

# **BMB MUSIC AND MAGNETICS LIMITED**

**Regd. Office: G-20 IInd FLOOR, NANDPURI EXTENSION, SWEJ FARM NEW SANGANER  
ROAD, SODALA JAIPUR-302019**

**CIN No: L18101RJ1991PLC014466 Phone No: 8875779779**

**Email ID: [kcbokdia.kcb@gmail.com](mailto:kcbokdia.kcb@gmail.com) Web Site: [www.bmbmusicmagneticsltd.com](http://www.bmbmusicmagneticsltd.com)**

October 22, 2020

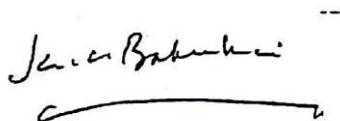
To,  
The Corporate Relations Department  
BSE Limited PJ Towers Dalal Street, Fort,  
Mumbai — 400001

**Scrip Code: 531420 - ISIN: INE644K01016**

Sub: - Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-Annual Report for the financial year ended 31st March 2020 including Notice of the 29th Annual General Meeting.

Dear Sir,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the Annual Report for the financial year ended 31st March 2020 including Notice of the 29th Annual General Meeting (AGM) of the Company to be held on Wednesday, 25th day of November, 2020 at 04:00 P.M. at the registered office of the Company. The Annual Report for the financial year ended 31st March 2020 and the Notice of the 29th AGM are being dispatched electronically to the members whose email IDs are registered with the Company/Depositories/Registrar & Share Transfer Agent. The Notice of 29th AGM and the Annual Report for the financial year ended 31st March 2020 is also uploaded on the Company's website -and can be accessed at [www.bmbmusicmagneticsltd.com](http://www.bmbmusicmagneticsltd.com). Kindly take the same on your records and disseminate the same.  
Thanking you



**KASTOOR CHAND BOKADIA**

**Managing Director**

**DIN: 01828803**

**Contact No. 8875779779**

**E-mail ID: [kcbokadia.kcb@gmail.com](mailto:kcbokadia.kcb@gmail.com)**

Encl: As below

CC:

- 1. BMB MUSIC AND MAGNETICS LIMITED  
G-20 IInd FLOOR, NANDPURI EXTENSION,  
SWEJ FARM NEW SANGANER ROAD, SODALA JAIPUR -302019**
- 2. CALCUTTA STOCK EXCHANGE LIMITED  
7, Lyons Range, Kolkatta-700001**

**BMB MUSIC AND MAGNETICS LIMITED**

**29<sup>th</sup> Annual Report  
2019-20**

**Registered Office: G-20 II<sup>nd</sup> Floor, Nandpuri Extension, Swej Farm,  
New Sanganer Road, Sodala,  
Jaipur, Rajasthan-302019.**

**29<sup>th</sup> Annual Report  
2019-20**

**CHAIRMAN &**

**MANAGING DIRECTOR:**

Shri Kastoor Chand Bokadia

**DIRECTORS:**

Shri Mahip Jain

Shri Mahesh Sharma

Shri Azagan Thamizmane Vadaseri  
Alagappa

Smt. Sohankawar Kastoorchand  
Bokadia

**STATUTORY AUDITORS:**

M/s Vinod Singhal and Co.  
Chartered Accountants, Jaipur

**SECRETARIAL AUDITORS:**

ATCS & Associates,  
Practicing Company Secretaries

**REGISTRARS &**

**TRANSFER AGENTS:**

Adroit Corporate Services Pvt. Ltd.  
19/20 Jaferbhoy Industrial Estate  
1st Floor, Makwana Road, Marol Naka,  
Mumbai-400059

**Registered Office:**

BMB MUSIC AND MAGNETICS LIMITED

CIN: L18101RJ1991PLC014466

Reg. Office: G-20 IInd Floor, Nandpuri Extension, Swej Farm,  
New Sanganer Road, Sodala, Jaipur, Rajasthan-302019

E-mail: [kcbokdia.kcb@gmail.com](mailto:kcbokdia.kcb@gmail.com)

Tel: 0141-4026005

**BMB MUSIC AND MAGNETICS LIMITED**

Regd. Office: G-20 IInd Floor, Nandpuri Extension, Swej Farm,

New Sanganer Road, Sodala, Jaipur, Rajasthan-302019

CIN No: L18101RJ1991PLC014466 Phone No: 8875779779

Email ID: kcbokdia.kcb@gmail.com

Web Site: wwmbmusicmagneticsltd.com

**NOTICE**

Notice is hereby given that the 29<sup>th</sup> Annual General Meeting of the members of BMB MUSIC AND MAGNETICS LIMITED will be held on Wednesday, 25<sup>th</sup> day of November, 2020 at 04:00 P.M. at the registered office of the company situated at G-20 IInd Floor, Nandpuri Extension, Swej Farm, New Sanganer Road, Sodala, Jaipur, Rajasthan-302019 to transact the following business:-

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2020 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Azagan Thamizmane Vadaseri Alagappa (DIN: 01712306) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

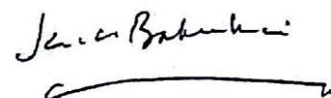
**SPECIAL BUSINESS:**

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

“**RESOLVED** that pursuant to section 196(3) read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members of the Company be and is hereby granted for re-appointment of Shri Kastoor Chand Bokadia (DIN: 01828803) for holding of office of Executive Chairman & Managing Director who has attained the age of 70 (Seventy) years, on the existing terms and conditions as mentioned previously approved by the members through an ordinary resolution passed at the Annual General Meeting.”

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

**By Order of the Board of Directors**



**Kastoor Chand Bokadia**  
[Managing Director]  
DIN- 01828803

Place: Jaipur

Dated: 22<sup>nd</sup> October, 2020

**NOTES:**

1. Explanatory statement pursuant to sec 102 (1) of the Companies Act. 2013 is attached herewith.
2. A member entitled to attend and vote at the annual general meeting is entitled to appoint a proxy to attend and vote, instead of himself/herself and the proxy need not be a member of the company. Proxies, in order to be effective, should be duly completed, stamped and signed and must be deposited at the registered office of the company not less than forty-eight hours before the commencement of the aforesaid meeting.
3. A person can act as a proxy on behalf of Members not exceeding fifty in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.
4. Members/proxies are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Details under Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchange in respect of the Directors seeking appointment/ re-appointment at the Annual General Meeting, form an integral part of the notice. The directors have furnished the requisite declarations for their appointment/ re-appointment.
7. The Register of Members and Share Transfer Books of the Company will remain closed from 18-11-2020 to 25-11-2020 (both inclusive).
8. Members who are holding shares in the demat form are requested to bring their Depository ID and Client ID Numbers to facilitate easier identification for attendance at the Meeting.
9. The Securities Exchange Board of India (SEBI) mandates the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining Demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Transfer Agent.
10. Equity Shares of the Company are available for dematerialization with National Securities Depository Ltd and Central Depository Services (India) Ltd.
11. The Members who have not registered their email address are requested to register the same with the Registrar and Share Transfer Agent/Depositories as the same has been mandated under the Companies Act, 2013
12. Members are requested to send their Demat applications, request for share transfers, intimation of change of address and other correspondence to the Company's Registrar and Transfer Agent, M/s Adroit Corporate Services Pvt. Ltd.
13. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
14. In compliance with the MCA Circulars and the Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/ 79 dated May 12, 2020, Notice of the 29th AGM along with the Annual Report for Financial Year 2019-20 is being sent only through electronic mode

to those Members whose e-mail addresses are registered with the Company / National Securities Depository Limited and Central Depository Services (India) Limited ('the Depositories'). A copy of this Notice along with the Annual Report for Financial Year 2019-20 is uploaded on the Company's website [wwbmbmusicmagneticsltd.com](http://wwbmbmusicmagneticsltd.com), websites of the BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of Central Depository Services Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com)

15. The Register of Directors and KMP and their shareholding and register of contracts or arrangements in which Directors are interested maintained under Sections 170 and 189 of the Companies Act, 2013 respectively will be available for inspection by the members at AGM.

16. As a measure of austerity, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the Annual Report to the Meeting.

**17. Voting through electronic means:**

a) In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure requirements) regulations, 2015, read with Section 108 of the Companies Act, 2013 & Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended, facility is provided to the shareholders for e-Voting through Central Depository Services (India) Ltd., (CDSL) to enable them to cast their vote electronically on the resolutions mentioned in the Notice of 29<sup>th</sup> AGM. Accordingly, a member may exercise his vote by electronic means and the Company may pass any resolution by electronic voting system in accordance with the above provisions.

b) The Company has fixed 18<sup>th</sup> November, 2020 as cut-off date to record the entitlement of the shareholders to cast their votes electronically at the 29<sup>th</sup> AGM.

**c) Instructions for e-voting:**

- (i) The voting period begins at 09.00 a.m. on 22<sup>nd</sup> November, 2020 and ends at 5.00 pm on 24<sup>th</sup> November, 2020. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18<sup>th</sup> November, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> </ul>

	<ul style="list-style-type: none"> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details  <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

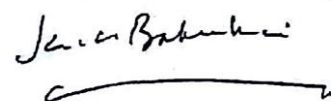
- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **BMB Music & Magnetics Limited** on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

18. The voting rights of the shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut- off date of 18<sup>th</sup> November, 2020.
19. The shareholders shall have one vote per equity share held by them as on cut- off date of 18<sup>th</sup> November, 2020. The facility of e-voting would be provided once for every folio/client id, irrespective of the number of joint holders.
20. Mr. Tara Chand Sharma, Practicing Company Secretary, (Membership No. FCS5749), has been appointed as the Scrutinizer to scrutinize the voting at AGM and remote e-voting process in a fair and transparent manner.
21. The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than two days of conclusion of the Meeting, make a consolidated scrutinizer’s report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer’s report shall be placed on the website of the Company [www.bmbmusicandmagneticsltd.com](http://www.bmbmusicandmagneticsltd.com) the results shall simultaneously be communicated to the Stock Exchanges.

**By Order of the Board of Directors**



**Kastoor Chand Bokadia**  
**Managing Director**  
**DIN -01828803**

**Place: Jaipur**

**Dated: 22<sup>nd</sup> October, 2020**



**ANNEXURE TO THE NOTICE**

**Explanatory statement pursuant to the Section 102 of the Companies Act, 2013**

**Item No. 2**

The following explanatory statement, as required under Section 102 of the Companies Act, 2013, sets out all material facts relating to special business mentioned in the accompanying notice for convening the AGM of the Company. Information pursuant to Regulation of SEBI (LODR) Regulations, 2015 with the stock exchanges and Secretarial Standard (SS2) in respect of the Director who is proposed to be appointed/re-appointed at the ensuing Annual General Meeting to be held on 25<sup>th</sup> November, 2020:

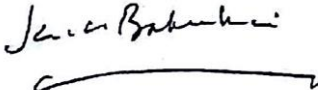
Details of the Directors retiring by rotation at the date of ensuing Annual General Meeting and being eligible offers himself for re-appointment:

Name of Director	<b>Mr. Azagan Thamizmane Vadaseri Alagappa</b>
Aged (About)	69 Years
Nationality	Indian
Date of appointment as director	03/12/2007
Designation	Director
Qualification	PH'D
Experience/ Expertise	Produced many hit films
List of directorships held in other Companies	Nil

**Item No. 3**

Shri Kastoor Chand Bokadia (DIN: 01828803), Chairman & Managing Director has attained the age of 70 years. In view of the introduction of the Companies Act, 2013 (new Act) with effect from 1st April 2014 and also for an abundant precaution, the Company seeks consent of the members by way of special resolution for re-appointment of their holding of existing office after the age of 70 years under the provisions of Section 196 (3) (a) of the Companies Act, 2013. The Board therefore recommends the special resolutions for your approval. Except Shri Kastoor Chand Bokadia (the appointee), Smt. Sohankwar Kastoorchand Bokadia, (being relative of the appointee) none of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in Resolution No. 3.

**By Order of the Board of Directors**



**Kastoor Chand Bokadia  
Managing Director  
DIN - 01828803**

**Place: Jaipur**

**Dated: 22<sup>nd</sup> October, 2020**

**BMB MUSIC AND MAGNETICS LIMITED**

Regd. Office: G-20 IInd Floor, Nandpuri Extension, Swej Farm,  
New Sanganer Road, Sodala, Jaipur, Rajasthan-302019

CIN No: L18101RJ1991PLC014466 Phone No: 8875779779

Email ID: [kcbokdia.kcb@gmail.com](mailto:kcbokdia.kcb@gmail.com)

Web Site: [wwbmbmusicmagneticsltd.com](http://wwbmbmusicmagneticsltd.com)

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**ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting hall)

**29<sup>th</sup> Annual General Meeting on 25<sup>th</sup> November, 2020**

Full name of the members attending \_\_\_\_\_

(In block capitals)

Ledger Folio No./Client ID No. \_\_\_\_\_ No. of shares held: \_\_\_\_\_

Name of Proxy \_\_\_\_\_

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 29<sup>th</sup> Annual General Meeting of **BMB Music and Magnetics Limited**, at G-20 IInd Floor, Nandpuri Extension, Swej Farm, New Sanganer Road, Sodala, Jaipur, Rajasthan-302019, on Saturday, the 25<sup>th</sup> day of November, 2020 at 04:00 P.M.

