

BMB MUSIC & MAGNETICS LTD.

Office Address: 175, Devi Nagar, Near Vivek Vihar Metro Station - Pillar No - 73, N.S. Road, Sodala Jaipur.302019

CIN: L18101RJ1991PLC014466

Date:10.04.2024

To,
The Manager,
BSE Limited,
Dept. of Corporate Services,
Phiroze Jeejaboy Towers,
Dalal Street, Mumbai -400001

Scrip Code: 531420 Symbol: BMBMUMG

ISIN : INE644K01016

Sub.: Annual Report of the Company for the financial year 2022-23 along with Notice of 32nd Annual General Meeting ('AGM') of the Company

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby enclose the electronic copy of Annual Report of the Company for financial year 2022-23 along with the Notice of 32nd AGM scheduled to be held on Thursday, May 02nd, 2024 at 12:30 P.M (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Kindly take the same on your record.

Thanking You,

Yours Faithfully,

For, BMB MUSIC & MAGNETICS LTD.

KASTOOR
CHAND
BOKADIA

Digitally signed by
KASTOOR CHAND
BOKADIA
Date: 2024.04.10
19:31:25 +05'30'

KASTOOR CHAND BOKADIA

Managing Director

DIN: 01828803

BMB MUSIC AND MAGNETICS LIMITED
Registered Office:- B-175 Devi Nagar New Sanganer Road, Jaipur-302019,
Rajasthan, India
E-mail ID: kcbokadia.kcb@gmail.com, Contact No.: 8875779779
CIN: L18101RJ1991PLC014466

NOTICE

Notice is hereby given that the 32nd Annual General Meeting of the Members of the Company will be held on Thursday, May 02, 2024 at 12:30 P.M./IST through Video Conferencing (VC)/ other Audio Visual Means (OAVM) for which Registered office of the Company at B-175 Devi Nagar New Sanganer Road, Jaipur-302019, Rajasthan, India, shall be deemed as the venue for the meeting, to transact the following business (es):-

ORDINARY BUSINESS

1. To consider and adopt the audited annual financial statements i.e. the Balance Sheet, Profit & Loss Account and Cash Flow Statement (both standalone and consolidated) of the Company for the financial year ended 31st **March, 2023 together with report of the Board of Directors and Auditors'** thereon, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT the audited annual financial statements i.e. the Balance Sheet, Profit & Loss Account and Cash Flow Statement (both standalone and consolidated) for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon, have already been circulated to the members and produced at the meeting be and are hereby received, approved and **adopted.”**

2. To appoint a Director in place of Ms. Sohankawar Kastoorchand Bokadia (DIN: 03592230) who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. To consider re- appointment of Mr. Mahip Jain (DIN: 07130462) as an Independent Director subject to approval of shareholders by way of Special Resolution

“RESOLVED THAT pursuant to provisions of Sections 149, 152 of the Companies Act, 2013, and the Rules made thereunder including Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable, including any statutory modification or re-enactment thereof for the time being in force, the consent of the Members of the Company be and

is hereby accorded to regularise Mr. Mahip Jain (DIN 07130462) as an Independent Director of the Company for the tenure of second term of five years w.e.f 13th February, 2024”

4. To consider the Re-appointment of Mr. Azagan Thamizmane Vadaseri Alagappa (DIN: 01712306) as an Executive Director and CFO subject to the approval of shareholders by way of Special Resolution

“RESOLVED THAT pursuant to provisions of Sections 196, 197, 203 of the Companies Act, 2013, and the Rules made thereunder including Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable, including any statutory modification or re-enactment thereof for the time being in force, the consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Azagan Thamizmane Vadaseri Alagappa (DIN: 01712306) as an Executive Director and CFO of the Company for the tenure of three years w.e.f 13th February, 2024.”

5. To consider the Re-appointment of Mr. Kastoor Chand Bokadia (DIN: 01828803) as a Managing Director of the company subject to the approval of shareholders by way of Special Resolution

“RESOLVED THAT pursuant to provisions of Sections 196, 197, 203 of the Companies Act, 2013, and the Rules made thereunder including Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable, including any statutory modification or re-enactment thereof for the time being in force, the consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Kastoor Chand Bokadia (DIN: 01828803) as Managing Director of the Company with effect from November 25, 2023 for a term of three years.

For & on behalf of the board of directors of

BMB MUSIC AND MAGNETICS LIMITED

Registered Office:- B-175 Devi Nagar New Sanganer Road, Jaipur-302019,
Rajasthan, India

E-mail ID: kcbokadia.kcb@gmail.com, Contact No.: 8875779779

CIN: L18101RJ1991PLC014466

SD/-

Purna Sharma

PAN / M. no: KVVPS8101J/ ACS72600

Company Secretary

Place – Jaipur

Dated- April 06, 2024

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 READ WITH SECTION 110
OF THE COMPANIES ACT, 2013**

The following Explanatory Statement sets out all material facts relating to the Special Businesses mentioned in the accompanying notice dated April 06, 2024.

