder;
b. The Cable Televisions Networks Rules 1994 ;
c. The Policy Guidelines for Uplinking of Television Channels from India issued by Ministry of Information and Broadcasting; and
d. The DTH Guidelines regulated by the Telecom Regulatory Authority of India (TRAI)

We further report that we have relied on the Representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibly of the management. Our examination was limited to the verification of procedure on test basis.

In case of Direct and Indirect Tax Laws like Income Tax Act & Service Tax Act/Goods and Services Tax (GST), we have relied on the Reports given by the Statutory Auditors and other designated professionals of the company.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof the Company has complied with laws applicable with respect to the Reserve Bank of India Act, 1934 and Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 1998 as amended from time to time which are specifically applicable to the Company:

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

a) Secretarial Standards with regard to the Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by "The Institute of Company Secretaries of India" made effective 1st July 2015
b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

We further report that during the audit period there were no specific events actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, guidelines and standards.

Place: Chennai

Date: 31st July, 2020

Lakshmi Adduri

Practicing Company Secretary
Membership no. A31458
C P. No.18777
UDIN: A031458B000567994

Annexure A

To
The Members,
DIKSAT TRANSWORLD LIMITED,
CIN: L63090TN1999PLC041707,
1st Floor, New No.24 & Old No. 32,
South Mada Street, Mylapore,
Chennai-600004.

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

1. Maintenance of secretarial record(s) is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on my audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Chennai

Date: 31st July, 2020

Lakshmi Adduri

Practicing Company Secretary

Membership no. A31458
C P. No.18777
UDIN: A031458B000567994

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 Indian advertising industry is projected to be the second fastest growing advertising market in Asia after China. At present, advertising revenue accounts for around 0.38 per cent of India's gross domestic product. By 2021, Indian media and entertainment industry will reach Rs 2.35 trillion.

India ranks 15 in the world in the music industry and is expected to enter the top 10 music markets by 2022.

Market Dynamics

The M&E industry will grow at a CAGR of 13.5 per cent during FY19-FY24. It is expected to reach around Rs 3.1 lakh crore (US$ 43.93 million) by 2024.

India's advertisement market is projected to grow 10.62 per cent y-o-y to Rs 85,250 crore (US$ 12.06 billion) till 2021. India's advertisement spending touched Rs 67,603 crore (US$ 9.67 billion) in 2019, up 11 per cent y-o-y. Digital advertising has emerged as the third largest advertising medium in India. It generated revenue worth Rs 15,467 crore (US$ 2.21 billion) in 2019. Digital will contribute 29 per cent of the ad market size by 2021.

The online video market in India is estimated to reach US$ 4 billion by 2025, with subscription services contributing more than US$ 1.5 billion and advertising adding US$ 2.5 billion.

The Indian film industry reached Rs 100 billion (US$ 1.43 billion) in 2019. Increasing share of Hollywood content in Indian box office and 3D cinema is driving the growth of digital screens in the country. India's video streaming industry is expected to grow at a CAGR of 21.82 per cent by 2023.

Recent development/Investments

Foreign Direct Investment (FDI) inflow in the Information and Broadcasting (I&B) sector (including Print Media) for the period April 2000 – March 2020 stood at US$ 9.20 billion as per the data released by Department for Promotion of Industry and Internal Trade (DPIIT).

- In 2019, the sector witnessed a total of 21 mergers and acquisition (M&A) worth US$ 240 million.
- Shipment of TVs in India increased 15 per cent annually to reach the highest-ever level of 15 million units in 2019.

- In April 2020, Hotstar, owned by the Star network, was rebranded as Disney+Hotstar. It plans to localise Disney+ movies and shows by dubbing or adding subtitles in Indian languages, including Hindi, Tamil and Telugu.
- Bharti Airtel's direct-to-home (DTH) arm Airtel Digital TV and Dish TV merged by end of August 2019.
- As stated in Union Budget 2019-20, Government was to launch a dedicated channel for start-ups.
- Spotify will launch lite version for low-end Android phones in India.
- As of January 2019, Zee Studios launched a digital content arm Zee Studios Originals, to globally produce premium, original content and create new (IPs) Intellectual Properties for all digital platforms.
- As on July 2019, SonyLIV, India's first premium video on demand platform (VOD) crossed the 100 million app download on Play store.

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.

The Government of India has supported M&E industry's growth by taking various initiatives such as digitising the cable distribution sector to attract greater institutional funding, increasing FDI limit from 74 per cent to 100 per cent in cable and DTH satellite platforms, and granting industry status to the film industry for easy access to institutional finance.

Road Ahead

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.

Growth 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. Rural region is also a potentially profitable target.

Note: *Conversion rate used in April 2020, Rs 1 = US$ 0.013123*

References*: Media Reports, Press Releases, Press Information Bureau, Department for Promotion of Industry and Internal Trade (DPIIT), KPMG report –India's digital future, EY's Media and Entertainment report 2019*

Disclaimer: This information has been collected through secondary research and IBEF is not responsible for any errors in the sam

Ref.: https://www.ibef.org/industry/media-entertainment-india.aspx

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.

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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.

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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, 2019 the company has …. 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.

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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: 31st July 2020

DPV & Associates
Chartered Accountants

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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, 2020, 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, **subject to Note 11 & 13** of the state of affairs of the Company as at March 31, 2020, 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

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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.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

   c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account **Subject to Note 11 & 13**.

   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, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 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:

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i. The Company has no pending litigations which impact on its financial position in its standalone financial statements.

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.

2. As required by the Companies (Auditor's Report) Order, 2016 ("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

CA Vaira Mutthu K
Partner
F.R.No.011688S
M No.218791

Date: Chennai,
Place: 31/07/2020
UDIN: 20218791AAAABI3260

DPV & Associates
Chartered Accountants

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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, 2020 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

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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, 2020, 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

CA Vaira Mutthu K
Partner
F.R.No.011688S
M No.218791

Date: Chennai,
Place: 31/07/2020
UDIN: 20218791AAAABI3260

DPV & Associates
Chartered Accountants

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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 TRANSWORD LIMITED of even date)

i. In respect of the Company's fixed assets:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) 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.

ii. In our opinion and according to the information and explanations given to us, the inventories are rights purchased by the management and hence not subject to Physical verification.

iii. According to the information and explanations given to us, there are transactions of granting interest free loans to companies/firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 without stipulation as to the repayment of principal

(a) In the light of above, we do not comment on terms and conditions of grant of such loans.

(b) In the light of above, we do not comment on repayment of the principal amount and interest.

(c) In the light of above, we do not comment on the reasonable steps have been taken by the company for recovery of the principal and interest.

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, 2020 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, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities. except GST payable under Reverse charge mechanism of Rs 19,15,554/-

(b) According to the records of the Company and according to the information and explanations given to us, there are no disputed dues of Income tax and Goods and

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service Tax.

viii. According to the records of the company, the company has borrowed from banks. In our opinion the company has been regular in repayment of dues to the banks

ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) , In respect of the term loans, the company has obtained term loans and our opinion the company has been regular in repayment of dues.

x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

xi. In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

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 standalone financial statements as required by the applicable accounting standards.

xiv. During the year, the Company has made preferential allotment of shares to the individuals in accordance with SEBI guidelines and the amount raised have been used for the purposes for which the funds were raised.