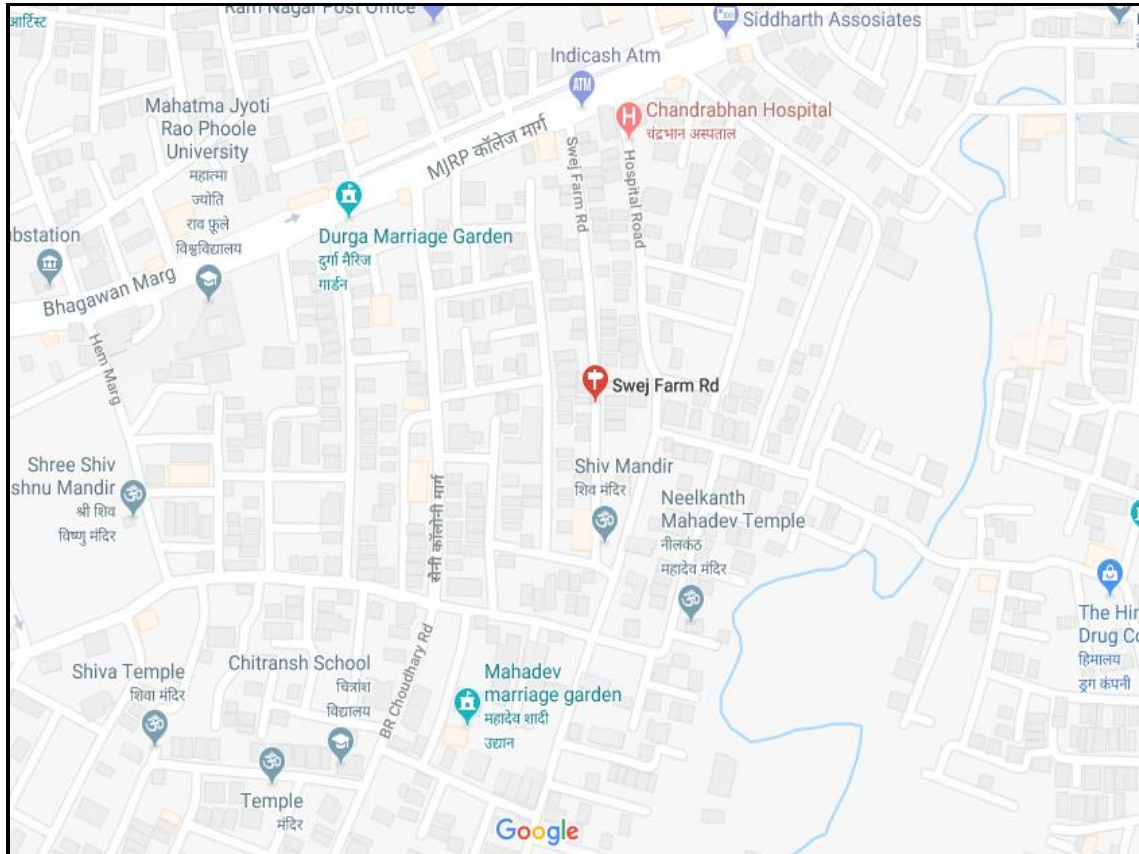
(Member's /Proxy's Signature)

**Note:**

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 5) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

# ROUTE MAP TO THE VENUE OF THE AGM

## LANDMARK: SWEJ FARM



## **BMB MUSIC AND MAGNETICS LIMITED**

Regd. Office: G-20 IInd Floor, Nandpuri Extension, Swej Farm,

New Sanganer Road, Sodala, Jaipur, Rajasthan-302019

CIN No: L18101RJ1991PLC014466 Phone No: 8875779779

Email ID: kcbokdia.kcb@gmail.com

Web Site: wwmbmusicmagneticsltd.com

### **BOARD'S REPORT**

To,

The Members,

**BMB Music and Magnetics Limited**

Your Directors have the pleasure of presenting the 29<sup>th</sup> Annual Report of the company together with financial statements for the Financial Year ended March 31, 2020.

#### **1. FINANCIAL SUMMARY**

The Board's Report shall be prepared based financial statements of the company.

(Amount Rs.)

<b>Particulars</b>	<b>2019-20</b>	<b>2018-19</b>
<b>Revenue from Operations</b>	13,89,634.57	-
<b>Other Income</b>	-	-
<b>Profit before Interest and Depreciation and Tax</b>	-19,40,760.73	-27,21,538.49
<b>Finance Cost</b>	10,386	0
<b>Depreciation</b>	4,36,879.42	4,85,414.07
<b>Net Profit before Tax</b>	-23,88,025.15	-22,36,124.42
Tax Expense	-	-
Deferred Tax	-	-2,31,668.10
<b>Net Profit after Tax</b>	-23,88,025.15	-20,04,456.32

#### **2. STATE OF COMPANY'S AFFAIRS**

Our Company is engaged in the business of Producing Films and Movies and Composition of Music and other related work. The Company during its life time achieved great success year and targeted many big projects which were successful with great achievements.

During the period under review, the company has earned turnover of Rs. 13,89,634.57 in the current financial year and suffered a net loss of Rs. 23,88,025.15/- in comparison to the

Further normal business operations of the company has been effected at the end of year due to COVID-19 PANDEMIC and Nationwide lockdown declared by Govt. of India in March-2020 due to COVID -19. The company has resumed its business activities in line with guidelines issued by Govt. authorities and taken all appropriate steps to smoothen operations and strengthen liquidity position. The Company has assessed the impact of this pandemic on its business operations and has considered all relevant internal and external information available to determine the impact on the Company's revenue from operations for foreseeable future and the recoverability and carrying value of certain assets such as property, plant and equipment, investments, inventories, trade receivables etc. The impact of COVID-19 pandemic on the overall economic environment being uncertain may affect the underlying assumptions and estimates used to prepare Company's financial statements, which may differ from that considered as at the date of approval of the financial statements. However, the Company does not anticipate any challenges in its ability to continue as going concern or meeting

its financial obligations. As the situation is unprecedented, while the lockdown is gradually lifting, the Company is closely monitoring the situation as it evolves in the future.

### **3. EXTRACT OF ANNUAL RETURN**

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT-9** as a part of this Annual Report as **ANNEXURE I**.

### **4. BOARD MEETINGS**

During the Financial Year 2019-20, the Company held four board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below.

The provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), 2015 were adhered to while considering the time gap between two meetings.

#### **Details of Board Meeting:-**

S. No.	Name of Directors	Date of meeting and their attendance in each meeting				Total no. of Meetings attended by each Director
		30.05.2019	12.08.2019	14.11.2019	14.02.2020	
1	Mr. Mahesh Sharma	✓	✓	✓	✓	Four (4)
2	Mr. Azagan Thamizmane Vadaseri Alagappa	✓	✓	✓	✓	Four (4)
3	Mr. Kastoor Chand Bokadia	✓	✓	✓	✓	Four (4)
4	Mrs. Sohankawar Kastoorchand Bokadia	✓	✓	✓	✓	Four (4)
5	Mr. Mahip Jain	✓	✓	✓	✓	Four (4)

### **5. COMMITTEES OF THE BOARD**

#### **AUDIT COMMITTEE**

The Board has duly constituted the Audit Committee in line with the provision of the Companies Act, 2013. The Audit Committee comprised of 3 members as on 31<sup>st</sup> March, 2020. The detail of the composition of the Audit committee along with their meetings held/attended is as follows:

#### **Details of Audit Committee Meeting:-**

Sr. No.	Date of Meeting	Name of Committee Members and their attendance in each meeting		
		Mr. Mahesh Sharma	Mrs. Sohankawar Kastoorchand Bokadia	Mr. Mahip Jain
	Designation	Chairman	Member	Member
1.	30.05.2019	✓	✓	✓
2.	12.08.2019	✓	✓	✓
3.	14.11.2019	✓	✓	✓
4.	14.02.2020	✓	✓	✓

<b>Total no. of Meetings attended by each Committee Members</b>	Four(4)	Four(4)	Four(4)
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### **NOMINATION AND REMUNERATION COMMITTEE**

The Board has duly constituted its nomination and remuneration committee in line with the provision of the Companies Act, 2013, the Committee comprised of 3 members as on 31<sup>st</sup>March, 2020, the detail of the composition of the Nomination and Remuneration Committee Meeting along with their meetings held/attended is as follows:

#### **Details of Nomination and Remuneration Committee Meeting:-**

Sr. No.	Date of Meeting	Name of Committee Members and their attendance in each meeting		
		Mr. Mahesh Sharma	Mrs. Sohankawar Kastoorchand Bokadia	Mr. Mahip Jain
	Designation	Chairman	Member	Member
1.	12.08.2019	✓	✓	✓
2.	14.02.2020	✓	✓	✓
<b>Total no. of Meetings attended by each Committee Members</b>		2(Two)	2(Two)	2(Two)

### **SALIENT FEATURES OF NOMINATION AND REMUNERATION COMMITTEE**

#### **Appointment Criteria & Qualification:**

The appointment of Director, Key Managerial Personnel and Senior Management will be based on the outcome of performance review.

The recruitment process for selection to aforementioned categories of personnel commences after the approval of manpower requisitions by the appointing authority. Relevant approval of concerned is also obtained as part of the process, as deemed fit depending upon the level of hiring.

The Committee shall consider the standards of qualification, expertise and experience of the candidates for appointment as Director, Key Managerial Personnel and accordingly recommend to the Board his/her appointment.

#### **Remuneration to Key Managerial Personnel, Senior Management Personnel and other employees:**

- a. The Key Managerial Personnel, Senior Management Personnel and other employees shall be paid remuneration as per the Compensation and Benefit Policy of the Company as revised through the Annual Salary Review process from time to time.
- b. The Human Resource department will inform the Committee, the requisite details on the proposed increments for every Annual Salary Review cycle / process including payouts for the variable part (Performance Incentive).

- c. The composition of remuneration so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate the Key Managerial Personnel and Senior Management of the quality required to effectively run the Company. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks.
- d. The market salary survey for total remuneration is commissioned with external consultants. The Basket of companies chosen for the survey are selected and finalized by HR department in consultation with concerned department making requisition.
- e. Revision in remuneration of Key Managerial Personnel assuming position of a director within the meaning of the Act, shall require prior approval of the Nomination & Remuneration Committee and the Board. Such Director shall not participate in discussion and voting thereon.
- f. The remuneration, including revision in remuneration, payable to Senior Management shall be recommended by the Committee to the Board of Directors.

**Policy on Board diversity:**

The Board shall comprise of Directors having expertise in different areas / fields like Finance, Sales and Marketing, Banking, Engineering, Human Resource management, etc. or as may be considered appropriate. In designing the Board's composition, Board diversity has been considered from a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills and knowledge. The Board shall have at least one Board member who has accounting or related financial management expertise and at least one women director.

**STAKEHOLDER'S RELATIONSHIP COMMITTEE**

The Board has duly constituted its Stakeholders' Relationship Committee in line with the provision of the Companies Act, 2013, the Committee comprised of 3 members as on 31<sup>st</sup> March, 2020, the detail of the composition of the Stakeholders' Relationship Committee Meeting along with their meetings held/attended is as follows:

**Details of Stakeholders' Relationship Committee Meeting:-**

Sr. No.	Date of Meeting	Name of Committee Members and their attendance in each meeting		
		Mr. Azgan Thamizmane Vadaseri Alagappa	Mr. Mahesh Sharma	Mrs. Sohankawar Kastoorchand Bokadia
	Designation	Chairman	Member	Member
1.	14.02.2020	✓	✓	✓
<b>Total no. of Meetings attended by each Committee Members</b>		1(One)	1(One)	1(One)

**Independent director's committee**

There are two independent directors in the company as at 31<sup>st</sup> March, 2020 and they held one meeting, which is summarized below:

**Details of independent director's committee meetings**

Sr. No.	Date of Meeting	Name of Committee Members and their attendance in each meeting
---------	-----------------	--

		Mr. Mahip Jain	Mr. Mahesh Sharma
1.	14.02.2020	✓	✓
<b>Total no. of Meetings attended by each Committee Members</b>		1(One)	1(One)

## **6. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(3) (c) of the Companies Act, 2013, your Directors confirm that—

- (a) in the preparation of the annual accounts for the financial year ended 31<sup>st</sup>March, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) such accounting policies and applied them consistently and made such 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 at 31<sup>st</sup>March, 2020 and of the profit and loss of the company for that period;
- (c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The annual accounts have been prepared on a going concern basis; and
- (e) Proper internal financial controls have been laid down which are adequate and were operating effectively.
- (f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **7. DECLARATION BY INDEPENDENT DIRECTORS AND RE- APPOINTMENT, IF ANY**

All the Independent Directors have given their declarations under section 149 (6) and section 149 (7) of the Companies Act, 2013 and the Rules made thereunder. In the opinion of the Board, the Independent Directors fulfill the conditions relating to their status as an Independent Director as specified in section 149 of the Companies Act, 2013 read with rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## **8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

The Company has not given any Loan or provided any Guarantee or Security against any Loan during the year 2019-20.

## **9. INFORMATION ABOUT SUBSIDIARY/ JOINT VENTURE/ ASSOCIATE COMPANY**

No company become or/ceased to be its Subsidiaries, Joint Venture or Associate Companies during the year.

## **10. CORPORATE SOCIAL RESPONSIBILITIES (CSR)**

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitution of Corporate Social Responsibility Committee.

## **11. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

Details of Related Party Transaction are disclosed in the note no. 2B.12 (ii) of Notes to accounts annexed to the financial statements.



## **12. DIVIDEND**

During Financial Year 2019-20, Board of Directors does not form any Dividend policy and did not recommended any Dividend to Shareholders of the Company.

## **13. RESERVES**

During Financial Year 2019-20 under review, the Board has not transferred any amount General Reserve Account of the Company.

## **14. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There was no material changes and commitments affecting the Financial Position of the Company which have occurred between the end of the financial year to which the financial statements relate and the date of the report.

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

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

- Conservation of Energy: Company activities do not involve any significant energy consumption.
- Foreign Exchange earnings and outgoings:
  - a. Foreign exchange earnings: NIL
  - b. Foreign exchange outgo: NIL

## **16. RISK MANAGEMENT POLICY**

The company followed well established risk management assessment and minimization procedures which are periodically reviewed by the Board.

## **17. BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration.

## **18. SHARE CAPITAL**

During FY 2019-20, there is no change in the capital structure of Company. The Authorised Share Capital of Company is Rs. 6,50,00,000/- (Rs. Six Crore and Fifty Lakhs only) and Paid up share Capital of Company is Rs. 6,05,97,000/- (Rs. Six Crore Five Lakh and Ninety Seven Thousand only).

## **19. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

During the year under review, the board of Directors of the Company duly constituted as per provisions of the Companies Act, 2013.

There is no change in composition of the Board of Directors as detailed below.

Thus, the Board of Directors of **BMB Music and Magnetics Limited** is a balanced one with an optimum mix of Executive and Non Executive Directors. They show active participation at the board and committee meetings, which enhances the transparency and adds value to their decision making.

As on 31<sup>st</sup> March, 2020, the Board of the company consists of five (5) Directors. The composition and category of Directors is as follows:

Category	Number of Directors	Name of Directors	Promoter/ Promoter Group
Executive Directors	2	Mr. K. C. Bokadia	Yes
		Mr. Azgan Thamizmane Vadaseri Alagappa	No
Non- Executive Directors	1	Mrs. Sohankanwar Bokadia	Yes
Non- Executive Independent Directors	2	Mr. Mahesh Sharma	No
		Mr. Mahip Jain	No

Mr. Azgan Thamizmane Vadaseri Alagappa, director of the Company who also holds the position of Chief Finance Officer (CFO) is liable to be retired by rotation in the ensuing Annual General Meeting and is also eligible to be re-appointed as director.

Further Mr. K.C. Bokadia, Managing director of the Company has attained the age of 72 years and has been proposed to be re-appointed to hold the office of Managing Director in the ensuing Annual General Meeting.

## **20. PARTICULARS OF EMPLOYEES**

As per amendment in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial personnel) Amendment Rules, 2016 dated 30.06.2016, details of top ten employees in terms of remuneration drawn, employed by the company during the financial year 2019-20 pursuant the provisions in accordance with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial personnel) Amendment Rules, 2016 and Disclosures pertaining to remuneration and other details as required under Section 197 (12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Statement of Particulars of employees is **NIL**.

## **21. REMUNERATION POLICY**

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

## **22. AUDITORS**

M/s Vinod Singhal & Co., Chartered Accountants have been appointed as statutory auditors of the company at the Annual General Meeting held on 30/09/2017 for a period of five years.

The Auditors' Report on financial statements forms part of the Annual Report. The Auditors' Report does not contain any qualifications, reservations, adverse remarks, disclaimer or emphasis of matter. Notes to the Financial Statements are self-explanatory and do not call for any further comments.

## **23. AUDITORS' REPORT**

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

## **24. SECRETARIAL AUDIT REPORT**

In terms of Section 204 of the Act and Rules made there under, M/s. ATCS & Associates, Company Secretaries have been appointed Secretarial Auditors of the Company for the financial year 2019-20. The report of the Secretarial Auditors is enclosed as **Annexure-II**.

Further with reference to the observations, Company will take corrective actions to resolve all the qualifications and there is no malafide intention of the company behind such non compliances.

## **25. INTERNAL FINANCIAL CONTROLS**

The Company has well defined mechanism in place to establish and maintain adequate internal controls over all operational and financial functions.

## **26. VIGIL MECHANISM**

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.bmbmusicandmagneticsltd.com](http://www.bmbmusicandmagneticsltd.com) under investors/policy documents/Vigil Mechanism Policy link.

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

There was no such order passed by any Authority during the year 2019-20. No such cases are pending with any Authority.

## **28. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has well defined mechanisms in place to establish and maintain adequate internal controls over all operational and financial functions considering the nature, size and complexity of its business.

## **29. DEPOSITS**

The Company has not accepted any deposits during the year 2019-20 and, as such, no amount of principle or interest was outstanding as of the Balance Sheet date.

## **30. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

## **31. HUMAN RESOURCES**

Your Company treats its "human resources" as one of its most important assets. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

### **32. CORPORATE GOVERNANCE**

The paid up equity share capital of the Company is not exceeding rupees ten crores and net worth is not exceeding rupees twenty five crores, as on the last day of the previous financial year, the Company has decided not to follow with the corporate governance provisions of SEBI (LODR) Regulations, 2015, hence the report prescribed under Schedule V (C) is not part of this report. However The Company has endeavored to follow voluntarily corporate governance principles during the previous financial year.

The Corporate Governance requirements as stipulated under the Regulation of SEBI (LODR) Regulations, 2015 is not applicable to the company. Thus, the company has filed the non-applicability certificate to the exchange for regulation 15 (2) read with regulation 27(2) of SEBI (LODR) Regulations, 2015.

### **33. INVESTOR GRIEVANCE REDRESSAL**

There were no pending complaint or share transfer cases as on 31<sup>st</sup> March, 2020, as per the certificate given by RTA.

### **34. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

A detailed report on the Management Discussion and Analysis is provided as a separate section in the Annual Report which forms part of the Board's Report.

### **35. GENERAL**

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

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
3. There were no frauds found which have been reported to the Audit Committee / Board members as well as to the Central Government. Further, there was no fraud reported by auditors under section 143 (12) of the Companies Act, 2013.

### **36. STATEMENT REGARDING COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS**

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

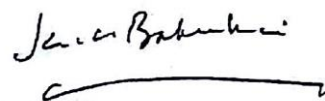
### **37. ACKNOWLEDGEMENT**

Your Directors wish to place on record their sincere appreciation for the continued support and co-operation the Government of India, BSE, NSDL, CDSL, all stakeholders, bankers, State Governments and other Government agencies for their continuing support and look forward for the same support in the future.

**Date: 27<sup>th</sup> July, 2020**

**Place: Jaipur**

**By Order of the Board of Directors**



**Kastoor Chand Bokadia**  
**DIN - 01828803**  
**Chairman cum Managing Director**

**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

**As on financial year ended on 31.03.2020**

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014**

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L18101RJ1991PLC014466
2.	Registration Date	26/07/1991
3.	Name of the Company	BMB MUSIC AND MAGNETICS LIMITED
4.	Category/Sub-category of the Company	CATEGORY: Company Limited By Shares SUB-CATEGORY: Indian Non-Government Company
5.	Address of the Registered office & contact details	G-20 IInd Floor, Nandpuri Extension, Swej Farm, New Sanganer Road, Sodala, Jaipur, Rajasthan-302019, and E-mail: kcbokdia.kcb@gmail.com, Tel: 014-4026005
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. ADROIT CORPORATE SERVICES PRIVATE LIMITED 19/20, Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Andheri(E), Mumbai-400059 Tel. No.- +91-22- 4227 0400 / 2859 6060 / 2859 4060

**II.PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Production of motion picture	59111	100%

**III. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/HUF	0	14200	14200	0.23	0	14200	14200	0.23	0.00
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00

c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other	0	0	0	0.00	0	0	0	0.00	0.00
g) Director	618149	100100	718249	11.85	618149	100100	718249	11.85	0.00
<b>Sub Total (A)(1)</b>	<b>618149</b>	<b>114300</b>	<b>732449</b>	<b>12.08</b>	<b>618149</b>	<b>114300</b>	<b>732449</b>	<b>12.08</b>	<b>00.00</b>
(2) Foreign	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Promoter shareholding (A)= (A)(1)+ (A)(2)</b>	<b>618149</b>	<b>114300</b>	<b>732449</b>	<b>12.08</b>	<b>618149</b>	<b>114300</b>	<b>732449</b>	<b>12.08</b>	<b>0</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>	0	0	0	0.00	0	0	0	0.00	0.00
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others	0	0	0	0.00	0	0	0	0.00	0.00

(specify)									
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>2. Non- Institutions</b>									
a) Bodies Corp.									
i) Indian	1516282	297100	1813382	29.93	1488209	337100	1785309	29.46	-0.47
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	506439	325900	832339	13.74	529361	325100	854461	14.10	-0.36
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	2091470	297500	2388970	39.42	2090421	297500	2387921	39.41	-0.01
c) Others (specify)									
Non Resident Indians	153460	125000	278460	4.60	153460	125000	278460	4.60	0
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
Trusts	0	0	0	0.00	0	0	0	0.00	0.00
Directors	0	14100	14100	0.23	0	14100	14100	0.23	0
Foreign Bodies - D R	0	0	0	0.00	0	0	0	0	0.00
Corporate Body - Broker	0	0	0	0.00	7000	0	7000	0.12	+0.12
<b>Sub-total (B)(2):-</b>	<b>4267651</b>	<b>1059600</b>	<b>5327251</b>	<b>87.92</b>	<b>4268451</b>	<b>1058800</b>	<b>5327251</b>	<b>87.91</b>	<b>-0.01</b>
<b>Total Public Shareholdi ng (B)=(B)(1)+ (B)(2)</b>	<b>4267651</b>	<b>1059600</b>	<b>5327251</b>	<b>87.92</b>	<b>4268451</b>	<b>1058800</b>	<b>5327251</b>	<b>87.91</b>	<b>-0.01</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>

<b>Grand Total (A+B+C)</b>	<b>4885800</b>	<b>1173900</b>	<b>6059700</b>	<b>100</b>	<b>4886600</b>	<b>1173100</b>	<b>6059700</b>	<b>100</b>	<b>0</b>
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**B) Shareholding of Promoter-**

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumber ed to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumber ed to total shares	
1	MAHAVEER CHAND BOKADIA	7100	0.12	0.00	7100	0.12	0.00	<b>0.00</b>
2	SUSHILA DEVI BOKADIA	14200	0.23	0.00	14200	0.23	0.00	<b>0.00</b>
3	KASTOOR CHAND BOKADIA	476300	7.86	0.00	476300	7.86	0.00	<b>0.00</b>
4	SOHANKAWAR K BOKADIA	199749	3.30	0.00	199749	3.30	0.00	<b>0.00</b>
5	PRAMOD BOKADIA	35100	0.58	0.00	35100	0.58	0.00	<b>0.00</b>
	<b>Total</b>	<b>732449</b>	<b>12.09</b>	<b>0.00</b>	<b>732449</b>	<b>12.09</b>	<b>0.00</b>	<b>0.00</b>

**C) Change in Promoters' Shareholding (please specify, if there is no change)**

SN	Particulars	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
1.	<b>KASTOOR CHAND BOKADIA</b>				
	<b>At the beginning of the year</b>	<b>476300</b>	<b>7.86</b>	<b>476300</b>	<b>7.86</b>
	Increase/Decrease	NO CHANGE			
	<b>At the end of the year</b>	<b>476300</b>	<b>7.86</b>	<b>476300</b>	<b>7.86</b>
2.	<b>SOHANKANWAR BOKADIA</b>				
	<b>At the beginning of the year</b>	<b>199749</b>	<b>3.30</b>	<b>199749</b>	<b>3.30</b>
	Increase/Decrease	NO CHANGE			
	<b>At the end of the year</b>	<b>199749</b>	<b>3.30</b>	<b>199749</b>	<b>3.30</b>
3.	<b>PRAMOD BOKADIA</b>				
	<b>At the beginning of the year</b>	<b>35100</b>	<b>0.58</b>	<b>35100</b>	<b>0.58</b>
	Increase/Decrease	NO CHANGE			
	<b>At the end of the year</b>	<b>35100</b>	<b>0.58</b>	<b>35100</b>	<b>0.58</b>
4.	<b>MAHAVEER CHAND BOKADIA</b>				
	<b>At the beginning of the year</b>	<b>7100</b>	<b>0.12</b>	<b>7100</b>	<b>0.12</b>
	Increase/Decrease	NO CHANGE			
	<b>At the end of the year</b>	<b>7100</b>	<b>0.12</b>	<b>7100</b>	<b>0.12</b>
5.	<b>SUSHILA DEVI BOKADIA</b>				
	<b>At the beginning of the year</b>	<b>14200</b>	<b>0.23</b>	<b>14200</b>	<b>0.23</b>



	Increase/Decrease	NO CHANGE			
	<b>At the end of the year</b>	<b>14200</b>	<b>0.23</b>	<b>14200</b>	<b>0.23</b>
	<b>TOTAL</b>	<b>732449</b>	<b>12.09</b>	<b>732449</b>	<b>12.09</b>

**D) Shareholding Pattern of top ten Shareholders:  
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	For Each of the Top 10 Shareholders	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
1.	<b>GULSHAN INVESTMENT COMPANY</b>				
	At the beginning of the year	400000	6.60	400000	6.60
	There is no change during the Financial Year 2019-20				
	At the end of the year	400000	6.60	400000	6.60
2.	<b>UNICON FINCAP PRIVATE LIMITED</b>				
	At the beginning of the year	352800	5.82	352800	5.82
	There is no change during the Financial Year 2019-20				
	At the end of the year	352800	5.82	352800	5.82
3.	<b>DISCOVERY INFOWAYS LIMITED</b>				
	At the beginning of the year	332769	5.49	332769	5.49
	There is no change during the Financial Year 2019-20				
	At the end of the year	332769	5.49	332769	5.49
4.	<b>SOHAN SUBHAKARAN GOENKA</b>				
	At the beginning of the year	171400	2.83	171400	2.83
	There is no change during the Financial Year 2019-20				
	At the end of the year	171400	2.83	171400	2.83
5.	<b>ORTHO FINVEST PRIVATE LIMITED</b>				
	At the beginning of the year	151400	2.50	151400	2.50
	There is no change during the Financial Year 2019-20				
	At the end of the year	151400	2.50	151400	2.50
6.	<b>RAJESH LAXMIDAS THAKKER</b>				

	<b>At the beginning of the year</b>	<b>147000</b>	<b>2.43</b>	<b>147000</b>	<b>2.43</b>
There is no change during the Financial Year 2019-20					
	<b>At the end of the year</b>	<b>147000</b>	<b>2.43</b>	<b>147000</b>	<b>2.43</b>
<b>7.</b>	<b>RAJESH KUMAR GUPTA</b>				
	<b>At the beginning of the year</b>	<b>140000</b>	<b>2.31</b>	<b>140000</b>	<b>2.31</b>
There is no change during the Financial Year 2019-20					
	<b>At the end of the year</b>	<b>140000</b>	<b>2.31</b>	<b>140000</b>	<b>2.31</b>
<b>8.</b>	<b>SUDESH JAIN</b>				
	<b>At the beginning of the year</b>	<b>124500</b>	<b>2.05</b>	<b>124500</b>	<b>2.05</b>
There is no change during the Financial Year 2019-20					
	<b>At the end of the year</b>	<b>124500</b>	<b>2.05</b>	<b>124500</b>	<b>2.05</b>
<b>9.</b>	<b>RAKESH NAVAL</b>				
	<b>At the beginning of the year</b>	<b>114800</b>	<b>1.89</b>	<b>114800</b>	<b>1.89</b>
There is no change during the Financial Year 2019-20					
	<b>At the end of the year</b>	<b>114800</b>	<b>1.89</b>	<b>114800</b>	<b>1.89</b>
<b>10.</b>	<b>PRATIK RAJENDRABHAI GANDHI</b>				
	<b>At the beginning of the year</b>	<b>60000</b>	<b>0.99</b>	<b>60000</b>	<b>0.99</b>
		<b>+60000</b>		<b>+60000</b>	
	<b>At the end of the year</b>	<b>120000</b>	<b>1.98</b>	<b>120000</b>	<b>1.98</b>