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. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For DPV & Associates
Chartered Accountants

CA Vaira Mutthu K
Partner
F.R.No.011688S
M No.218791

Date: Chennai,
Place: 31/07/2020
UDIN: 20218791AAAABI3260

DIKSAT TRANSWORLD LIMITED
No 24 First Floor South Mada Street, Mylapore , Chennai, 600004
Balance Sheet as at 31 March, 2020

Particulars	*Note No*	*Year ended 31.03.2020*	*Year ended 31.03.2019*
		Amount (Rs.)	**Amount (Rs.)**
Significant Accounting policies	1		
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	17,54,28,750	17,54,28,750
(b) Reserves and Surplus	3	3,65,95,257	7,57,90,780
(2) Non-Current Liabilities			
(a) Long term Loans & Borrowings	4	10,66,32,500	3,06,14,094
(b) Deferred tax liabilities (Net)		8,57,276	28,58,681
(c) Long term provisions	5	-	34,00,000
(d) Other Non Current Liabilities	6	46,54,098	52,88,394
(3) Current Liabilities			
(a) Trade Payables			
(i) Dues otherthan Micro,Medium,and small enterprises	7	1,40,53,637	1,04,49,359
(b) Other current liabilities	8	2,17,18,866	1,99,44,769
Total		**35,99,40,384**	**32,37,74,827**
II.Assets			
(1) Non-current assets			
(a) Plant, Property & Equipment	9		
(i) Tangible assets		8,09,41,991	5,57,19,120
(ii) Intangible assets		1,21,118	1,61,338
(iii) Capital work in Progress		1,52,51,810	1,27,79,775
(b) Non Current Investment	10	4,19,96,000	4,19,96,000
(c) Long term loans and advances	11	3,72,56,014	5,01,30,131
(2) Current assets			
(a) Inventories	12	11,88,94,546	8,69,09,361
(b) Trade receivables	13	4,84,07,256	6,20,08,821
(c) Cash and cash equivalents	14	41,62,199	12,48,278
(d) Short-term loans and advances	15	54,48,861	57,21,495
(e) Other Current assets	16	74,60,589	71,00,508
Total		**35,99,40,384**	**32,37,74,827**

As per our Report of even date attached
For DPV & Associates
Chartered Accountants

For and on behalf of Board of Directors of
Diksat Transworld Limited

CA Vaira Mutthu K
M.No:218791
Partner

T. Dhevanathan Yadav
Managing Director

P.A.Devasenathipathy
Director

Place: Chennai
Date: 31/07/2020

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004

Audited Profit and Loss statement for the Year ended 31st March , 2020

Particulars	*Note No*	*Year ended 31.03.2020*	*Year ended 31.03.2019*
		Amount (Rs.)	**Amount (Rs.)**
I. Revenue from operations		5,05,10,942	11,34,28,541
II. Other Income		10,91,211	74,463
III. Total Revenue (I +II)	17	**5,16,02,153**	**11,35,03,004**
IV. Expenses:			
Cost of Production Expenses		4,15,15,322	6,18,54,573
Employee benefit expense	18	1,29,43,376	1,12,08,234
Financial costs	19	8,14,390	7,40,296
Depreciation and amortization expense	9	1,31,51,868	1,03,01,336
Other Expenses	20	2,38,55,348	2,15,48,899
IV. Total Expenses		**9,22,80,303**	**10,56,53,338**
V. Profit before exceptional and extraordinary items and tax	(III - IV)	(4,06,78,151)	78,49,666
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		(4,06,78,151)	78,49,666
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		**(4,06,78,151)**	**78,49,666**
X. Tax expense:			
(1) Current tax		-	34,00,000
(2) Deferred tax Asset (Liability)		(20,01,405)	(7,24,332)
(3) Prior Period Items.			
- Earlier Period Tax		5,18,778	1,43,218
XI. Profit/(Loss) after Tax for the period (XI + XIV)		**(3,91,95,524)**	**50,30,780**
No Of Shares			
Total No. of Shares		1,75,42,875	1,75,42,875
Weighted No. of Shares		1,74,49,763	1,74,49,763
XII. Earning per equity share:			
(1) Basic		(2.25)	0.29
(2) Diluted		(2.25)	0.29

As per our Report of even date attached

For DPV & Associates

Chartered Accountants

For and on behalf of Board of Directors of

Diksat Transworld Limited

CA Vaira Mutthu K

M.No:218791

Partner

T. Dhevanathan Yadav

Managing Director

P.A.Devasenathipathy

Director

Place: Chennai

Date: 31/07/2020

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004

Cash Flow Statement for the year 2019-20

	Amount In Rs.	
Particulars	**As on 31-03-2020**	**As on 31-03-2019**
Cash Flows From Operating Activities:-		
Net Profit Before Taxation	(4,06,78,151)	78,49,666
Add:-		
Depreciation	1,31,51,868	1,03,01,336
Interest Paid	8,02,069	7,24,878
Cash Flow Before Working Capital changes:-	**(2,67,24,213)**	**1,88,75,880**
(Increase)/Decrease in Sundry Debtors	1,36,01,565	2,06,32,766
(Increase)/Decrease in Inventories	(3,19,85,185)	(80,50,537)
(Increase)/Decrease in Short Term Loans Advances	2,72,634	34,01,261
(Increase)/Decrease in Other current Assets	(3,60,081)	(52,13,074)
Increase/(Decrease) in Trade Payables	36,04,279	54,89,604
Increase/(Decrease)in other Current Liabilities	17,74,097	66,04,846
Less: Income Tax	(5,18,778)	(49,20,432)
Net Cash Flow From Operating Activities	**(4,03,35,683)**	**3,68,20,315**
Cash Flow from Investing Activities:-		
Less:-		
Purchase of Fixed Assets & Capital Work in Progress	(4,08,06,554)	(2,05,65,943)
Purchase of Investments	-	(4,19,96,000)
Sale of Fixed Assets	-	14,71,355
Net Cash flow used in Investing Activities	**(4,08,06,554)**	**(6,10,90,588)**
Cash Flow from Financing Activities:-		
Add:-		
Increase in Share Capital	-	3,29,96,000
(Increase)/Decrease in Long term Advances	1,28,74,117	(36,96,786)
Increase/(Decrease) in Long Term Borrowings	7,19,84,110	(37,22,341)
Less:-		
Amount of Interest paid	(8,02,069)	(7,24,878)
Net Cash Flow From Financing Activities	**8,40,56,158**	**2,48,51,995**
Net Increase/(Decrease) in Cash and Cash Equivalents:-		
(Opening Balance)	12,48,278	6,66,556
Net Cash Flow during the year	29,13,921	5,81,722
(Closing Balance)	**41,62,198**	**12,48,278**

As per our Report of even date attached

For DPV & Associates
Chartered Accountants

CA Vaira Mutthu K
M.No:218791
Partner

Place: Chennai
Date: 31/07/2020

Note – 1

SIGNIFICANT ACCOUNTING POLICIES

1. BASIS FOR PREPARATION OF FINANCIAL STATEMENTS:

The financial statements are prepared under the historical cost convention on an accrual basis and comply with the accounting standards issued by the Institute of Chartered Accountants of India referred to in section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules 2014, and guidelines issued by SEBI.

The Management has considered the possible effects, if any, that may result from the pandemic relating to COVID-19 on the carrying amounts of its assets. In developing the assumptions and estimates relating to the uncertainties as at the Balance Sheet date in relation to the recoverable amounts of these assets, the Management has considered the global economic conditions prevailing as at the date of approval of these financial statements and has used internal and external sources of information to the extent determined by it. The actual outcome of these assumptions and estimates may vary in future due to the impact of the pandemic.

The Company has assessed the impact of COYID- 19 on its financial statements based on the internal and external information, to the extent known and available up to the date of approval of these financial statements and based on current estimates, the Company expects no further adjustments to the carrying amounts as at March 31, 2020 of the investments, intangible assets, receivables and other financial assets. This assessment and the outcome of the pandemic as regards the aforesaid mailers is highly dependent on the circumstances/developments as they evolve in the subsequent period

2. Inventories: -

Inventories are valued at cost or net realizable value whichever is lower.

In respect Films the same has been written off over the period of 10 years

In respect of serials the same has been written off over the period of 10 years

In respect of news clippings and other programs the same has been written off over the period of 10 years

3. Property, Plant & Equipment:

Tangible assets are stated at Cost of acquisition, inclusive of duties, taxes and incidental expenses, up to the date the asset is put to use. Any trade discounts and rebates are deducted in arriving at the purchase price. Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenditure is incurred.

Depreciation on Tangible Assets are provided for as under:

a) All the assets are depreciated on SLM basis at the rates prescribed in schedule II of the Companies Act, 2013 as amended.

b) Depreciation is provided on pro-rata basis from the month of addition of Fixed Assets.

4. Intangible Assets: -

Intangible assets are recorded at the consideration paid to acquisition of such assets and are carried at cost less accumulated amortization. Amortization on intangible assets (Channel Logo Designs) has been provided 1/10th every year.

5. Cash flow Statement: -

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.

6. Contingencies and Events Occurring after Balance Sheet Date

Due consideration for events occurring after balance sheet date but till the date of attestation has been ensured; No significant contingent aspect was identified

7. The Effects of changes in Foreign Exchange Rates

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.

Monetary items denominated in foreign currencies at the year end are restated at year end rates. In case of items which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognized as exchange difference any income or expense on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss Statement. In respect of foreign currency transactions in fixed asset, the exchange gain or loss is adjusted in the carrying amount of fixed assets and accordingly depreciation is charged.