**E) Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of each Directors and each Key Managerial Personnel	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
<b>1.</b>	<b>V.A.A. THAMIZMANE</b>				
	<b>At the beginning of the year</b>	<b>14100</b>	<b>0.23</b>	<b>14100</b>	<b>0.23</b>
There is no change during the Financial Year 2019-20					
	<b>At the end of the year</b>	<b>14100</b>	<b>0.23</b>	<b>14100</b>	<b>0.23</b>
<b>2.</b>	<b>KASTOOR CHAND BOKADIA</b>				
	<b>At the beginning of the year</b>	<b>476300</b>	<b>7.86</b>	<b>476300</b>	<b>7.86</b>
There is no change during the Financial Year 2019-20					
	<b>At the end of the year</b>	<b>476300</b>	<b>7.86</b>	<b>476300</b>	<b>7.86</b>
<b>3.</b>	<b>SOHANKANWAR BOKADIA</b>				
	<b>At the beginning of the year</b>	<b>199749</b>	<b>3.30</b>	<b>199749</b>	<b>3.30</b>

There is no change during the Financial Year 2019-20				
<b>At the end of the year</b>	<b>199749</b>	<b>3.30</b>	<b>199749</b>	<b>3.30</b>

F) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

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

#### XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Kastoor Chand Bokadia, Managing Director	----	----	---	
1	Gross salary	NIL	NIL	NIL	NIL	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	<b>Total (A)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	<b>Ceiling as per the Act</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
1	<b>Independent Directors</b>	NIL	NIL	NIL	NIL	NIL
	<b>Fee for attending board committee meetings</b>	NIL	NIL	NIL	NIL	NIL
	<b>Commission</b>	NIL	NIL	NIL	NIL	NIL
	<b>Others, please specify</b>	NIL	NIL	NIL	NIL	NIL
	<b>Total (1)</b>	NIL	NIL	NIL	NIL	NIL
2	<b>Other Non-Executive Directors</b>	NIL	NIL	NIL	NIL	NIL
	<b>Fee for attending board committee meetings</b>	NIL	NIL	NIL	NIL	NIL
	<b>Commission</b>	NIL	NIL	NIL	NIL	NIL
	<b>Others, please specify</b>	NIL	NIL	NIL	NIL	NIL
	<b>Total (2)</b>	NIL	NIL	NIL	NIL	NIL
	<b>Total (B)=(1+2)</b>	NIL	NIL	NIL	NIL	NIL
	<b>Total Managerial Remuneration</b>	NIL	NIL	NIL	NIL	NIL
	<b>Overall Ceiling as per the Act</b>	NIL	NIL	NIL	NIL	NIL

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	<b>Gross salary</b>				
	<b>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961</b>	NIL	NIL	NIL	NIL
	<b>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961</b>	NIL	NIL	NIL	NIL
	<b>(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961</b>	NIL	NIL	NIL	NIL
2	<b>Stock Option</b>	NIL	NIL	NIL	NIL
3	<b>Sweat Equity</b>	NIL	NIL	NIL	NIL
4	<b>Commission</b>	NIL	NIL	NIL	NIL
	<b>- as % of profit</b>	NIL	NIL	NIL	NIL
	<b>others, specify...</b>	NIL	NIL	NIL	NIL
5	<b>Others, please specify</b>	NIL	NIL	NIL	NIL
	<b>Total</b>	NIL	NIL	NIL	NIL

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act, 2013	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
<b>Penalty</b>	-	NIL	NIL	NIL	NIL
<b>Punishment</b>	-	NIL	NIL	NIL	NIL
<b>Compounding</b>	-	NIL	NIL	NIL	NIL

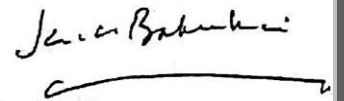
<b>B. DIRECTORS</b>					
<b>Penalty</b>	-	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Punishment</b>	-	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Compounding</b>	-	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>C. OTHER OFFICERS IN DEFAULT</b>					
<b>Penalty</b>	-	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Punishment</b>	-	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Compounding</b>	-	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

*Note 1: Mr. Vinay Jain ceased to be Director and promoter of the Company w.e.f. 17.08.2017*

**Date: 27<sup>th</sup> July, 2020**

**Place: Jaipur**

**By Order of the Board of Directors**



**Kastoor Chand Bokadia**  
**DIN: 01828803**  
**Chairman cum Managing Director**

**FORM MR-3**  
**SECRETARIAL AUDIT REPORT**  
FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2020  
*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies*  
*(Appointment and Remuneration Personnel) Rules, 2014]*

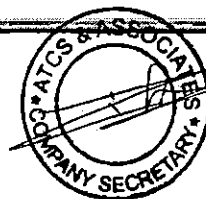
To,  
The Members,  
**BMB Music and Magnetics Limited**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BMB Music and Magnetics 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 my opinion thereon.

Based on our verification of the **BMB Music and Magnetics Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2020** 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 **BMB Music and Magnetics Limited** for the financial year ended on **31<sup>st</sup> 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 thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; (repealed w.e.f. 15<sup>th</sup> May, 2015)
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.(Not applicable to the Company during the Audit Period);



- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable to the Company during the Audit Period);
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period) and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period)
  - (i) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
  - (j) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.
- (vi) As confirmed by the management, there are no sector specific laws that are applicable specifically to the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:-

1. The company has not maintained its website as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.
2. There is no Company Secretary & Compliance Officer in the Company as per the requirement of Section 203 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.
3. Listing fees has not paid within the prescribed time period for the financial year 2019-2020.
4. The Company has not given notice in the newspaper as required under the act and SEBI Regulations.
5. The company has not complied with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.
6. The proof of dispatch of notice of Board of Directors Meeting & General Meeting were not provided during the course of audit.
7. The Company has not filled INC-22A as per Companies Act, 2013 requirement and thus company is Active Non-Compliant.



8. *The company has not complied with the provision of Section 196 & Schedule V with regard to reappointment of Managing Director who has crossed the age limit of 70 year with the approval of Members by way of Special Resolution.*
9. *The Company has not complied with the requirement of composition of board as per regulation 17 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.*
10. *The Company has also violated the provisions of Section 185, 186(7) & 73 to 77 of Companies Act, 2013 during the period under review.*
11. *Company has not complied with the Regulation 3 (5) of The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 during the period under review.*

**We further report that**

The Board of Directors of the Company was not constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors in compliance with the Companies Act 2013 and *SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.*

Adequate notice were not given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were not sent at least seven days in advance, however 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 the decisions were taken unanimously in the meetings and no dissenting views observed in the minutes.

**We further report that** there are no adequate systems and processes in the company commensurate with the size and operations of the company to ensure compliance with applicable laws, rules, regulations and guidelines.

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

**Date: 27th July, 2020**  
**Place: Jaipur**

For ATCS & Associates  
Practicing Company Secretaries  
Firm Regn. No. P2017RJ063900



**[TARA CHAND SHARMA]**

Partner

M. No. : FCS-5749

COP No. 4078



To,  
The Members  
BMB Music and Magnetics Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these Secretarial records based on our audit.
2. We have followed the Audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed 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. We have relied upon the Report of Statutory Auditors regarding compliance of Companies Act, 2013 and Rules made thereunder relating to maintenance of Books of Accounts, papers and financial statements of the relevant Financial Year, which give a true and fair view of the state of the affairs of the company.
4. We have relied upon the Report of Statutory Auditors regarding compliance of Fiscal Laws, like the Income Tax Act, 1961 & Finance Acts, the Customs Act, 1962, the Central Excise Act, 1944 and Service Tax.
5. Where ever required, we have obtained the Management representation about the compliance of Laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
7. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date: 27th July, 2020

Place: Jaipur

For ATCS & Associates

Company Secretaries

Mem. Regn. No. P2017RJ063900



[RA CHAND SHARMA]

Partner

M. No. : FCS-5749

COP No. 4078

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### ❖ FORWARD-LOOKING STATEMENTS

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events. However the threat of COVID-19 is expected to drive the economy downward in 2020. Industries and business activities around the country came to a screeching halt after the nationwide lockdowns, causing severe disruptions to supply and distribution channels. In order to revive the economy, certain industries were gradually allowed to start operations, in a phased manner.

### ❖ INDUSTRY STRUCTURE AND DEVELOPMENTS

The Global economy remained largely subdued in FY 2019-20 due to widespread uncertainties and COVID-19 impact in the last quarter of the year. A real sense of the impact of the opportunities provided by the growth in multiplex and digital distribution can be gained by looking at box office numbers and screens. 2008 witnessed the first film ever in India to cross 1 billion. In 2012 nine films achieved this milestone. Similarly, in 2008 a large film may have been released across around 1,000 screens, whereas the current figure is close to 3,500 screens. Looking ahead, continued growth is expected in multiplex screens. For example, the newly combined PVR and Cinemax chains are expected to increase the number of screens by 25% (90 screens) in FY 2014. With the expansion of Cinepolis in India and the growth in other chains such as Inox Movies and Reliance Big Cinema, growth has become an industry-wide phenomenon. This growth in the number of screens is also being accompanied by rising average ticket prices across cinemas, as the mix of multiplex and single screens cinemas changes, with a skew towards multiplexes. In FY 2013, for example, PVR Limited reported a 10% increase in average ticket prices. Growth in cinema is not restricted to Hindi films. Tamil, Telegu, Bengali and Punjabi cinema continue to grow as the availability of screens increases, with films from the regions joining the 1 billion box offices. Hindi Film Industry has become risky because of higher rates of the artists & technicians as well as the publicity taking before release become very costly. Any Hindi film publicity budget should be minimum 4-5 crore and in other way, regional film publicity budget is very restricted.

However our company has released a Tamil film – “Rocky-The Revenge” and despite of hard competition in market same has generated a good revenue for the company.

### ❖ BUSINESS OVERVIEW

The Revenue from Films during the year 2019-20 is Rs. 13,89,634.57 in the current year. The same is generated from the release of Tamil Film- “Rocky-The Revenge”.

### ❖ MARKETING

The Company is setting up a good marketing team to enter to increased turnover.

### ❖ SWOT ANALYSIS

#### *Strengths*

- Media and Entertainment is one of the most booming sectors in India due to its vast customer reach. The various segments of the Media and Entertainment industry like television and film industry have a large customer base.
- The growing middle class with higher disposable income has become the strength of the Media and Entertainment Industry
- Change in the lifestyle and spending patterns of the Indian masses on entertainment
- Technological innovations like online distribution channels, web-stores, multi- and mega plexes are complementing the ongoing revolution and the growth of the sector
- Indian film industry is second largest in the world and the largest in terms of the film produced and tickets sold.

- The low cost of production and high revenues ensure a good return on investment for Indian Media and Entertainment industry.

#### ***Weaknesses***

- The Media & Entertainment sector in India is highly fragmented
- Lack of cohesive production & distribution infrastructure, especially in the case of music industry
- The lack of efforts for media penetration in lower socio-economic classes, where the media penetration is low

#### ***Opportunities***

- The concept of crossover movies has helped open up new doors to the crossover audience and offers immense potential for development
- The increasing interest of the global investors in the sector
- The media penetration is poor among the poorer sections of the society, offering opportunities for expansion in the area
- Rapid de-regulation in the Industry
- Rise in the viewership and the advertising expenditure
- Technological innovations like animations, multiplexes etc and new distribution channels like mobiles and internet have opened up the doors of new opportunities in the sector

#### ***Threats***

- Piracy, violation of intellectual property rights poses a major threat to the Media & Entertainment Companies
- Lack of quality content has emerged as a major concern because of the 'quick-buck' route being followed in the industry
- With technological innovations taking place so rapidly, the media sector is facing considerable uncertainty about success in the marketplace.

#### **❖ INTERNAL CONTROL**

The company has customized accounting packages and also has well established system in place at various levels to check and control expenses.

#### **❖ FUTURE OUTLOOK**

The future outlook of the Company is very prospective.

#### **❖ MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED : *NIL***

#### **❖ DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The financials of the company has been prepared by ensuring the objectivity, credibility and correctness through proper financial reporting and disclosure processes, internal control, risk management policies and processes, tax policies, compliance and legal requirements and associated matters.

#### **❖ RISKS AND CONCERNS**

##### ***Change in consumer preference risk:***

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

##### ***Artist attrition risk:***

The reason for which the Company's content is preferred by the audience includes artist attrition also. These artists are an important part for the content produced by the Company.

##### ***Technological risk:***

Advancement of technology for creation of the picture is necessary with the new Technologies being adopted by the competitors

##### ***Regulatory risk:***

The business may have a positive or a negative impact on the revenues in future due to changes in the regulatory framework and the tax laws as compared to the current scenario. Management continuously monitors and makes efforts to arrest decline and adverse output on any of these factors.

❖ **CAUTIONARY STATEMENT**

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities, laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include domestic and global; supplies and demand conditions affecting prices of final product and service, input availability and prices, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

The outbreak of covid-19 has affected all businesses across economies. Our ability to successfully create content depends upon the availability, diversity and appeal of filmed content as well as the environment in which the content is being produced. The outbreak poses a risk to our ability to produce content. However, to minimize the impact, we have resumed our operations in adherence to all the standard operating procedures and social distancing norms prescribed by the local authorities. Although, the operations still remain unhedged.

**Date: 27<sup>th</sup> July, 2020**

**Place: Jaipur**

**By Order of the Board of Directors**



**Kastoor Chand Bokadia**  
**DIN: 01828803**  
**Chairman cum Managing Director**

**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 Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

I/We, being the member(s) of \_\_\_\_\_ shares of the above named company. Hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29<sup>th</sup> Annual General Meeting of the company, to be held on the 25<sup>th</sup> day of November, 2020 at 04:00 P.M. at the registered office of the company at G-20 IInd Floor, Nandpuri Extension, Swej Farm, New Sanganer Road, Sodala, Jaipur, Rajasthan-302019 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No.**

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2020 together with the Reports of the Board of Directors and Auditors thereon.		
2.	To appoint a Director in place of Mr. Azagan Thamizmane Vadaseri Alagappa (DIN: 01712306) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.		
3.	Re-appointment of Shri Kastoor Chand Bokadia (DIN: 01828803) for holding of office of Executive Chairman & Managing Director who has attained the age of 70 (Seventy) years.		

\* Applicable for investors holding shares in Electronic form.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_

Affix Revenue Stamps
----------------------------

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder  
across Revenue Stamp

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company.



**INDEPENDENT AUDITOR'S REPORT**

To,  
The Members,  
BMB Music And Magnetics Limited  
Jaipur

**Report on the Ind AS Financial Statements**

We have audited the accompanying Ind AS Financial Statements of BMB MUSIC AND MAGNETICS LIMITED ("The Company") which comprise the Balance Sheet as at 31<sup>st</sup> March 2020, the statement of Profit and Loss, the cash flow statement & the statement of changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements:**

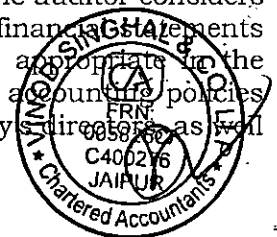
The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS Financial Statements that give true and fair view of the financial position and financial performance including cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 & the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; in design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and is free from material misstatement, whether due to fraud or error.

**Auditors' Responsibility:**

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provision of the Act and the Rules made thereunder.

We conducted our audit of the Ind AS Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The Procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the Ind AS financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the company's directors, as well as evaluating the overall presentation of the Ind AS financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Audit opinion of the Ind AS financial statements.

### Opinion

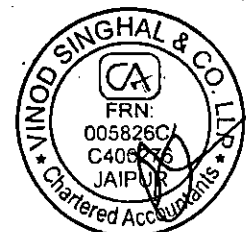
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020, and its loss including its cash flows and the changes in Equity for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the '**Annexure-A**', a statement on the matters specified in the paragraph 3 & 4 of the order.

As required by section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of accounts 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 & Loss including the Cash Flow Statement & Statement of Changes in Equity dealt with by this report are in agreement with the books of account.
- d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014 & the Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e) On the basis of 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, as per the Chapter X, Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013, is applicable on the Company **as Per Annexure-B**
- g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:



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

For **VIVOD SINGHAL & CO. LLP**  
**CHARTERED ACCOUNTANTS**  
Registration No.: **DD5826C/C400276**

**MANISH KHANDELWAL**

Partner

Membership No.: 425013

Jaipur, 27 JULY, 2020

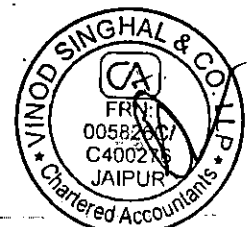
UDIN:- 20425013AAAACY6978



## “ANNEXURE-A” TO THE INDEPENDENT AUDITORS’ REPORT

The Annexure referred to in Independent Auditor’s Report to the members of the Company on the Standalone financial statements for the year ended 31 March 2020, we report that:

- |       |     |  |  |
|-------|-----|--|--|
| (i)   | (a) | Whether the company is maintaining proper records showing full particulars, including quantitative detail and situation of fixed assets;   | <b>THE COMPANY HAS MAINTAINED PROPER RECORDS SHOWING FULL PARTICULARS, INCLUDING QUANTITATIVE DETAILS AND SITUATION OF FIXED ASSETS IN COMPUTER.</b>   |
|       | (b) | Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed in such verification and if so, whether the same have been properly dealt with in the books of accounts; | <b>YES &amp; NO DISCREPANCIES WERE OBSERVED</b>  |
|       | (c) | Whether title deeds of immovable properties are held in the name of the company. If not, provide details thereof.  | <b>YES &amp; NO DISCREPANCIES WERE OBSERVED</b>  |
| (ii)  |     | Whether Physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, how they have been dealt with in the books of accounts.                               | <b>AS THE COMPANY IS DOING BUSINESS IN FILM PRODUCTION SECTOR, ITS INVENTORY IS ITS DIRECT COST INCURRED DURING THE YEAR FOR PRODUCTION OF FILMS , WHICH GETS VERIFIED TIME TO TIME BY THE MANAGEMENT.</b> |
| (iii) |     | Whether the company has granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in section 189 of the Companies Act, 2013. If so,   | <b>AS PER EXPLANATION GIVEN BY THE MANAGEMENT AND FROM THE EXAMINATION OF THE BOOKS OF ACCOUNTS NO SUCH CASE FOUND.</b>  |
|       | (a) | Whether the terms and conditions of the grant of such loans are not prejudicial to the company’s interest:   |  |
|       | (b) | Whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular, and   |  |
|       | (c) | If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest.  |  |



(iv) In respect of loans, investments, guarantees and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide details thereof.

**FOLLOWING ARE LOAN ACCOUNT WHICH HAVE VIOLATION OF SEC 185 ARE AS UNDER:**  
(1) RAJESH BOKADIA: 1,50,000

**FOLLOWING ARE LOAN ACCOUNT WHICH HAVE VIOLATION OF SEC.186(7) ARE AS UNDER:**

- (1) ARTAGE SECURITIES PVT.LTD:-
- (2) BMB PICTURES:
- (3) CLASSIC PICTURES:
- (4) KHALSA MOTOR GENERAL FINANCE CO.
- (5) METRO MOVIES:
- (6) PARAS JAIN:
- (7) PELICON FABRICS LTD:

(v) In case the company has accepted deposits from the public, whether the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provision of the Act and the rules framed there under, where applicable have been complied with, if not, the nature of contraventions should be stated; if an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal whether the same has been complied with or not?

**THE COMPANY HAS ACCEPTED FOLLOWING DEPOSIT FROM THE PUBLIC:**

- (1) Abhishek Jain MGR films: Rs.50,000
- (2) Rang Sangam: Rs.1,00,000
- (3) Banglor distributor: 25000
- (4) Chaplot Bhilwara: 1,50,000
- (5) Gautam Chand Rathore: 32,86,947.58

(vi) Where maintenance of cost records has been prescribed by the Central Government under sub-section (1) of section 148 of the Act, where such accounts and records have been made and maintained;

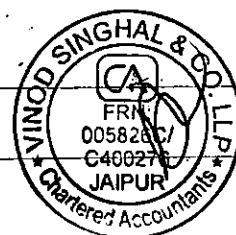
**NOT APPLICABLE**

(vii) (a) Whether the company regular in depositing undisputed statutory dues including Provident Fund, Investor Education and protection fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth tax, Custom Duty, Excise Duty, cess and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last date of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;

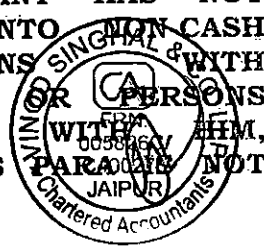
**AS PER INFORMATION & EXPLANATION GIVEN TO US THERE IS STATUTORY DUE OUTSTANDING FOR TDS LIABILITY AMOUNTING Rs. 30,49,619.64 AS AT LAST DATE OF FINANCIAL YEAR 2020 OUT OF WHICH Rs. 30,37,119 RELATES TO PRIOR LAST SIX MONTHS.**

(b) Where dues of sales tax/income tax/service tax/ custom tax/excise duty/cess have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned.

(A mere representation to the concerned Department shall not constitute the dispute)



<p>(viii) Whether the company has defaulted in repayment of loans or borrowings to a financial institution or bank or government or dues to debenture holders? If yes, the period and amount of default to be reported; <i>(in case of banks and financial institutions, lender wise details to be provided).</i></p>	<p><b>THE COMPANY DOES NOT HAVE ANY LOANS OR BORROWINGS FROM ANY FINANCIAL INSTITUTIONS, BANKS, GOVERNMENT OR DEBENTURE HOLDERS DURING THE YEAR. ACCORDINGLY THIS PARA IS NOT APPLICABLE.</b></p>
<p>(ix) Whether moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays/ default and subsequent rectification, if any, as may be applicable, be reported.</p>	<p><b>NOT APPLICABLE</b></p>
<p>(x) Whether any fraud by the company or any fraud on the company by its officers/ employees has been noticed or reported during the year, If yes, the nature and the amount involved be indicated.</p>	<p><b>AS PER THE MANAGEMENT, THERE IS NO SUCH CASE AS ON THE DATE OF BALANCE SHEET.</b></p>
<p>(xi) Whether managerial remuneration has been paid/ provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing of the same.</p>	<p><b>NO MANAGEMENT REMUNERATION PAID DURING THE YEAR, HENCE NOT APPLICABLE.</b></p>
<p>(xii) Whether the Nidhi Company has complied with the Net Owned Fund in the ratio of 1:20 to meet out the liability and whether the Nidhi Company is maintaining 10% unencumbered term deposits as specified in the Nidhi rules, 2014 to meet out the liability.</p>	<p><b>NOT APPLICABLE</b></p>
<p>(xiii) Whether all transactions with related parties are in compliance with section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc as required by the accounting standards and Companies Act, 2013.</p>	<p><b>ACCORDING TO THE INFORMATION AND EXPLANATIONS GIVEN TO US BY THE MANAGEMENT ALL TRANSACTIONS WITH THE RELATED PARTIES ARE PROPERLY DISCLOSED IN THE NOTES TO ACCOUNTS AND NO AUDIT COMMITTEE IS CONSTITUTED BY THE COMPANY.</b></p>
<p>(xiv) Whether the company has made any preferential allotment/ private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of Section 42 of the companies act, 2013 have been complied and the amount raised have been used for the purpose for which the funds were raised. If not, provide details thereof.</p>	<p><b>NOT APPLICABLE</b></p>
<p>(xv) Whether the company has entered into any non- cash transactions with directors or persons connected with him and if so, whether provisions of section 192 of Companies Act, 2013 have been complied with.</p>	<p><b>ACCORDING TO THE INFORMATION AND EXPLANATIONS GIVEN TO US AND BASED ON OUR EXAMINATION OF THE RECORDS OF THE COMPANY, THE COMPANY HAS NOT ENTERED INTO NON CASH TRANSACTIONS WITH DIRECTORS/ PERSONS CONNECTED WITH HIM, HENCE THIS PARA IS NOT APPLICABLE.</b></p>



(xvi) Whether the company is required to be registered under section 45-IA of Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.

**THE COMPANY IS NOT  
REQUIRED TO BE  
REGISTERED UNDER  
SECTION 45-IA OF THE  
RESERVE BANK OF INDIA ACT  
1934.**

**For VINOD SINGHAL & CO. LLP  
CHARTERED ACCOUNTANTS  
Registration No.: 095826C/C400276**

**MANISH BHANDELWAL  
Partner  
Membership No.: 425013**



**Jaipur, 27<sup>th</sup> July, 2020**

**BMB MUSIC & MAGNETICS LIMITED**

(CIN: L18101RJ1991PLC014466)

Regd. Off. G-20 1ind Floor, nandpuri Extension, Swej Farm, New Sangner Road, Sodala, Jaipur, 302019

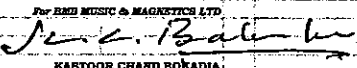
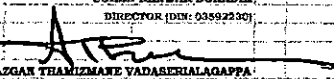
**Balance Sheet as at 31st March, 2020**

Particulars	Notes No	31-Mar-20	31-Mar-19
		Rs.	Rs.
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment	3	1,944,694.77	1,978,354.19
(b) Capital Work-in-progress			
(c) Investment Property			
(d) Goodwill			
(e) Other Intangible Assets	4	-	400,000.00
(f) Intangible assets under development			
(g) Biological Assets other than bearer plants			
<b>(h) Financial Assets</b>			
(i) Investments			
(ii) Trade receivables	5	1,568,000.00	1,568,000.00
(iii) Loans			
(iv) Other	6	37,740,554.00	37,740,554.00
(l) Deferred Tax assets (Net)			
(o) Other non-current assets	7	72,996.00	47,996.00
<b>Current assets</b>			
(a) Inventories	8	28,626,936.66	26,415,392.79
<b>(b) Financial Assets</b>			
(c) Investments			
(ii) Trade receivables	9	4,201,090.00	3,198,725.00
(iii) Cash and cash equivalents	10	460,312.66	7,316.70
(iv) Bank balances other than (iii) above			
(v) Loans			
(vi) Other			
(c) Current Tax Assets (Net)	11	35,270.00	35,270.00
(d) Other Current Assets	12	1,066,249.95	731,704.72
<b>Total assets</b>		<b>75,716,304.04</b>	<b>72,123,313.40</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	13	60,597,000.00	60,597,000.00
(b) Other Equity	14	(31,470,454.50)	(32,082,429.35)
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
<b>(a) Financial liability</b>			
(i) Borrowings			
(ii) Trade payable	15	2,482,080.00	2,482,080.00
(iii) Other financial liabilities			
(b) Provisions			
(d) Other non-current liabilities	16	30,174,662.58	27,476,715.00
(e) Deferred Tax Liabilities (Net)	17	(282,913.37)	(282,913.37)
<b>Current Liabilities</b>			
<b>(a) Financial liability</b>			
(i) Borrowings			
(ii) Trade payable	18	13,165,859.69	10,572,287.48
(iii) Other financial liabilities			
(b) Other current liabilities	19	3,943,619.64	3,284,123.64
(c) Provisions	20	106,450.00	76,450.00
(d) Current tax liabilities			
<b>Total equity and Liabilities</b>		<b>75,716,304.04</b>	<b>72,123,313.40</b>

Notes to Accounts & Summary of Significant Accounting Policies 1 & 2 (0.00) 0.00

The accompanying notes form the part of the financial statements

As per our report of date 27.07.2020  
 For VINOD SINGHAL & CO. LLP  
 Chartered Accountants  
 FRN: 005826C/  
 C400276  
 JAIPUR  
 MAHESH CHANDRA WALI  
 Partner  
 Mem. No. 4250  
 Chartered Accountants