8. Investments

Current investments are carried at lower of cost and quoted/fair value, computed category-wise. Non-Current investments are stated at cost. Provision for diminution in the value of Non-Current investments is made only if such a decline is other than temporary.

9. Employees Benefits

All the employees of the company are entitled to receive benefits under the Employees' Provident Fund and Miscellaneous Provisions Act, 1952, a defined contribution plan in which both the employees and the company contribute monthly at a stipulated rate. The company has no liability for future Provident Fund benefits other than its annual contributions and recognizes such contributions as expenses in the year it is incurred.

The actuarially valued liabilities under the Projected Unit Credit Method for the employees of the participating enterprise of the trust are calculated enterprise wise. The investments available with the underwriter are adjusted in proportion to the liability and the shortfall is provided for in the books of the participating enterprise. Consequently, the actuarial loss / gain if any relating to the other participating enterprise is also borne by every other participating enterprise.

Particulars	**Gratuity Plan**	
	2019-20	**2018-19**
Basic actuarial assumptions		
Mortality Table:	Indian Assured Lives (2006 – 08) Ultimate	Indian Assured Lives (2006 – 08) Ultimate
Date of Valuation:	31-03-2020	31-03-2019
Rate of Discount (p.a)	5.45%	7.54%
Rate of Salary Escalation:	5.00%	5.00%
Employee Attrition Rate due to reasons other than death or retirement	20.00%	2.00%
Projected benefit obligation at the beginning of the period	30.38	26.07
Current service cost	(6.34)	4.31
Benefits paid	-	-
Projected benefit obligation at the end of the period	24.04	30.38
Amounts recognized		
Projected benefit obligation at the end of the period	24.04	30.38
Liability recognized	24.04	30.38
Cost for the period		
Current service cost	-	4.31
Total	-	4.31
Net Cost recognized in Profit & Loss account.	-	4.31

10. Borrowing costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Profit and Loss Statement in the period in which they are incurred

11. Segment Reporting

The company is operating in a single segment and the risk and reward is same for the segment in all the location and hence the segment reporting is not applicable to the company

12. Revenue recognition:

Advertisement receipts:

Advertisement receipts are recognized on the basis of invoices raised on the customer in respect of advertisement telecasted on the Channel and newspaper.

Slot Receipts:

Slot Receipts are recognized on the basis of agreement entered with Slot hirers.

Sale of News Paper:

Sale of newspapers were accounted based on the accrual concept

Other Income:

Other Income by way of display receipts, facilities for software recording, providing facilities for software modifications, facilities for editing are accounted on accrual basis.

13. Accounting for Taxes

Provision is made for income tax on an annual basis, under the tax payable method, based on the tax liability as computed after taking credit for allowances and exemptions. Sufficient future taxable income will be available against which such deferred tax assets can be realized as per AS - 22 "Accounting for taxes on income" issued by the institute of chartered accountants of India.
Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
Deferred tax assets are recognized on carry forward of losses since there is virtual certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized as per AS-22 "accounting for taxes on income" issued by the Institute Of Chartered Accountants Of India.

14. Impairment of Assets

As per Accounting standard 28, the company assesses at each balance sheet date whether there is any indication that an asset including goodwill is impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than the carrying amount then carrying amount is reduced to recoverable amount. The reduction is treated as impairment and recognized in profit and loss account. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. In respect of goodwill the impairment loss will be reversed only when it was caused by specific external events and their effects have been reversed by subsequent events. During the year no such impairment has occurred.

15. Provisions, Contingent Liabilities and Contingent Assets

"Provision is recognized in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.
Contingent liabilities are disclosed unless the possibility of outflow of resources is remote. No contingent asset was recognized. "

DIKSAT TRANSWORLD LIMITED		
Notes forming part of the Financials Statements		
Particulars	Year ended 31.03.2020	Year ended 31.03.2019
	Amount (Rs.)	Amount (Rs.)
Note 2- Share Capital		
Authorised Capital :-		
2,50,00,000 Equity Shares of Rs.10/- each	25,00,00,000	25,00,00,000
Issued and Subscribed & Paid up:-		
1,75,42,875 (1,75,42,875) Equity Shares of Rs.10/- each	17,54,28,750	17,54,28,750
1,72,12,915 (1,72,12,915) Equity Shares of Rs.10/- each		
Opening No of Shares	1,75,42,875	1,72,12,915
Add:- Share Allotment during the year (3,29,960 Shares)	-	3,29,960
Closing No. of Shares	1,75,42,875	1,75,42,875
(More than 5% of share held)		
Name of the Share Holder	**No of Shares**	**No of Shares**
T Dhevanathan	48,47,292	48,47,292
D Meenakshi	14,13,275	14,13,275
T Thiyaharajhan	8,52,335	8,52,335
D Karishma Yadav	27,09,321	27,09,321
D Harini Yadav	27,09,596	27,09,596
Name of the Share Holder	**% of shares**	**% of shares**
T Dhevanathan	28%	28%
D Meenakshi	8%	8%
T Thiyaharajhan	5%	5%
D Karishma Yadav	15%	15%
D Harini Yadav	15%	15%
Rights & Preference attached to Equity Shares		
The Company has one class of Equity shares having Par value of Rs 10. All equity shares Carry similar Voting Rights of 1:1 and Similar Dividend Rights. During the FY 2018-19 329960 Equity shares are issued pursuant to contract without payment being received in cash for the period.		
Note 3- Reserves & Surplus		
Securities Premium		
Opening Balance	7,01,81,380	4,04,84,980
Add: Share Premium issued during the year	-	2,96,96,400
Closing Balance	**7,01,81,380**	**7,01,81,380**
Profit & Loss Account		
Opening Balance	56,09,400	5,78,620
Add:- Profit after tax	(3,91,95,524)	50,30,780
Balance carried forward to Balance sheet	**(3,35,86,123)**	**56,09,400**
Balance Reserves to be carried forward to Balance Sheet	**3,65,95,257**	**7,57,90,780**

DIKSAT TRANSWORLD LIMITED		
Notes forming part of the Financials Statements		
Particulars	Year ended 31.03.2020	Year ended 31.03.2019
	Amount (Rs.)	Amount (Rs.)
Note 4 - Long Term Loans & Borrowings		
Secured Loans :		
From Banks *	52,05,562	37,68,724
From Others *	-	-
* Asset is Hypothicated and Amount is repayable at monthly		
Equated instalments (EMI)		
Unsecured Loans :		
Loan from Related Parties	10,14,26,938	2,68,45,370
	10,66,32,500	**3,06,14,094**
Note 5 - Long term provisions		
Provisions	-	34,00,000
	0	**34,00,000**
Note 6 - Other Non Current Liabilites		
Security deposit	17,50,000	17,50,000
Other Payables	5,00,000	5,00,000
Gratuity Payable	24,04,098	30,38,394
	46,54,098	**52,88,394**
Note 7 - Trade Payables		
Dues other than Micro, Medium, Small scale enterprises	1,40,53,637	1,04,49,359
	1,40,53,637	**1,04,49,359**
Note 8 - Other Current liabilities		
Outstanding Expenses Payables	2,09,43,156	1,80,84,698
Current Maturties of long term debt	7,75,710	18,60,071
	2,17,18,866	**1,99,44,769**
Note 10 - Non -Current Investments		
Investments in Equity Shares		
6,55,100 Eq shares of Rs.10/- each in Adfarm Private Limited	4,19,96,000	4,19,96,000
	4,19,96,000	**4,19,96,000**

Out of 655100 eq shares 5100 Equity shares are purchased @ 6960 /- per share and 650000 equity shares @ 10/- purchased by the Company through rights issue.