For and on behalf of the Board  
 For BMB MUSIC & MAGNETICS LTD  
  
 KARTHOOR CHAND BOKADIA  
 MANAGING DIRECTOR (DIN: 01828830)  
 SOHAN KANWAR BOKADIA  
 DIRECTOR (DIN: 03592230)  
  
 AZGAR THAKUR VADASERIALAQAPPA  
 CFO (MFI) (PAN: ACBPT2655D)

**BMB MUSIC & MAGNETICS LIMITED**

(CIN: L18101RJ1991PLC014466)

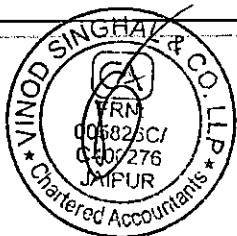
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**Profit and Loss statement for the year ended 31st March, 2020**

	Particulars	Note No	31-Mar-20	31-Mar-19
			Rs.	Rs.
I.	Revenue from operations	21	1,389,634.57	-
II.	Other Income	22	-	-
III.	<b>Total Income (I +II)</b>		<b>1,389,634.57</b>	-
IV.	<b>Expenses:</b>			
	Cost of materials consumed	23	4,112,377.44	8,451,171.98
	Purchase of stock in trade			
	Changes in inventories	24	(2,211,543.87)	(8,451,171.98)
	Employee benefits expenses	25	618,000.00	614,500.00
	Finance Costs		10,386.00	-
	Depreciation and amortization expenses	26	436,879.42	485,414.07
	Other expenses	27	811,560.73	1,136,210.35
	<b>Total Expenses (IV)</b>		<b>3,777,659.72</b>	<b>2,236,124.42</b>
V.	Profit/(Loss) before exceptional items and tax (III - IV)		(2,388,025.15)	(2,236,124.42)
VI.	Exceptional Items			
VII.	Profit/(Loss) before and tax (V - VI)		<b>(2,388,025.15)</b>	<b>(2,236,124.42)</b>
VIII.	<b>Tax expense:</b>			
	(1) Current tax			-
	(2) Deferred tax		-	(231,668.10)
IX.	Profit/(Loss) from the period from continuing operations (VII - VIII)		<b>(2,388,025.15)</b>	<b>(2,004,456.32)</b>
X.	Profit/(Loss) from discontinued operations			-
XI.	Tax expense of discontinued operations			-
XII.	Profit/(Loss) from Discontinued operations (after tax) (X - XI)			-
XIII.	Profit/(Loss) for the period (IX + XII)		<b>(2,388,025.15)</b>	<b>(2,004,456.32)</b>
XIV.	<b>Other Comprehensive Income</b>			
(A)	(i) Items that will not be reclassified to profit or loss			-
	(ii) Income tax relating to items above (in (i))			-
(B)	(i) Items that will be reclassified to profit or loss			-
	(ii) Income tax relating to items above (in (i))			-
XV.	<b>Total Comprehensive Income for the period (XIII+XIV)</b>		<b>(2,388,025.15)</b>	<b>(2,004,456.32)</b>
XVI.	Earnings per equity share: (For continuing operations)			
	(1) Basic		(0.39)	(0.33)
	(2) Diluted		(0.39)	(0.33)
XVII.	Earnings per equity share: (For discontinued operations)			
	(1) Basic			-
	(2) Diluted			-
XVIII.	Earnings per equity share: (For discontinued and continuing operations)			
	(1) Basic		(0.39)	(0.33)
	(2) Diluted		(0.39)	(0.33)

Notes to Accounts & Summary of significant accounting policies

1 & 2



*Ja c Balaban*

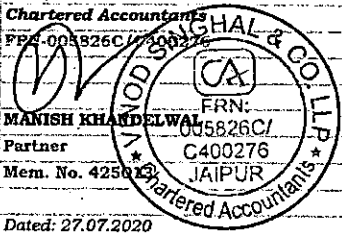
The accompanying notes forms the part of the financial statements

As per our report of even date  
For VINOD SINGHAL & CO. LLP

Chartered Accountants  
FPA-005826C/400276

MANISH KHANDELWAL  
Partner  
Mem. No. 425013

Dated: 27.07.2020  
Place: JAIPUR



For and on behalf of the Board

For BMB MUSIC & MAGNETICS LTD

*K. C. Bokadia*

KASTOOR CHAND BOKADIA

MANAGING DIRECTOR (DIN: 01828830)

*Sohan Kanwar Bokadia*

SOHAN KANWAR BOKADIA

DIRECTOR (DIN: 03592230)

*Azgan Thakur*  
AZGAN THAKUR VADASERIALAGAPPA

CFO (RMF) (PAN: ACBPT2655H)

**Notes No.04 Other Intangible Rights**

Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
<b>Marketing Rights</b>		
Doordarshan Ringtone Rights - LB/KS	400,000.00	800,000.00
Less : Ammortization	400,000.00	400,000.00
<b>Total</b>	-	<b>400,000.00</b>

**Notes No.05 Non Current Trade Receivables**

Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
Bappi lahiri	118,000.00	118,000.00
Sunil Mehta	1,450,000.00	1,450,000.00
<b>Total</b>	<b>1,568,000.00</b>	<b>1,568,000.00</b>

**Notes No.06 Other financial assets**

Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
Artage Securities Pvt Ltd	3,000,000.00	3,000,000.00
BMB Pictures	6,099,325.00	6,099,325.00
BMB Production	-	-
Classic Pictures	3,009,166.00	3,009,166.00
Khalsa Motors General Finance Co.	300,000.00	300,000.00
Metro Movies (Adv. For Music Marketing Bhaiyaji)	1,400,000.00	1,400,000.00
Paras Jain - Indore	240,000.00	240,000.00
Pelicon Fabrics Ltd	23,692,063.00	23,692,063.00
<b>Total</b>	<b>37,740,554.00</b>	<b>37,740,554.00</b>

**Notes No.07 Other Non Current Assets**

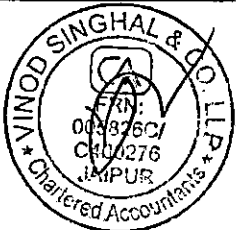
Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
<b>Security Deposits</b>		
NSC	3,000.00	3,000.00
Rent - Devi Nagar Deposit	25,000.00	-
Reliance Media Works Ltd	44,996.00	44,996.00
<b>Total</b>	<b>72,996.00</b>	<b>47,996.00</b>

**Notes No.08 Inventories**

Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
Unamortised Cost of Production of Films	28,626,936.66	26,415,392.79
<b>Total</b>	<b>28,626,936.66</b>	<b>26,415,392.79</b>

**Notes No.09 Trade Receivables**

Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
Ghokul Films Release	68,523.00	
Audiolab Media advertisers		33,814.00
Rudharaa Studio		45,000.00
KEMPRAJ V GOWDA	50,000.00	
RAMJAGADEESH FILMS	52,721.00	
Zee Entertainment Enterprises Ltd	259,000.00	
<b>Advance to creditors</b>		
T Srikanth	2,900,000.00	2,900,000.00
Avena Media Advertisers	(12,324.00)	14,616.00
Essor Publicity	290,000.00	90,000.00
Anand Cine Services	100,000.00	100,000.00
T sharma & Associates	40,295.00	15,295.00
AEROX DIGITAL CINEMAS PVT LTD	17,864.00	
LE MAGIC LANTERN	24,780.00	
SCRABBLE DIGITAL LTD	49,000.00	
Mallika Sherawat (Actress) - Recma Lamba	63,500.00	
QUBE CINEMA TECHNOLOGIES PVT LTD	74,122.00	
UPO MOVIEZ INDIA LTD.	35,976.00	
PRIYA BUILDWELL PVT LTD	50,000.00	
Sharma Holiday	60,233.00	
TICKETING EXPERT PVT LTD	52,400.00	
JVE STUDIOS PVT LTD	25,000.00	



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<b>Total</b>		<b>4,201,090.00</b>	<b>3,198,725.00</b>
<b>Notes No. 10 Cash &amp; cash equivalents</b>			
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>	
	<b>Rs.</b>	<b>Rs.</b>	
Cash in hand	459,208.30	6,152.90	
Bank of Maharashtra	1,304.36	1,163.80	
<b>Total</b>	<b>460,512.66</b>	<b>7,316.70</b>	

<b>Notes No. 11 Current Tax Assets</b>			
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>	
	<b>Rs.</b>	<b>Rs.</b>	
TDS receivable	35,270.00	35,270.00	
<b>Total</b>	<b>35,270.00</b>	<b>35,270.00</b>	

<b>Notes No. 12 Other Current Assets</b>			
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>	
	<b>Rs.</b>	<b>Rs.</b>	
GST input	1,066,249.95	731,704.72	
<b>Total</b>	<b>1,066,249.95</b>	<b>731,704.72</b>	

<b>Notes No. 13- Equity Share Capital</b>			
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>	
	<b>Rs.</b>	<b>Rs.</b>	
<b>Equity Share Capital</b>			
<b>Authorised Share capital</b>			
6500000 Equity Shares of Rs.10 each fully paid up	65,000,000.00	65,000,000.00	
<b>Issued, subscribed &amp; fully paid share capital</b>			
6059700 Equity Shares of Rs.10 each fully paid up	60,597,000.00	60,597,000.00	
<b>Total</b>	<b>60,597,000.00</b>	<b>60,597,000.00</b>	

**(a) Reconciliation of the share outstanding at the beginning and at the end of the reporting period**

Equity Shares	As at 31st March, 2020		As at 31st March, 2019	
	Number of Shares	Rs.	Number of Shares	Rs.
At the beginning of the period	6059700	60597000	6059700	60597000
Issued				
Outstanding at the end of the period	6059700	60597000	6059700	60597000

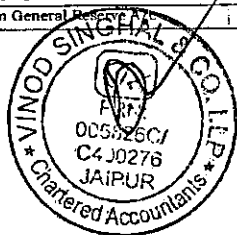
**(b) Details of shareholders holding more than 5% in the company at the end of the year**

Class of shares / Name of shareholder	As at 31st March, 2020		As at 31st March, 2019	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares of Rs.10/- each fully paidup				
Unicon Fincap Private Limited	352800	5.82	352800	5.82
Gulshan Investment Company Limited	400000	6.60	400000	6.60
Kastoor Chand Bokadia	476300	7.86	476300	7.86

The Company has only one class of share referred to as Equity Shares having a par value of Rs.10/- . Each shareholder is entitled to one vote per share with same rights. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

**Notes No. 14-Other Equity**

Particular	31.03.2020	31.03.2019
	Rs.	Rs.
<b>Security Premium Account</b>		
Balance as per last financial Statements	53,080,776.66	53,080,776.66
Add: Addition during the period		
Less: Appropriations		
Balance in Security Premium A/c	53,080,776.66	53,080,776.66
<b>General Reserve</b>		
Balance as per last financial Statement	457,500.00	457,500.00
Add: amount transferred from surplus balance in the statement of profit & loss		
Less: Appropriations		
Balance in General Reserve	457,500.00	457,500.00



*J. C. Babbar*

<b>Share Forfeiture Reserve Account</b>		
Balance as per last financial Statements	1,885,500.00	1,885,500.00
Add: Addition during the period		
Less: Appropriations		
<b>Balance in Share Forfeiture Reserve A/c</b>	<b>1,885,500.00</b>	<b>1,885,500.00</b>
<b>Profit &amp; Loss account</b>		
Balance as per last financial Statements	(87,506,206.01)	(85,501,749.69)
Add: amount transferred statement of profit & loss	(2,388,025.15)	(2,004,456.32)
Less: Appropriations		
<b>Balance in profit &amp; loss account</b>	<b>(89,894,231.16)</b>	<b>(87,506,206.01)</b>
<b>Total</b>	<b>(34,470,454.50)</b>	<b>(32,082,429.35)</b>

**Notes No. 15 Non current Trade Payables**

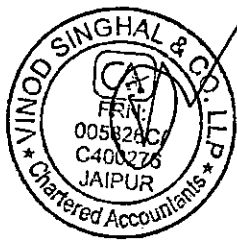
Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
<b>Sundry Creditors for Services/Expenses</b>		
The Holiday 4U	292,897.00	292,897.00
Narsu Vasudev Behera	10,000.00	10,000.00
National Security Depository Ltd	11,800.00	11,800.00
Maina Parik Hyd(Finance)	270,000.00	270,000.00
Pramod Kumar Jain	200,000.00	200,000.00
Jaipur Stock Exchange Limited	42,000.00	42,000.00
S.K Jain & Co	100,000.00	100,000.00
Ronprajath Travels- Kusal	651,000.00	651,000.00
Jaks & Associates	91,205.00	91,205.00
Infinity Print Pack Pvt Ltd	813,178.00	813,178.00
<b>Total</b>	<b>2,482,080.00</b>	<b>2,482,080.00</b>

**Notes No. 16- Other non current Liabilities**

Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
<b>Net Liabilities towards JV Agreement</b>	<b>15,513,272.00</b>	<b>15,513,272.00</b>
<b>Others</b>		
Rajesh Bokadia	6,000.00	
AAS Films Punjab	500,000.00	500,000.00
Devgirl Synthetics Private Limited	1,300,000.00	2,000,000.00
Vinod Singhal & Company	900.00	45,900.00
Gautam Chand Rathor	4,086,947.58	800,000.00
<b>Chaplot Group</b>		
Chaplot Bhiwada	3,750,000.00	3,600,000.00
Chaplot Finance	150,000.00	150,000.00
Shri Bhanwar Singhal Pal	1,700,000.00	1,700,000.00
Ajmk & Associates	11,000.00	11,000.00
Ambika Travels	25,000.00	25,000.00
SR Chaplot & Associates	650,000.00	650,000.00
Indira Films	481,543.00	481,543.00
KSS Ltd	2,000,000.00	2,000,000.00
<b>Total</b>	<b>30,174,662.58</b>	<b>27,476,715.00</b>

**Notes No. 17- Deferred Tax Liabilities**

Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
WDV as per Income Tax Act		425,734.34
WDV as per Companies Act		1,978,354.19
Difference		1,552,619.85
Tax Rate	22.00%	26.00%
Tax Effect (DTA)	0.00	403681.16
Opening DTL	(282,913.37)	(51,245.27)
Add/(Less) : During the year	(282,913.37)	352,435.89
Loss C/F as per IT Act		
Unabsorbed Depreciation c/f per IT Act		2,443,651.00
Closing DTL		635,349.26



*Vinod Singhal*

<b>Total</b>	<b>(282,913.37)</b>	<b>(282,913.37)</b>
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**Notes No. 18 - Trade Payables**

Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
Adroit Services Corporate Pvt Ltd	23,777.00	48,220.00
Baroda Films Light (Irfan)		44,720.00
B.S.E. Limited	151,940.00	307,554.00
Bollywood Cameraman	70,000.00	106,980.00
Deepak Direction (Teri Meher)		52,955.00
Dikshant Jeswani ( Rent ) Pradeep Ji	45,000.00	
Deepak Production Bombay		64,240.00
Fernweh Holidays Private Ltd	56,453.00	47,502.00
Gloria - Jun	343.88	343.88
Gautam Chand Bokadia	575,000.00	90,000.00
Jagdish Production		50,000.00
Jyoti Lakhani / Murlu Dhar	13,500.00	24,500.00
Renu Jagatia	1,200,000.00	3,000,000.00
K C Bokadia (Imprest A/c)	3,121,297.00	2,997,297.00
Karnani & Co	51,170.00	43,970.00
Ministry of Railways		3,639.60
S and V Studio		35,616.00
Sharma Sweets		30,000.00
Sea Princess Hotel and Prop		7,080.00
Sohan Kanwar Bokadia	3,289,336.00	2,826,836.00
Sumeet Productions		189,068.00
Sunil Houses		177,986.00
Suresh Kumar Production		66,000.00
BE BIRBAL DIGITAL MEDIA PVT LTD	88,500.00	
G Narasemba		41,655.00
Go Airlines India	10,689.65	
Banglor Distriboter	25,000.00	
ACTIVE TELUGU FILM PRODUCER	152,208.65	
INTERGLOBE AVIATION LIMITED	45,657.00	
MEET COMPUTER	3,800.01	
PVR Ltd	25,665.00	
PRASAD EXTERME DIGITAL CINE	4,372.00	
SUCCESS ADS	15,826.00	
VANSE INFROTECH PVT LTD	25,500.00	
SCRABBLE ENTERTAINMENT LIMITED	12,154.00	
SEASIDE HOTEL	4,000.00	
SPICEJET LIMITED	7,203.00	
Wincard Systems Zone	5,800.00	
Air Asia (India) Limited	1,176.00	
MGR Films Ind	3,782,608.00	
Mridula Mangal	6,500.00	
RPS HOTEL PVT LTD - CHANDIGARH	22,480.00	
ABHISHEK G JAIN MGR FILMS	50,000.00	
RANGSANGAM MGR FILMS	100,000.00	
S PICTURE	866.00	
Vikrant Studio Private Ltd	178,037.50	316,125.00
<b>Total</b>	<b>13,165,859.69</b>	<b>10,572,287.48</b>

**Notes No. 19 - Other current liabilities**

Particulars	31.03.2020	31.03.2019
	Rs.	Rs.
<b>Salary Payable</b>		
Sandeep Yogi	64,000.00	28,000.00
Suresh Kumar	100,000.00	30,000.00
Amit Bokadia	420,000.00	180,000.00
Lalhu House Boy		43,000.00
Deepak Kumar Gupta	104,000.00	40,000.00
Sumit Agarwal	156,000.00	
Deepali Joshi	50,000.00	
TDS Payable	3,049,619.64	2,963,123.64
Cheque issued but not paid		
<b>Total (A)</b>	<b>3,943,619.64</b>	<b>3,284,123.64</b>

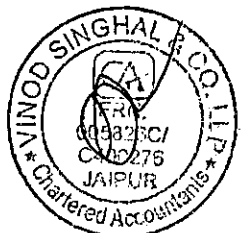
**Notes No. 20 - Provisions**

Particulars	31.03.2020	31.03.2019
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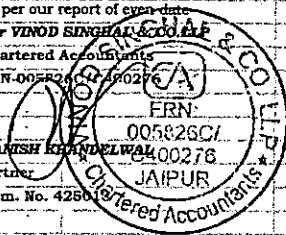
*J C Babbar*

	Rs.	Rs.
Audit Fee payable	106,450.00	76,450.00
<b>Total (A)</b>	<b>106,450.00</b>	<b>76,450.00</b>
<b>Notes No. 21 Revenue from Operations</b>		
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>
	Rs.	Rs.
Revenue from films	1,389,634.57	-
<b>Total</b>	<b>1,389,634.57</b>	<b>-</b>
<b>Notes No. 22 Other Income</b>		
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>
	Rs.	Rs.
Interest on Income Tax Refund	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Notes No. 23 Cost of Production of Feature Films</b>		
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>
	Rs.	Rs.
<b>Cost of Production of Feature Films</b>		
Opening Balances of Cost of Production	-	-
Add: Production Cost of appropriated during the year	4,112,377.44	8,451,171.98
Less: Any appropriation to Cost of Production	-	-
Closing Balance of Cost of Production of Feature films for the Current year	4,112,377.44	8,451,171.98
<b>Total</b>	<b>4,112,377.44</b>	<b>8,451,171.98</b>
<b>Notes No 24- (Increase)/decrease in Inventories</b>		
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>
	Rs.	Rs.
Opening Unammortised cost of production of films	26,415,392.79	17,964,220.81
Work in process	-	-
Closing Unammortised cost of production of films	28,626,936.66	26,415,392.79
<b>Total</b>	<b>(2,211,543.87)</b>	<b>(8,451,171.98)</b>
<b>Notes No 25- Employee benefit Expenses</b>		
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>
	Rs.	Rs.
Salary & Wages expenses	618,000.00	614,500.00
<b>Total</b>	<b>618,000.00</b>	<b>614,500.00</b>
<b>Notes No 26- Depreciation &amp; Amortization Expenses</b>		
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>
	Rs.	Rs.
Depreciation	36,879.42	85,414.07
Amortization	400,000.00	400,000.00
<b>Total</b>	<b>436,879.42</b>	<b>485,414.07</b>
<b>Notes No 27- Other Expenses</b>		
<b>Particulars</b>	<b>31.03.2020</b>	<b>31.03.2019</b>
	Rs.	Rs.
Auditors Remuneration (Refer Details below)	30000.00	51450.00
Advertisement Exp.	-	63800.00
Listing Charges	300000.00	0.00
Conveyance Exp.	12560.00	28254.00
Courier Charges	-	840.00
Bank Charges	10394.62	12586.90
Consultancy Fees	44721.18	6000.00
Donation Expense	-	11000.00
Driver Expenses	-	16000.00
D Mat & Share Registrar Exp.	19200.00	62518.00
Electricity Expenses	13880.00	12208.00
Fees & Charges	-	18838.00
Freight and cartage	-	10500.00
Legal & Consultancy	-	73739.67
Parking charges	-	304.00
Postage & Courier Exp.	-	2649.00
Professional fees	-	0.00



*Ja. C. Babbar*

Printing & Stationery Exp.		1546.00	6219.00
Office Exp.		17180.36	49602.08
Rent expenses		312500.00	202000.00
Round Off			22.70
Repair & Maintenance Expenses			39250.00
Commission Paid		43303.57	0.00
Servant Expense			6000.00
Stock Exchange Fees			316202.00
Travelling Exp.			139981.00
Telephone Exp.		6275.00	6246.00
<b>Total</b>		<b>811,560.73</b>	<b>1,136,210.35</b>
<b>Particulars</b>		<b>31.03.2020</b>	<b>31.03.2019</b>
		<b>Rs.</b>	<b>Rs.</b>
<b>As Auditor:</b>			
- Audit Fees		30,000.00	51,450.00
<b>Total</b>		<b>30,000.00</b>	<b>51,450.00</b>
As per our report of even date		For and on behalf of the Board	
For VINOD SINGHAR ACCO.		For BMB MUSIC & MAGNETICS LTD	
Chartered Accountants		<i>Jai Ch. Bhatia</i>	
FRN-005826C1/00276		KASTOOR CHAND BOKADIA	
FRN-005826C1/00276		MANAGING DIRECTOR (DIN: 61828830)	
MAHESH KHANDELWAL		<i>Sohan Kanwar Bokadia</i>	
Partner		SOHAN KANWAR BOKADIA	
Mem. No. 4250		DIRECTOR (DIN: 03592230)	
Dated: 27.07.2020		<i>Azgan</i>	
Place: JAIPUR		AZGAN THAKIZMANE VADASERIALAGAPPA	
		CFO (KMF) (PAN: ACBPT2655H)	



**BMB MUSIC & MAGNETICS LIMITED**

(CIN: L18101RJ1991PLC014466)

**CASH FLOW STATEMENT**

For the period 01.04.2019 - 31.03.2020

S. No.	Particulars	31-Mar-20		31-Mar-19	
		Details (Rs.)	Amount (Rs.)	Details (Rs.)	Amount (Rs.)
<b>A.</b>	<b>Cash flow from operating activities</b>				
a	Net profit after taxation	(2,388,025.15)	(2,388,025.15)	(2,004,456.32)	(2,004,456.32)
b	Adjustments for:				
	Add:				
	- Depreciation & Ammortization	436,879.42		485,414.07	
	- DTA	-		(231,668.10)	
	- Provision	30,000.00		-	
	- Miscellaneous Balances Written Off	-		-	
	- Interest Expense	10,386.00	477,265.42	-	253,745.97
c	Less:				
	- Interest income/received	-	-	-	-
d	Operating profits before working capital changes (a+b-c)		(1,910,759.73)		(1,750,710.35)
e	Add: Decrease in current assets and increase in current liabilities	3,253,068.21	3,253,068.21	2,333,657.10	2,333,657.10
f	Less : Increase in current assets and decrease in current liabilities	3,548,454.10	3,548,454.10	9,814,266.78	9,814,266.78
g	Cash generated from operations (d+e-f)		(2,206,145.62)		(9,231,320.03)
h	Less :income Tax Paid				
i	Net cash from operating activities(g-h)		(2,206,145.62)		(9,231,320.03)
<b>B</b>	<b>Cash Flow from Investing Activities</b>				
j	Add:				
	- Amount received from ther financial assets			361,257.00	361,257.00
k	Less:				
	- Purchase of fixed assets	3,220.00		54,040.67	
	- Loan given	-		-	
	- Deposit	25,000.00	28,220.00	-	54,040.67
l	Net cash from (or used in) investing activities(j-k)		(28,220.00)		307,316.33
<b>C</b>	<b>Cash flows from Financing Activities</b>				
m	Add:				
	Proceeds from issue of shares and debentures				
	Unsecured Loans taken	3,442,947.58	3,442,947.58	8,900,000.00	8,900,000.00
n	Less:				
	Interest on debentures and loans paid				
	Repayment of loans	745,000.00		-	-
	Intrest	10,386.00	755,386.00	-	-
o	Net cash from (or used in) financing activities(m-n)		2,687,561.58		8,900,000.00
p	Net increase/Decrease in cash and cash equivalent (1+1+o)		453,195.96		(24,103.70)
q	Add: cash and cash equivalents in the beginning of the year				
	- Cash in hand	6,152.90		15,480.20	
	- Cash at bank	1,163.80		15,940.20	
	- Marketable securities		7,316.70		31,420.40
	<b>Total(p+q)</b>		<b>460,512.66</b>		<b>7,316.70</b>
r	Less: cash and cash equivalents in the end of the year				
	- Cash in hand	459,208.30		6,152.90	
	- Cash at Bank	1,304.36		1,163.80	
	- Marketable Securities		460,512.66		7,316.70

As per our report of even date

(0.00)

For and on behalf of the Board

For VINOD SINGHAL & CO.LLP

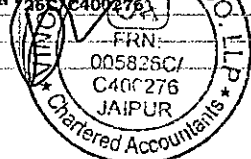
For BMB MUSIC & MAGNETICS LTD

Chartered Accountants &

*Kastoor Chand Bokadia*

FRN: 005825C/ C400276

**KASTOOR CHAND BOKADIA**  
MANAGING DIRECTOR (DIN: 01628830)



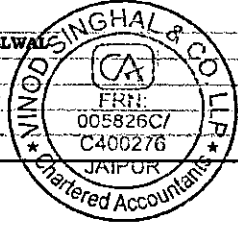
MANISH KHADELWAL

Partner

Mem. No. 425013

Dated: 27.07.2020

Place: JAIPUR



*AS*

AZGAN THAMIZMANE VADASERIALAGAPPA

CFO (KMF) (PAN: ACEPT2655H)

*Sohan Karwar Borkadia*

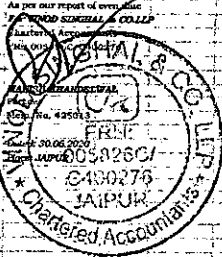
SOHAN KARWAR BOKADIA

DIRECTOR (DIN: 03592230)

**Statement for change in equity for FY 2019-20**

A. Equity Shares		Changes during the FY 2019-20		As at 31st March, 2020	
As at 31st March, 2019	As at 31st March, 2019	Number of Shares	Rs.	Number of Shares	Rs.
6059700	60597000	0	0	6059700	60597000

	Share application & pending allotment	Equity component of corresponding financial instruments	Reserve and surplus					Debt instrument through other comprehensive income	Equity instruments through other comprehensive income	Effective portion of cash flow hedges	Revaluation surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of other comprehensive income	Money received against share warrants	Total
			Capital Reserve	Securities premium reserve	General Reserve	Share Premium Reserve	Retained earnings								
Balance as on 01st April 2019	0	0		53,080,776.66	437,500.00	1,885,500.00	(87,206,206.01)	NA	NA	NA	NA	NA	NA	NA	-3208129
Changes in accounting policy or prior period errors	0	0	0	0	0	0	0	NA	NA	NA	NA	NA	NA	NA	0
Revised balance as on 01st April 2019	0	0	0	53,080,776.66	437,500.00	1,885,500.00	(87,206,206.01)	NA	NA	NA	NA	NA	NA	NA	-3208129
Total Comprehensive Income for the year	NA	NA	NA	NA	NA	NA	(3,388.02)	NA	NA	NA	NA	NA	NA	NA	-3388025
Dividends	NA	NA	0	NA	NA	NA	0	NA	NA	NA	NA	NA	NA	NA	0
Transfer to retained earnings	NA	NA	0	NA	NA	NA	0	NA	NA	NA	NA	NA	NA	NA	0
Other changes	0	0	0	0	0	0	0	NA	NA	NA	NA	NA	NA	NA	0
Balance to the end of reporting period	0	0	0	53,080,776.66	437,500.00	1,885,500.00	(89,594,231)	NA	NA	NA	NA	NA	NA	NA	-34470455