Note 11 - Long term loans and advances(Asset)	**As on 31.03.2020**	**As on 31.03.2019**
Lease Deposits	2,54,00,000	3,09,00,000
Related Parties	19,617	70,67,920
To Others *	97,16,394	97,16,394
* The above mentioned other advances are subjected to confirmations		
IPO Expenses	21,20,003	24,45,818
	3,72,56,014	**5,01,30,131**

	As on 31.03.2020	**As on 31.03.2019**
Note 12 - Inventories		
Others	11,88,94,546	8,69,09,361
	11,88,94,546	**8,69,09,361**

DIKSAT TRANSWORLD LIMITED		
Notes forming part of the Financials Statements		
Particulars	Year ended 31.03.2020	Year ended 31.03.2019
	Amount (Rs.)	Amount (Rs.)
Note 13 - Trade receivables		
(a) Sundry Debtors*		
*out of which except Rs.45,74,000 are subjected to confirmations		
# The credit worthiness of Trade Receivables and the credit terms set are determined on a case to case basis and the Management in the uncertainties arising out of COVID-19, as applicable. Considering that adequate internal and external sources of information as determined by the Management, the Company has concluded that there is a low probability of default on Trade Receivables		
(unsecured but considered good)		
(a) Debts o/s. for a period exceeding 6 months	3,23,61,489	4,47,80,946
(a) Debts o/s. for a period not exceeding 6 months	1,60,45,768	1,72,27,875
	4,84,07,256	**6,20,08,821**
	As on 31.03.2020	**As on 31.03.2019**
Note 14 - Cash & Cash Equivalents		
Cash in Hand	2,12,262	7,45,038
Cash at Bank		
Balance with Banks in Current Accounts		
ICICI-218605500041	6,74,124	1,95,593
Lakshmi Vilas Bank-0430351000003903	21,94,774	50,204
IDBI 630102523	34,367	34,367
State Bank of India	10,46,672	2,23,076
	39,49,936	**5,03,240**
	41,62,199	**12,48,278**
Note 15 - Short-term Loans and Advances(Asset)		
Security Deposit	28,88,861	28,03,100
Other advances	25,60,000	29,18,395
	54,48,861	**57,21,495**
Note 16 - Other Current Assets		
Balances with Authorites		
Input GST	65,49,283	45,75,119
TDS Receivables	9,11,306	10,25,214
Service Input Credit	-	14,93,957
Prepaid Expenses	-	6,218
	74,60,589	**71,00,508**

DIKSAT TRANSWORLD LIMITED		
Notes forming part of the Financials Statements		
Particulars	Year ended 31.03.2020	Year ended 31.03.2019
	Amount (Rs.)	Amount (Rs.)
Note 17 - Revenue		
Channel & News Paper Income	5,05,10,942	11,34,28,541
Other Income	10,91,211	74,463
	5,16,02,153	**11,35,03,004**
Note 18 - Employee Benefit Expenses		
Salary	1,21,94,421	1,00,66,537
PF Contribution	6,56,510	6,25,298
Staff welfare	92,445	85,445
Gratuity	-	4,30,954
	1,29,43,376	**1,12,08,234**
Note 19 - Financial Costs		
Bank Charges	12,320	15,418
Interest	8,02,069	7,24,878
	8,14,390	**7,40,296**
Note 20 -Other Expenses		
Audit Fees	2,50,000	2,50,000
Agent Commn.	1,06,012	2,71,828
Business Promotion Expenses	9,53,193	8,05,310
Consultancy & Professional Charges	12,62,346	15,56,858
Donation	-	2,94,503
Insurance	6,01,302	5,38,403
Other Expenses	2,10,356	3,23,904
Printing & Stationary	1,57,856	1,86,983
Rates and taxes	6,34,086	7,98,558
Rental Expenses	41,30,000	12,30,000
Repairs and Maintainance	14,24,227	19,45,995
Power & Fuel Expenses	2,83,720	86,576
Mischallenous Expenses	13,327	12,27,538
Telephone & Internet Charges	2,75,009	5,33,434
Travel & Conveyance Expenses	8,15,241	4,26,596
Write off Exp - IPO	3,26,994	5,20,936
Write off Programme	1,24,11,677	1,05,51,476
	2,38,55,348	**2,15,48,899**

Note No.9 -Fixed Assets As per Companies Act 2013:												(Amount in Rs.)
Description	Rate	Gross Block				Depreciation					Net Block	
		As on 01.04.2019	Addition	Deletion	As on 31.03.2020	Accu.dep. As on 01.04.2019	Transferred to Reserves	for the Period	Written off	Accu.Depre. As on 31.03.2020	As on 31.03.2020	As on 01.04.2019
Tangible Assets												
Land		5,75,172	-	-	5,75,172	-	-	-	-	-	5,75,172	5,75,172
Computers	31.67%	90,38,475	9,73,356	-	1,00,11,831	79,48,142	-	4,69,242	-	84,17,384	15,94,447	10,90,334
Furniture & Fittings	9.50%	1,90,42,913	1,58,100	-	1,92,01,013	96,02,449	-	11,67,937	-	1,07,70,386	84,30,627	94,40,464
Plant & Machinery	6.33%	8,91,13,312	2,10,48,740	-	11,01,62,052	6,38,83,864	-	59,13,131	-	6,97,96,995	4,03,65,057	2,52,29,448
Vehicles	11.88%	1,68,63,015	60,14,609	-	2,28,77,625	46,10,433	-	25,22,098	-	71,32,531	1,57,45,094	1,22,52,583
Office Equipments	19.00%	1,28,59,004	1,01,39,714	-	2,29,98,719	57,27,885	-	30,39,240	-	87,67,125	1,42,31,594	71,31,119
Live Stock		-	-	-	-	-	-	-	-	-	-	-
Intangible Assets			-			-						
Channel Logos		3,34,404	-	-	3,34,404	2,34,083	-	33,440	-	2,67,523	66,881	1,00,321
*Publication Rights		10,00,000	-	-	10,00,000	10,00,000	-	-	-	10,00,000	-	-
Software		67,797	-		67,797	6,780		6,780		13,560	54,237	61,017
TOTAL		**14,88,94,092**	**3,83,34,519**	**-**	**18,72,28,613**	**9,30,13,636**	**-**	**1,31,51,868**	**-**	**10,61,65,504**	**8,10,63,109**	**5,58,80,458**
Previous Year		14,42,52,062	77,86,168	31,44,140	14,88,94,093	8,27,12,299	-	1,03,72,566	71,230	9,30,13,635	5,58,80,458	6,15,39,768

Note 21 : Disclosures under Accounting Standards - 18

Related party transactions

Details of related parties:

Description of relationship	
Subsidary Company	1.Adfarm Private Limited
Entities in which KMP / relatives of KMP have significant influence	1.Alectrona Paper and Energy Limited 2. Dhevanathan Estates & Plantations Private Limited 3. Dheva Investments And Finance (India)Private Limited 4. Mylapore Chits Private Limited 5. Win Life Hospital 6. Empire Photovoltaic Systems Privatelimited 7. Empire Energy Systems Private Limited 8. Dheva Mines Private Limited 9. M/s HR Consultancy
Key Management Personnel (KMP)	1. Dhevanathan Yadav (DY) 2. Thirevengadam Thiyaharajhan (TT) 3. Gunaseelan Rangabashiam (GR)
Relative of KMP	1.Meenakshi Yadav (MY)

Details of Related Party transactions during the year ended Mar 31, 2020 & balances outstanding as at Mar 31, 2020: (In `Rs)

Particulars	Associates	KMP/Relatives of KMP	Entities in which KMP / relatives of KMP have significant influence	Total
Transaction During the Year::				
Rent paid	-	11,40,000	2,40,000	13,80,000
		(10,45,000)		(10,45,000)
Remuneration/Salary Paid	-	35,30,950	-	35,30,950
		(35,30,950)		(35,30,950)
Loans /Advances Given	-	-	-	-
		-		-
Loans Taken	-	-	-	-
Repayment of Loan		(7,45,81,568)	-	(7,45,81,568)
Balances outstanding at the end of the year::				
Trade receivables	-	-	-	-
Lease Deposits		10,00,000	2,44,00,000	2,54,00,000
Salary payables		-		-
Loans Given (liability)		10,02,26,938	12,00,000	10,14,26,938
Loans & Advances (Asset)			19,617	19,617
Provision for doubtful receivables, loans and advances				

Note: Figures in bracket relates to the previous year

* Finance given deals with Advance given to Empire Photovoltaic Systems Private limited for the Purchase of Solar equipment

lease Deposits deals with oustanding amount of deposits given to Alectrona Paper and Energy Limited , Dheva Investments And Finance (India)Private Limited, dheva Mines Private limited , Dheva Investments And Finance (India)Private Limited,as on the date of balance sheet date

Note – 22

1. **DEFERRED TAX:**

Particulars		31-Mar-20	31-Mar-19
Deferred Tax Liability			
WDV as per Companies Act	8,10,63,109		
WDV as per Income tax Act	7,79,81,600		

Timing difference	30,81,509		
-	---		
Income tax rate 27.82%	8,57,276		
Total DTL for Balance sheet		(8,57,276)	(28,58,681)
Net DTA/(DTL) in Balance Sheet			

2. **MICRO, SMALL AND MEDIUM ENTERPRISES:**

Sundry Creditors includes amount due to SSI as on 31.03.20**: Rs. NIL** (NIL) With available information from Micro, Small and Medium Enterprises regarding their registration with Central/State Government authorities the disclosure as per Sec 23 of The Micro Small Medium Enterprises Development Act 2006 is made.