**Sohan Kanwar Bokedia**  
 SOHAN KANWAR BOKEDIA  
 DIRECTOR (DIR. 07192230)

For and on behalf of the Board  
 For **RED MUSIC & MAGNETICS LTD.**  
  
 RAJENDRA PRADESH MEHTA  
 MANAGING DIRECTOR (DIR. 01182829)  
 (CFO (RES)) (PAN: ACPPT2851H)



**BMB MUSIC & MAGNETICS LIMITED**

(CIN: L18101RJ1991PLC014466)

DETAILED ANNEXURE TO THE AUDITED FINANCIAL STATEMENT AS ON 31ST MARCH, 2020

Note No.	Particular	31-Mar-20	31-Mar-19
B	<b>Net Liabilities towards JV Agreement :</b>		
	Bloomberg Entertainment Praful	(1,020,642.00)	(1,020,642.00)
	Sonia Films Pvt Ltd	16,533,914.00	16,533,914.00
<b>Total</b>		<b>15,513,272.00</b>	<b>15,513,272.00</b>

Note No.	Particular	31-Mar-20	31-Mar-19
A	<b>Suresh (Suneet Group)</b>		
	Deepak Production Bombay	-	64240.00
	Jagdish Production	-	50000.00
	Deepak Direction (Tere Meherbaniya)	-	52955.00
	Sumeet Production	-	189068.00
	Sunil ( Suneet )	-	177986.00
	Suresh 3(Suneet)	-	66000.00
<b>Total</b>		-	<b>433,054.00</b>

As per our report of even date

For VINOD SINGHAL &amp; CO.LLP

Chartered Accountants

FRN-005826C/C100276

MANISH KHANDELWAL

Partnership Firm

Mem. No. 425013/0276

JAIPUR

Dated: 27.07.2020

Place: JAIPUR

For and on behalf of the Board  
For BMB MUSIC & MAGNETICS LTD

KASTOOR CHAND BOKADIA

MANAGING DIRECTOR (DIN: 01328830)

SOHAN KANWAR BOKADIA

DIRECTOR (DIN: 03592230)

AZGAN THAMIZMANE VADASERIALAGAPPA

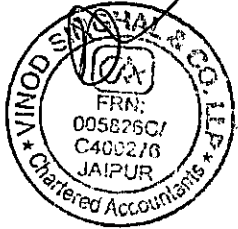
CFO (KMF) (PAN: ACBPT2655H)

**BMB MUSIC & MAGNETICS LIMITED**

(CIN: L18101RJ1991PLC014466)

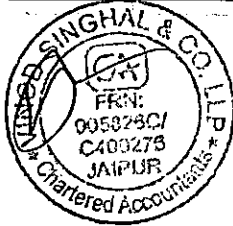
**FIXED ASSETS CHART (As Per Income Tax)**

S. NO.	Name Of Assets	Rate of Dep.	W.D.V. As on 01.04.2019	(+)-ADDITION /(-)-DELETION		TOTAL	Dep. During the Year	Net W.D.V. As on 31.03.2020
				Before 03/10	After 03/10			
(A)	<b>Property, Plant &amp; Equipemnts</b>							
	Plant & Machinery	15%	323072.38	-	-	323072.38	48460.86	274611.52
(B)	<b>Computer</b>							
	Hard Disk	40%	76837.56	3,200.00	-	80037.56	32015.02	48022.54
	Printer	40%	6,864.40			6864.40	2745.76	4118.64
(C)	<b>Furniture and Fixture</b>							
	Cooler	10%	7,560.00		0.00	7560.00	756.00	6804.00
	Furniture	10%	11,400.00			11400.00	1140.00	10260.00
	<b>TOTAL</b>		<b>425,734.34</b>	<b>3,200.00</b>	<b>-</b>	<b>428,934.34</b>	<b>85,117.64</b>	<b>343,816.70</b>
	<b>GRAND TOTAL</b>		<b>425,734.34</b>	<b>3,200.00</b>	<b>-</b>	<b>428,934.34</b>	<b>85,117.64</b>	<b>343,816.70</b>



*Jc - c. B. B. B.*

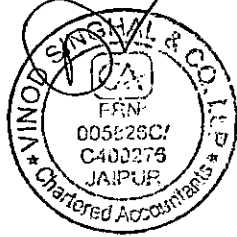
PROPERTY, PLANT AND EQUIPMENT For Financial Year 2019-20										Notes No. "02"	
S. NO.	PARTICULARS	GROSS BLOCK				DEPRECIATION			Net Block		
		AS AT 01.04.19	ADDITION	DATE USED	SALE	TOTAL	TOTAL UP TO 31.03.19	FOR THE YEAR	TOTAL UP TO 31.03.20	AS ON 31.03.20	AS ON 31.03.19
(A)	Property, Plant & Equipments										
	Plant & Machinery	38,284,132.00				38,284,132.00	35,359,925.40		35,359,925.40	1,914,206.60	1,914,206.60
(B)	Computer	174,129.00	3,220.00	304.00		177,349.00	132,234.19	27,643.89	159,884.09	17,464.92	41,894.11
	Hard Disk	4,000.00				4,000.00	1,591.98	1,520.91	3,112.89	887.11	2,408.02
	Printer	11,440.67				11,440.67	7,008.16	2,729.57	9,607.73	1,632.94	4,432.51
	Furniture and Fixtures										
	Cooler	8,400.00				8,400.00	3,609.55	2,159.05	5,768.61	2,631.39	4,790.45
	Furniture	5,500.00				5,500.00	635.90	1,259.32	1,895.22	3,604.78	4,854.10
		6,500.00				6,500.00	742.30	1,490.67	2,232.97	4,267.03	5,757.70
	Total (A)	38,494,101.67	3,220.00	304.00		38,497,321.67	36,515,747.48	36,879.42	36,552,626.90	1,944,694.77	1,978,334.19
	Grand Total	38,494,101.67	3,220.00			38,497,321.67	36,515,747.48	36,879.42	36,552,626.90	1,944,694.77	1,978,334.19



*Jasvir Bhatia*

**Statement of reconciliation of cash flow from financing activity with change in financial liability**

Particulars	Balance as on 01.04.2019	Cash flow	Non Cash transactions	Closing balance as on 31.03.2020
			Interest Accured	
<i>NO SUCH TRANSACTION ARISES DURING THE YEAR</i>				



*M. C. Bhatnagar*

# **BMB MUSIC AND MAGNETICS LIMITED**

**(CIN : L18101RJ1991PLC014466)**

**Notes to financial statements**  
**for the year ended 31<sup>st</sup> March**

**2020**

## **1. Company Overview**

BMB Music And Magnetics Limited is a listed company which was incorporated on July 26, 1991 under the provision of the Companies Act, 1956 vide Registration No. L18101RJ1991PLC014466 issued by the Registrar of Companies, Rajasthan.

The Company is engaged in producing feature films.

## **2. Basis of Preparation of Financial Statements**

These financial statements are prepared in accordance with Indian Accounting Standards (IndAs) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('The Act') (to the extent notified). The IndAs are prescribed under section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2019.

Accounting policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the Accounting policies hitherto in the use.

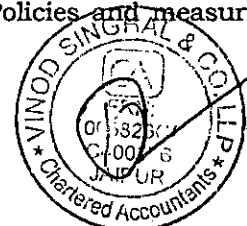
### **2A. Use of estimates**

The preparation of financial statements in conformity with Ind As requires the management to make judgment, estimates and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets & liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of Accounting Policies that require critical Accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in the notes separately. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the management becomes aware of the changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, there effects are disclosed in the notes to the financial statements.

### **2B. Summary of Significant Accounting Policies**

The Financial Statements have been prepared using the Accounting Policies and measurement basis summarized below:

*J. L. Babbar*



### **2B.1 Revenue Recognition**

Company has recognize the income generated from activities as per Appropriate Accounting Policies.

### **2B.2 Property, Plant and Equipment**

Property, Plant & Equipment as on date of the balance sheet are properly recognized at their Fair Value and depreciation on such assets are properly charged as Schedule – II of The Companies Act, 2013.

### **2B.3 Financial Instruments**

#### **Financial Assets**

Financial assets are recognized when the Company becomes a party to the contractual provisions of the Financial Instrument and are measured initially at fair value adjusted for transaction cost.

#### **Financial liabilities**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through statement of profit and loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings.

Company have unsecured loans and borrowings for which future repayment of interest and principal repayment can't be estimated reliably.

### **2B.4 Borrowing Costs**

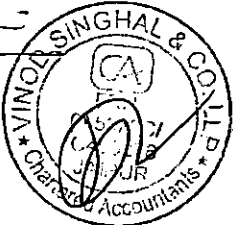
Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

### **2B.5 Impairment of Non-financial assets**

The Company assesses, at each reporting date, have to check whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. No such impairment of Non-Financial assets is made during the period under audit.

### **2B.6 Inventories**

*Jas. C. Babbar*



Company is engaged in production of feature films. As such feature films are still under production, all the direct expenses incurred (including borrowing cost if applicable as per IND AS 23) during the financial year is directly recognized as closing stock.

## **2B.7 Taxation**

### **Current income tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### **Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognized for all taxable temporary differences, except when it is probable that the temporary differences will not reverse in the foreseeable future.

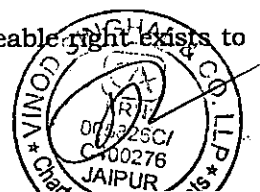
Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to



set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

GST, Sales/ value added taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognized net of the amount of sales/ value added taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognized as part of the cost of acquisition of the asset or as part of the expense item, as applicable.
- When receivables and payables are stated with the amount of tax included, the net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. In FY 2019-20, Company does not have the liability for MAT. There is no certainty of profit in near future, so no DTA/DTL is created in F.Y 2019-2020

#### **2B.8 Employee benefit schemes**

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of profit and loss for the year in which the related service is rendered. Post employment and other long term employee benefits are recognized as an expense in the profit and loss account of the year in which the employee has rendered services and treated as defined benefit plans. The expense is recognized on the assumption that such benefits are payable at the end of the year to all the eligible employees.

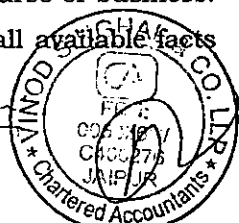
#### **2B.9 Provision for liabilities and charges, Contingent liabilities and contingent assets**

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with the applicable Ind AS.

Provisions represent liabilities to the Company for which the amount or timing is uncertain. Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the statement of profit and loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Guarantees are also provided in the normal course of business. There are certain obligations which management has concluded, based on all available facts

*J. C. Bhatnagar*





and circumstances, are not probable of payment or are very difficult to quantify reliably, and such obligations are treated as contingent liabilities and disclosed in the notes but are not reflected as liabilities in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings in which the Company involved, it is not expected that such contingencies will have a material effect on its financial position or profitability. Contingent assets are not recognized but disclosed in the financial statements when an inflow of economic benefits is probable.

### 2B.10 Earnings per share

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit and loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit and loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

Particulars	2019-20	2018-19
(a) Net Profit (Loss) after Tax available for Equity share holders (in Rs.)	(2,388,025.15)	(2004456.32)
(b) Weighted average number of Equity Shares outstanding during the year (in numbers)	6059700	6059700
(c) Basic & Diluted Earnings per Share (in Rs.)	(0.39)	(0.33)
(d) Nominal Value per Share (in Rs.)	10	10

### 2B.11 Cash Flow Statement

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

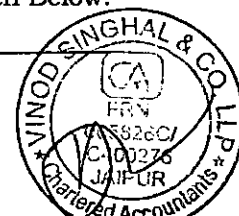
Statement of reconciliation of cash flow from financing activity with change in financial liability for FY 2019-20

### 2B.12 Related Party Disclosures

As per IND AS 24, the disclosures of transaction with the related Parties are Given Below:-

- (i) List of Entities where KMPs or relatives of KMPs have significant influence

*Jc & Bahubhai*



<b>Sr.</b>	<b>Name</b>	<b>Influence</b>
<b>No.</b>		
1.	Gautam Chand Bokadia	DIRECTOR'S BROTHER
2.	Amit Bokadia	DIRECTOR'S RELATIVE

(ii) Disclosure in respect of Related Parties Transactions During the year as under:-

<b>Sr. No.</b>	<b>Name of Related Party</b>	<b>Loan Taken/(Repaid) During the Year</b>	<b>Amt. O/s during the year</b>	<b>Payment on part of Expense/ Income/ Other etc.</b>
1.	Gautam Chand Bokadia	0.00	0.00	(LOAN)- 5,75,000
2.	Amit Bokadia	0.00	0.00	(Salary)-2,40,000.00

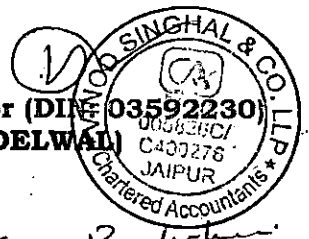
**For VINOD SINGHAL & CO. LLP**  
Chartered Accountants  
F.R.N.: 0058260/C400276



**For BMB MUSIC & MAGNETICS LTD.**

Sohan Kanwar Bokadia  
(SOHAN KANWAR BOKADIA)

Director (DIN: 03592230)  
(MANISH KHANDELWAL)



Partner

(KASTOOR CHAND BOKADIA)  
Director (DIN: 01828803)

M.No. 425013

Jaipur,  
July 27, 2020

(AZAGAN THAMIZMANE VADASERIALAGAPPA)  
CFO(KMP) (PAN: ACBPT2655H)