3. **FOREIGN EXCHANGE INFLOW AND OUTFLOW: -**

	March 31, 2019 (in Rs.)	**March 31, 2019 (in Rs.)**
CIF Value of Imports	Nil	Nil

	March 31, 2020 (in Rs.)	March 31, 2019 (in Rs.)
Earnings In Foreign Exchange	904722.31	58638.00

Foreign Exchange Outgo

	March 31, 2020 (in Rs.)	March 31, 2019 (in Rs.)
Foreign Exchange Outflow	NIL	NIL
Director's Travel	3,30,242	2,59,491.00

NOTE NO: 23

Earnings Per Share and Diluted Earnings Per Share:-
Calculation of Earnings per share and Diluted Earnings per share:

Particulars	2019-20	2018-19
Opening No.of Shares	1,75,42,875	1,72,12,915
New Allotment	-	329,960
Total No.of shares	1,75,42,875	1,75,42,875
Weighted Average No.of Shares	1,74,49,763	1,74,49,763
Profit After Tax	**(3,91,95,524)**	**50,30,780**
Earnings Per Share	**(2.25)**	**0.29**
Diluted Earnings per Share	**(2.25)**	**0.29**

Note 24

REMUNERATION TO AUDITORS

	31.03.2020	31.03.2019
For Audit	Rs.2,50,000	Rs. 2,50,000
For Tax Audit	Rs. NIL	Rs. NIL
Other Services	Rs. NIL	Rs. NIL

For DPV & Associates
Chartered Accountants

For Diksat Transworld Limited

CA Vaira Mutthu K
Partner
F.R.No.011688S
M No.218791

T. Dhevanathan Yadav
Managing Director

P.A.Devasenathipathy
Director

DPV & Associates
Chartered Accountants

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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, 2020, 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, 2020, 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.

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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

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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.166.75 lacs as at 31st March 2020, Total Revenue of Rs.128.29 lacs and Net cash outflows amounting to Rs.0.395 Lacs 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 is 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

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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, 2020 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2020 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 no pending litigations that impact on its financial position in its Consolidated financial statements.

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.

For DPV & Associates
Chartered Accountants

CA Vaira Mutthu K
Partner
F R No.011688S
M.No.21879

Place: Chennai

Date: 31/07/2020

UDIN: 20218791AAAABN6326

DPV & Associates
Chartered Accountants

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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, 2020 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

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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, 2020, 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

CA Vaira Mutthu K
Partner
F R No.011688S
M No.218791

Place: Chennai
Date: 31/07/2020
UDIN: 20218791AAAABN6326

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore, Chennai, 600004.

Consolidated Balance Sheet as at 31st March , 2020

(in Rs.)

S. No	Particulars	Note	*As At 31, March 2020*	As At 31, March 2019
I.	**Equity and Liabilities**			
1)	Shareholder's Funds			
	a) Share Capital	3	***17,54,28,750***	17,54,28,750
	b) Reserves and Surplus	4	***2,67,84,728***	7,60,64,710
2)	Minority Interest		***(23,86,826)***	31,41,750
3)	Non- Current Liabilities			
	a) Long term Borrowings	5	***10,66,32,500***	3,06,14,094
	b) Deferred Tax Liability	6	***8,57,276***	26,75,472
	d) Long Term Provisions	7	***-***	34,00,000
	d) Other Non Current liabilities	8	***46,54,098***	47,88,394
4)	Current Liabilities			
	a) Short-Term Borrowings	9	***45,17,728***	27,49,769
	b) Trade Payables			
	(i) Dues of micro and medium small scale enterprises			
	(ii) Dues of other than micro and medium small scale enterprises	10	***1,50,98,919***	1,08,84,991
	c) Other Current Liabilities	11	***2,50,52,972***	2,50,03,769
	d) Short term Provisions	12	***60,000***	60,000
	Total Equity & Liabilities		***35,67,00,145***	**33,48,11,699**
II.	**Assets**			
1)	Non-Current Assets			
	a) Fixed assets	13		
	i) Tangible assets		***8,14,44,315***	5,64,87,465
	ii) Intangible assets		***1,21,118***	1,61,338
	iii) Capital work-in-progress		***1,52,51,810***	1,27,79,775
	iv) Goodwill on Consolidation		***3,65,40,083***	3,65,40,083
	b) Long-term loans and advances	14	***3,84,86,514***	5,13,60,631
	Investments		***-***	
2)	Current assets			
	a) Inventories	15	***11,88,94,546***	8,69,09,361
	b) Trade receivables	16	***4,86,32,785***	7,28,48,969
	c) Cash and cash equivalents	17	***42,03,055***	13,22,951
	d) Short-term loans and advances	18	***54,86,539***	90,99,350
	e) Other current assets	19	***76,39,381***	73,01,776
	Total Assets		**35,67,00,145**	**33,48,11,699**
	Nature of operations	1		
	Significant Accounting Policies	2		

Schedules referred to above and notes attached there to form an integral part of Balance Sheet. This is the Balance Sheet referred to in our Report of even date.

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

For and on behalf of the Board

CA Vaira mutthu K
M.No.218791
Partner

T. Dhevanathan
Chairman & Director

P.A. Devasenathipathy
Director

B Muthukumar
Company Secretary

K Rajasekar
CFO

Place : Chennai
Date : 31st July 2020

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004.

Consolidated Profit & Loss Account for the Year Ended 31st March, 2020

(in Rs.)

S. No.	Particulars	Note No.	*As At 31, March 2020*	As At 31, March 2019
I	Revenue from operations	20	***5,34,08,222***	12,62,56,055
II	Other Income	21	***10,91,211***	75,956
	Total Revenue (I +II)		***5,44,99,433***	**12,63,32,011**
III	Expenditure :			
	(a)Cost of Production Expenses	22	***4,15,15,322***	6,18,54,573
	(c)Employee benefits expense	23	***1,66,07,595***	1,85,19,693
	(d)Finance costs	24	***9,64,142***	9,07,072
	(e)Depreciation and amortization expenses	13	***1,34,17,888***	1,05,15,357
	(f)Other expenses	25	***3,81,02,461***	2,61,85,095
	Total Expenses (IV)		***11,06,07,407***	**11,79,81,789**
III	Profit before exceptional & extraordinary items		***(5,61,07,975)***	83,50,222
IV	Exceptional Items		-	-
V	Profit before extraordinary items and tax		***(5,61,07,975)***	83,50,222
VI	Extraordinary Items		-	-
VII	Profit before tax		***(5,61,07,975)***	**83,50,222**
	Add: Share of Profit before exceptional income in Associate		-	-
VIII	Tax expense:			
	(1) Current tax		-	34,00,000
	(2) Earlier Year Tax		***5,18,778***	1,43,218
	(3) Deferred tax		***(18,18,196)***	(9,07,541)
	(4) Prior Period Items		-	-
IX	Profit/(Loss) for the period		***(5,48,08,557)***	57,14,545
	Less: Minority Interest		***(55,28,575)***	2,42,145
	Profit/(Loss) for the period after Minority Interest		***(4,92,79,982)***	54,72,400
X	Earning per equity share:			
	Basic		***(2.82)***	0.31
	Diluted		***(2.82)***	0.31
	Nature of operations			
	Significant Accounting Policies			
	Notes on Financial Statements			

Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement

This is the Profit & Loss Statement referred to in our Report of even date.

For DPV & Associates

Chartered Accountants

F.R.No.011688S

CA Vaira mutthu K

M.No.218791

Partner

For and on behalf of the Board

T. Dhevanathan — **Director**

P.A. Devasenathipathy — **Director**

Place : Chennai

Date : 31st July 2020

B Muthukumar — Company Secretary

K Rajasekar — CFO

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004

Consolidated Cash Flow Statement for the year 2019-20

	Amount In Rs.	
Particulars	**As on 31-03-2020**	**As on 31-03-2019**
Cash Flows From Operating Activities:-		
Net Profit Before Taxation	(5,61,07,975)	83,50,222
Add:-		
Depreciation	1,34,17,888	1,05,15,357
Interest Paid	9,51,821	8,71,622
Cash Flow Before Working Capital changes:-	**(4,17,38,265)**	**1,97,37,200**
(Increase)/Decrease in Sundry Debtors	2,42,16,184	98,34,531
(Increase)/Decrease in Inventories	(3,19,85,185)	(80,50,537)
(Increase)/Decrease in Short Term Loans Advances	36,12,811	2,41,323
(Increase)/Decrease in Other current Assets	(3,37,605)	(53,68,511)
Increase/(Decrease) in Trade Payables	42,13,929	58,97,735
Increase/(Decrease)in other Current Liabilities	16,33,563	1,10,29,963
Increase/(Decrease)in Short term Provisions	-	24,000
Less: Income Tax	(5,18,778)	(34,85,023)
Net Cash Flow From Operating Activities	**(4,09,03,347)**	**2,98,60,682**
Cash Flow from Investing Activities:-		
Less:-		
Purchase of Fixed Assets & Capital Work in Progress	(4,08,06,554)	(2,15,48,308)
Purchase of Goodwill	-	(3,65,40,083)
Minority Interest	-	31,41,750
Sale of Fixed Assets	-	14,71,355
Net Cash flow used in Investing Activities	**(4,08,06,554)**	**(5,34,75,285)**
Cash Flow from Financing Activities:-		
Add:-		
Increase in Share Capital	-	3,29,96,000
(Increase)/Decrease in Long term Advances	1,59,70,248	(30,78,533)
Increase/(Decrease) in Long Term Borrowings	6,95,71,576	(47,74,847)
Less:-		
Amount of Interest paid	(9,51,821)	(8,71,622)
Net Cash Flow From Financing Activities	**8,45,90,003**	**2,42,70,998**
Net Increase/(Decrease) in Cash and Cash Equivalents:-		
(Opening Balance)	13,22,951	6,66,556
Net Cash Flow during the year	28,80,102	6,56,395
(Closing Balance)	**42,03,053**	**13,22,951**

As per our Report of even date attached

For and on behalf of Board of Directors of

For DPV & Associates

CHARTERED ACCOUNTANTS

FRN : 011688S

Diksat Transworld Limited

CA Vaira Mutthu K
M.No:218791
Partner

T. Dhevanathan
Chairman & Director

P.A. Devasenathipathy
Director

Place : Chennai
Date : 31st July 2020

B Muthukumar
Company Secretary

K Rajasekar
CFO

Note 1

CORPORATE INFORMATION

Diksat Transworld Limited which is in the media and television sector and operates TV Channel Name "WIN TV" owns 64.59 % of Ad Farm Private Limited newly incorporated Company with Objective to carry on the business of advertising either as contractor or agent or as both and to act as media planner for trade and industry.

Note 2

SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

(i) Basis of consolidation and significant accounting policies

The consolidated financial statements of the Company and its subsidiaries (together the 'Group') 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, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") as applicable. The consolidated financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

(ii) Principles of consolidation

The consolidated financial statements relate to Diksat Transworld Limited (the 'Parent') and of the consolidated financial statements of its subsidiary Adfarm Private Limited. (Collectively referred to as the 'Group'). The consolidated financial statements have been prepared on the following basis:

1. The financial statements of the subsidiary companies used in the consolidation are drawn up to the same reporting date as that of the Parent i.e. 31 March, 2019.

2. The financial statements of the Company and its subsidiary company have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses after eliminating intra group balances, intra group transactions and resulting unrealized profits or losses, unless cost cannot be recovered.

3. Following subsidiary have been considered in the preparation of the consolidated financial statements:

Name Of the Company	Relationship	Percentage of holding and voting power	
		As at 31 March, 2020	As at 31 March,2019
Adfarm Private Limited	Subsidiary	64.59%	64.59%

2. Inventories:-

Inventories are valued at cost or net realizable value whichever is lower.

In respect Films the same has been written off over the period of 10 years

In respect of serials the same has been written off over the period of 10 years

In respect of news clippings and other programs the same has been written off over the period of 10 years

3. Property ,Plant & Equipment :

Tangible assets are stated at Cost of acquisition, inclusive of duties, taxes and incidental expenses, up to the date the asset is put to use. Any trade discounts and rebates are deducted in arriving at the purchase price. Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenditure is incurred.

Depreciation on Tangible Assets are provided for as under:

a) All the assets are depreciated on SLM basis at the rates prescribed in schedule II of the Companies Act, 2013 as amended.

b) Depreciation is provided on pro-rata basis from the month of addition of Fixed Assets

4. Intangible Assets :-

Intangible assets are recorded at the consideration paid to acquisition of such assets and are carried at cost less accumulated amortization. Amortization on intangible assets (Channel Logo Designs) has been provided 1/10th every year.

5. Cash flow Statement: -

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.

6. Contingencies and Events Occurring after Balance Sheet Date

Due consideration for events occurring after balance sheet date but till the date of attestation has been ensured; No significant contingent aspect was identified

7. The Effects of changes in Foreign Exchange Rates

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.

Monetary items denominated in foreign currencies at the year-end are restated at year end rates. In case of items which are covered by forward exchange contracts, the difference between the year-end rate and rate on the date of the contract is recognized as exchange difference any income or expense on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss Statement. In respect of foreign currency transactions in fixed asset, the exchange gain or loss is adjusted in the carrying amount of fixed assets and accordingly depreciation is charged.

8. Investments

Current investments are carried at lower of cost and quoted/fair value, computed category-wise. Non-Current investments are stated at cost. Provision for diminution in the value of Non-Current investments is made only if such a decline is other than temporary.

9. Employees Benefits

All the employees of the company are entitled to receive benefits under the Employees' Provident Fund and Miscellaneous Provisions Act, 1952, a defined contribution plan in which both the employees and the company contribute monthly at a stipulated rate. The company has no liability for future Provident Fund benefits other than its annual contributions and recognizes such contributions as expenses in the year it is incurred.

The actuarially valued liabilities under the Projected Unit Credit Method for the employees of the participating enterprise of the trust are calculated enterprise wise. The investments available with the underwriter are adjusted in proportion to the liability and the shortfall is provided for in the books of the participating enterprise. Consequently, the actuarial loss / gain if any relating to the other participating enterprise is also borne by every other participating enterprise.

Particulars	Gratuity Plan	
	2019-20	2018-19
Basic actuarial assumptions		
Mortality Table:	Indian Assured Lives (2006 – 08) Ultimate	Indian Assured Lives (2006 – 08) Ultimate
Date of Valuation:	31-03-2019	31-03-2019
Rate of Discount (p.a)	5.45%	7.54%
Rate of Salary Escalation:	5.00%	5.00%
Employee Attrition Rate due to reasons other than death or retirement	20.00%	2.00%
Projected benefit obligation at the beginning of the period	30.38	26.07
Current service cost	(6.34)	4.31
Benefits paid	-	-
Projected benefit obligation at the end of the period	24.04	30.38
Amounts recognized		
Projected benefit obligation at the end of the period	24.04	30.38

Particulars	Gratuity Plan	
	2019-20	2018-19
Liability recognized	24.04	30.38
Cost for the period		
Current service cost	-	4.31
Total	-	4.31
Net Cost recognized in Profit & Loss account.	-	4.31

10. Borrowing costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Profit and Loss Statement in the period in which they are incurred

11. Segment Reporting

The company is operating in a single segment and the risk and reward is same for the segment in all the location and hence the segment reporting is not applicable to the company

12. Revenue recognition:

Advertisement receipts:

Advertisement receipts are recognized on the basis of invoices raised on the customer in respect of advertisement telecasted on the Channel and newspaper.

Slot Receipts:

Slot Receipts are recognized on the basis of agreement entered with Slot hirers.

Sale of News Paper:

Sale of newspapers were accounted based on the accrual concept

Other Income:

Other Income by way of display receipts, facilities for software recording, providing facilities for software modifications, facilities for editing are accounted on accrual basis.

13. Accounting for Taxes

Provision is made for income tax on an annual basis, under the tax payable method, based on the tax liability as computed after taking credit for allowances and exemptions. Sufficient future taxable income will be available against which such deferred tax assets can be realized as per AS - 22 "Accounting for taxes on income" issued by the institute of chartered accountants of India.
Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
Deferred tax assets are recognized on carry forward of losses since there is virtual certainty that sufficient future taxable income will be available against which such deferred tax asset can be

realized as per AS-22 "accounting for taxes on income" issued by the Institute Of Chartered Accountants Of India.

14. Impairment of Assets

As per Accounting standard 28, the company assesses at each balance sheet date whether there is any indication that an asset including goodwill is impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than the carrying amount then carrying amount is reduced to recoverable amount. The reduction is treated as impairment and recognized in profit and loss account. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. In respect of goodwill the impairment loss will be reversed only when it was caused by specific external events and their effects have been reversed by subsequent events. During the year no such impairment has occurred.

15. Provisions, Contingent Liabilities and Contingent Assets

"Provision is recognized in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.
Contingent liabilities are disclosed unless the possibility of outflow of resources is remote.
No contingent asset was recognized. "

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004.

Notes Forming Integral Part of the Consolidated Balance Sheet as on 31st March, 2020

(in Rs.)

3	Share Capital	As At March 31, 2020	As At March 31, 2019
	Authorized Capital : Equity Shares of Rs.10 par value 2,50,00,000 (31 March, 2018 : 2,50,00,000) Equity Shares	25,00,00,000	25,00,00,000
		25,00,00,000	**25,00,00,000**
	Issued, Subscribed & Paid Up Capital : Equity Shares of Rs.10 par value, fully paid up 1,75,42,875 (31 March, 2018 : 1,72,12,915) Equity Shares	17,54,28,750	17,54,28,750
	Total	**17,54,28,750**	**17,5 4,28,750**

3.1 The reconciliation of number of shares outstanding and the amount of share capital as at March 31, 2019 and March 31, 2020 is set out below

Particulars	As At March 31, 2020	As At March 31, 2019
	No. of Shares	No. of Shares
(a) Equity shares of `10 par value, fully paid up		
At the beginning of the period	1,75,42,875	1,75,42,875
Issued during the period	-	-
At the end of the period	1,75,42,875	1,75,42,875

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

3.2 The details of Share holders holding more than 5 % shares in the company

	Particulars	As At March 31, 2020		As At March 31, 2019	
		No.of Shares	% held	No.of Shares	% held
I	**Equity Share Capital**				
1	T Dhevanathan	4847292	28%	4847292	28%
2	D Meenakshi	1413275	8%	1413275	8%
3	T Thiyaharajhan	852335	5%	852335	5%
4	D Karishma Yadav	2709321	15%	2709321	15%
5	D Harini Yadav	2709596	15%	2709596	15%

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004.

Notes Forming Integral Part of the Consolidated Balance Sheet as on 31st March, 2020

(in Rs.)

4	Reserves and Surplus	31-Mar-2020	31-Mar-2019
	Opening Balance	58,83,330	
C	Profit and loss account :	(4,92,79,982)	60,51,020
	Less : Amount Transfer to Good will on Consolidation as preacqisition profit	-	(1,67,690)
		(4,33,96,652)	58,83,331
	(Steps in Consolidation)		
D	Securties Premium	7,01,81,380	4,04,84,980
	Add: Additions during the year	-	2,96,96,400
		7,01,81,380	7,01,81,380
	Total of reserves	**2,67,84,728**	**7,60,64,710**

5	Long term Borrowings	31-Mar-2020	31-Mar-2019
	Secured Loans		
	Term Loans		
	Vehicle Loan	52,05,562	37,68,724
	Unsecured Loans		
	Loan from Related Parties	10,14,26,938	2,68,45,370
	Total	**10,66,32,500**	**3,06,14,094**

6	Deferred Tax Liability Liability / (Asset)	31-Mar-2020	31-Mar-2019
	Timing Difference on Depreciation of Fixed Assets	8,57,276	26,75,472
	Total	**8,57,276**	**26,75,472**

7	Long-term Provisions	31-Mar-2020	31-Mar-2019
	Provisions for tax	-	34,00,000
	Total	**-**	**34,00,000**

8	Other Non Current Liabilities	31-Mar-2020	31-Mar-2019
	Other Deposits	17,50,000	17,50,000
	Other payables	5,00,000	-
	Gratiuty Payable	24,04,098	30,38,394
	Total	**46,54,098**	**47,88,394**

9	Short-Term Borrowings	31-Mar-2020	31-Mar-2019
	Unsecured , Considered good		
	-from others	9,75,755	99,994
	-from related Parties	35,41,973	26,49,775
	Total	**45,17,728**	**27,49,769**

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004.

Notes Forming Integral Part of the Consolidated Balance Sheet as on 31st March, 2020

10	Trade payables	31-Mar-2020	31-Mar-2019
	Dues other Than Mciro,Medium and Small Scale enterprises	1,50,98,918	1,08,84,991
	Total	**1,50,98,918**	**1,08,84,991**

11	Other current liabilities	31-Mar-2020	31-Mar-2019
	Outstanding Expenses Payable	2,42,77,262	2,31,43,698
	Current Maturties of Long term debt	7,75,710	18,60,071
	Total	**2,50,52,972**	**2,50,03,769**

12	Short term Provisions	31-Mar-2020	31-Mar-2019
	Other Provisions	60,000	60,000
	Total	**60,000**	**60,000**

14	Long Term Loans and Advances	31-Mar-2020	31-Mar-2019
	Lease deposits	2,54,00,000	3,09,00,000
	Loans and advances to related parties		
	Doubtful	-	-
	Others	19,617	70,67,920
	Loans and advances - Others *	1,30,66,897	1,33,92,711
	Total	**3,84,86,514**	**5,13,60,631**

15	Inventories	31-Mar-2020	31-Mar-2019
	Others	11,88,94,546	8,69,09,361
	Total	**11,88,94,546**	**8,69,09,361**

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004.

Notes Forming Integral Part of the Consolidated Balance Sheet as on 31st March, 2020

13 Fixed Assets

(Rs.)

Particulars	Gross block				Depreciation				Net Block	
	As at 01.04.2019	Additions	Disposals	As at 31.03.2020	As at 01.04.2019	For the Year	Deductions	As at 31.03.2020	As at 31.03.2020	As at 31.03.2019
(i) Tangible Assets										
Land	5,75,172	-	-	5,75,172	-	-	-	-	5,75,172	5,75,172
Computers	95,04,011	9,73,356	-	1,04,77,367	80,72,428	6,24,838	-	86,97,266	17,80,101	14,31,585
Plant and Equipment	8,91,13,312	2,10,48,740	-	11,01,62,052	6,38,83,864	59,13,131	-	6,97,96,995	4,03,65,057	2,52,29,449
Furniture and Fixtures	1,92,95,607	1,58,100	-	1,94,53,707	96,43,431	12,25,391		1,08,68,822	85,84,885	96,52,176
Office Equipments	1,31,23,139	1,01,39,714	-	2,32,62,853	57,76,638	30,92,210	-	88,68,848	1,43,94,005	73,46,501
Vehicles	1,68,63,015	60,14,609	-	2,28,77,624	46,10,433	25,22,098	-	71,32,531	1,57,45,093	1,22,52,582
Live Stock	-		-	-	-	-	-	-		-
Total	**14,84,74,256**	**3,83,34,519**	**-**	**18,68,08,775**	**9,19,86,794**	**1,33,77,668**	**-**	**10,53,64,462**	**8,14,44,313**	**5,64,87,465**
Previous year	14,29,17,658	87,00,736	31,44,140	14,84,74,255	8,15,11,656	1,05,46,367	71,230	9,19,86,793	5,64,87,465	6,14,06,006.73
					96,43,431	-				

(ii) Intangible assets

Particulars	Gross block				Depreciation				Net Block	
	As at 01.04.2019	Additions	Disposals	As at 31.03.2020	As at 01.04.2019	For the Year	Deductions	As at 31.03.2020	As at 31.03.2020	As at 31.03.2019
Channel Logos	3,34,404	-	-	3,34,404	2,34,083	33,440	-	2,67,523	66,881	1,00,321
*Publication Rights	10,00,000	-	-	10,00,000	10,00,000	-	-	10,00,000	-	-
Software	67,797	-	-	67,797	6,780	6,780	-	13,560	54,237	61,017
Total	**14,02,201**	**-**	**-**	**14,02,201**	**12,40,863**	**40,220**	**-**	**12,81,083**	**1,21,118**	**1,61,338**

	31-Mar-20	31-Mar-19
iii) Capital work-in-progress	1,52,51,810	1,27,79,775
Total	**1,52,51,810**	**1,27,79,775**

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004.

Notes Forming Integral Part of the Consolidated Balance Sheet as on 31st March, 2020

16	Trade Receivables	31-Mar-2020	31-Mar-2019
	For a period exceeding six months *	3,23,61,489	1,72,27,875
	Others *	1,62,71,297	5,56,21,094
	Total	**4,86,32,785**	**7,28,48,969**

* 16.1 Sundry debtors are subject to confirmation and reconciliation

17	Cash and Cash Equivalents	31-Mar-2020	31-Mar-2019
	Cash and Cash Equivalents		
	Cash on Hand	2,12,262	7,49,182
	Balances with Bank - In current accounts	39,90,792	5,73,769
	Fixed Deposit with Banks	-	-
	Total (a)	**42,03,055**	**13,22,951**

18	Short Term Loans And Advances	31-Mar-2020	31-Mar-2019
	Advance to Suppliers	7,678	24,59,081
	Security deposits	28,88,861	28,03,100
	Other loans and advances (Employee advances etc.)	25,90,000	38,37,169
	Total	**54,86,539**	**90,99,350**

19	Other Current Assets	31-Mar-2020	31-Mar-2019
	Balance with government authorities	76,39,381	72,95,558
	Others	-	6,218
	Total	**76,39,381**	**73,01,776**

DIKSAT TRANSWORLD LIMITED

No 24 First Floor South Mada Street, Mylapore , Chennai, 600004.

Notes Forming Integral Part of the Consolidated Financial Statements as on 31st March, 2020

In Rupees

Note No.	Particulars	31-Mar-2020	31-Mar-2019
20	**Revenue from Operations**		
	Channel & News Paper Income	5,05,10,942	11,34,28,541
	Advertisement revenue	28,97,280	1,27,17,514
	Manpower Supply	-	1,10,000
	Total	**5,34,08,222**	**12,62,56,055**

Note No.	Particulars	31-Mar-2020	31-Mar-2019
21	**Other Income**		
	Others	10,91,211	75,956
	Total	**10,91,211**	**75,956.00**

Note No.	Particulars	31-Mar-2020	31-Mar-2019
22	**EXPENSES**		
	Cost of Production Expenses		
	Cost of Operational Expenses	4,15,15,322	6,18,54,573
		-	-
	Total	**4,15,15,322**	**6,18,54,573**
23	**Employee Benefits Expense**		
	Salaries and Wages	1,63,87,822	1,79,19,233
	Staff Welfare Expenses	2,19,773	1,69,506
	Gratiuity	-	4,30,954
	Total	**1,66,07,595**	**1,85,19,693**
24	**Finance Cost**		
	Interest Expense	9,51,821	8,71,622
	Bank Charges	12,320	35,450
	Total	**9,64,142**	**9,07,072**
25	**Other Expenses**		
	Administration Expenses	63,469	2,17,433
	Audit Fees	3,10,000	3,10,000
	Advt. Commn.	82,79,352	3,84,405
	Business Promotion Expenses	9,53,193	8,16,169
	Consultancy & Professional Charges	15,56,296	24,84,663
	Donation	-	2,94,503
	Designing Contract for Advertising	23,85,379	-
	Insurance	6,01,302	5,38,403
	Location Designing Charges	36,000	-
	Other Expenses	2,10,356	5,00,451
	Printing & Stationary	1,57,856	2,55,022
	Rates and Taxes	7,76,511	11,14,923
	Rental Expenses	47,33,537	22,27,962
	Repairs and Maintainance	14,87,390	20,33,933
	Power & Fuel	5,27,666	3,23,588
	Incentive to cab drivers	-	97,500
	Telephone & Internet Charges	6,58,558	7,38,181
	Travel & Conveyance Expenses	8,77,792	4,91,118
	Write off Exp - IPO	3,26,994	5,20,936
	Write off Programme	1,24,11,677	1,05,51,476
	Miscellaneous Expenses	99,758	12,78,986
	Service Charges for Ad Display	16,49,374	10,05,442
	Total	**3,81,02,461**	**2,61,85,095**

Note 26

1. **MICRO, SMALL AND MEDIUM ENTERPRISES:**

Sundry Creditors includes amount due to SSI as on 31.03.20**: Rs. NIL** (NIL) With available information from Micro, Small and Medium Enterprises regarding their registration with Central/State Government authorities the disclosure as per Sec 23 of The Micro Small Medium Enterprises Development Act 2006 is made.

2. **FOREIGN EXCHANGE INFLOW AND OUTFLOW:-**

	March 31, 2020 (in Rs.)	**March 31, 2019 (in Rs.)**
CIF Value of Imports	Nil	Nil

	March 31, 2020 (in Rs.)	**March 31, 2019 (in Rs.)**
Earnings In Foreign Exchange	904722.31	58,638.00

Foreign Exchange Outgo

	March 31, 2020 (in Rs.)	**March 31, 2018 (in Rs.)**
Foreign Exchange Outflow	NIL	NIL
Director's Travel	3,30,242.00	2,59,491.00

NOTE NO: 27

Earnings Per Share and Diluted Earnings Per Share:-

Calculation of Earnings per share and Diluted Earnings per share:

Particulars	2019-20	2018-19
Opening No. of Shares	1,75,42,875	1,72,12,915
New Allotment	-	3,29.960
Total No. of shares	1,75,42,875	1,75,42,875
Weighted Average No. of Shares	1,74,49,763	1,74,49,763
Profit After Tax	**(3,91,95,524)**	**50,30,780**
Earnings Per Share	**(2.25)**	**0.29**
Diluted Earnings per Share	**(2.25)**	**0.29**

For ***DPV& Associates***

Chartered Accountants
(Firm's Registration No. 011688S)

CA Vaira Mutthu K
Partner
M.No.218791

For DIKSAT TRANSWORLD LIMITED

T. DHEVANATHAN
Chairman & Director

P.A. Devasenathipathy
Director

Muthukumar B
Company Secretary

Rajasekar
Chief Financial officer

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]*

Name of the Company: DIKSAT TRANSWORLD LIMITED (CIN: U63090TN1999PLC041707)

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

Name of the Member(s):
Registered address:

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 at …… Annual General Meeting of members of the Company, to be held on ……at 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 September 2020

Affix Revenue Stamp

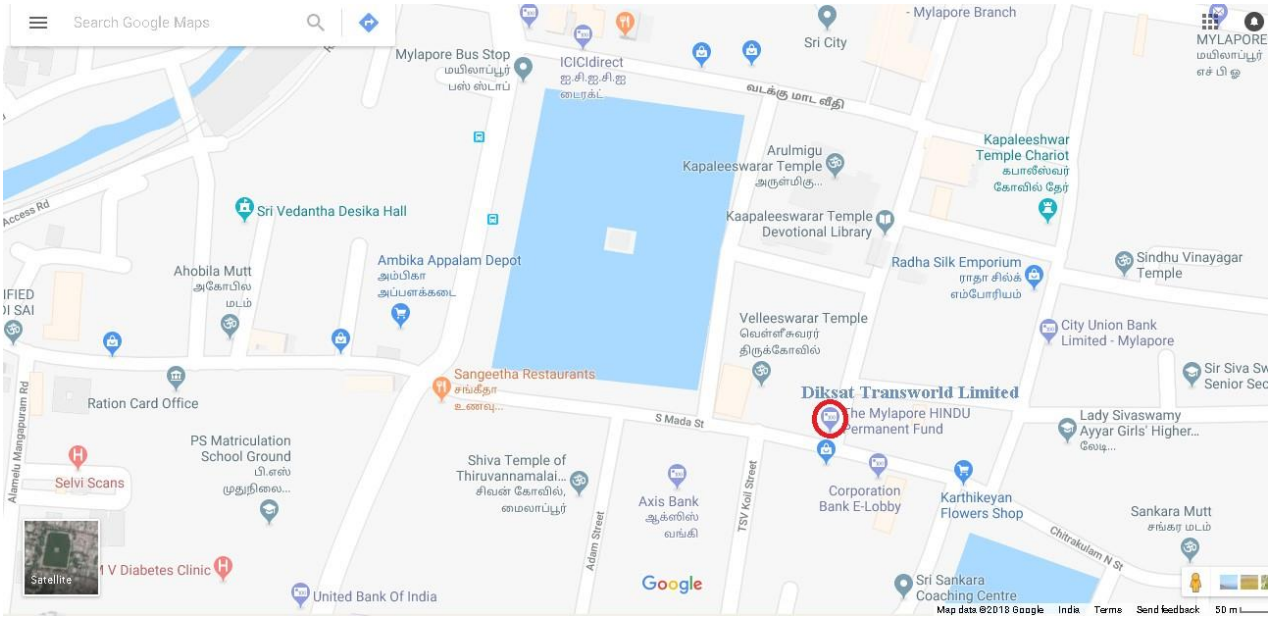
Signature of Shareholder

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



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