Item No. 3

In accordance with the provisions of sections 149, 152 and all other applicable provision of the Companies Act, 2013 (“Act”), read with rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), appointment of director requires approval of members by way of special resolution in case appointment for second term.

Mr. Mahip Jain has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. Mr. Mahip Jain is has graduated from Rajasthan University and thereafter pursued his earlier professional interest in the fields of manufacture, development of computer software, steel manufacture etc.

Mr. Mahip Jain is an entrepreneur and has been engaged in the business of Steel, Computer Software and Computer peripherals for over two decades. Mr. Mahip Jain lends his advisory services in the capacity of Independent Director to Gennex Healthcare Private Limited and Prudential Sugar Corporation Limited and he is also associated with other companies as freelance advisor.

During his tenure as a Director on the Board of these Companies, Mr. Mahip Jain has made valuable contribution and earned a high profile reputation for himself in the television broadcaster's fraternity. Mr. Mahip Jain has wide range acquaintances in the social circles and is highly respected for his social, works in the society.

The matter regarding appointment of Mr. Mahip Jain as Independent Director for Second term of 5 years was placed before the Nomination & Remuneration Committee, which commends his appointment as an Independent Director for Second term of Five years starting from February 13, 2024.

Also, in the opinion of the Board, Mr. Mahip Jain fulfills the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of the management.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Mahip Jain as Independent Director is now being placed before the Members in general meeting for their approval.

Copy of the draft letter for appointment of Mr. Mahip Jain would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day.

Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Details required as per Secretarial Standard (SS2)

Name of Director	Mr. Mahip Jain
DIN	07130462
Date of Birth	21/11/1970
Age	53 Years
Date of Appointment	13.02.2024
No. of share Held in the Company	Nil
Qualification	Mr. Mahip Jain is has graduated from Rajasthan University
Brief Resume and Nature of Experience	<p>Mr. Mahip Jain is has graduated from Rajasthan University and thereafter pursued his earlier professional interest in the fields of manufacture, development of computer software, steel manufacture etc.</p> <p>Mr. Mahip Jain is an entrepreneur and has been engaged in the business of Steel, Computer Software and Computer peripherals for over two decades. Mr. Mahip Jain lends his advisory services in the capacity of independent Director to Gennex Healthcare Private Limited and Prudential Sugar Corporation Limited and he is also associated with other companies as free lance advisor.</p> <p>Mr. Mahip Jain has made valuable contribution and earned a high profile reputation for himself in the television broadcaster's fraternity.</p> <p>Mr. Mahip Jain has wide range acquaintances in the social circles and is highly respected for his social, works in the society.</p>
Directorships held in other Companies	<ol style="list-style-type: none"> 1. Prudential Ammana Sugars Limited (U21020AP1988PLC008729) 2. Prudential Green Energy Limited (U35105TS2023PLC171302) 3. Gennex Health Care Private Limited (U24100TG2017PTC115123) 4. You Look We Book Tour & Travels Private Limited (U63040TG2018PTC124540) 5. India Securities Broking Private Limited. (U67120WB2004PTC097996) 6. Quick Order Private Limited (U72501TG2020PTC141484)

	<p>7. Agur Trading Private Limited (<u>U74999TG2020PTC140583</u>)</p> <p>8. Khapach Industries Private Limited (<u>U15549TG2020PTC139644</u>)</p> <p>9. Appetina Food & Spices Private Limited (<u>U15490TG2020PTC145333</u>)</p> <p>10. Elaichi Spices And Foods Private Limited (<u>U15490TG2019PTC132232</u>)</p>
Memberships / Chairmanships other Companies	NA
Inter-se relationship with other Directors, Manager and other KMP	NA
Terms & Condition of appointment or re-appointment	Re-appointment as Non-Executive Independent Director for Second term of Five years starting from February 13, 2024
Detail of remuneration sought to be paid	NIL
Last Remuneration Drawn	NIL
No. of Board meeting attended during the year (FY 2022-23)	2

None of the Directors or key managerial personnel (KMP) or relatives of directors and KMP, except Mr. Mahip Jain, is concerned or interested in the Resolution at Item No. 3 of the Notice. Mr. Mahip Jain and his relatives are interested or concerned in the Resolution concerning his appointment proposed at agenda Item No. 3.

Item No. 4

The Nomination and Remuneration Committee, in its meeting held on February 13, 2024 recommended and the Board of Directors, in its meeting held on the same day, approved the appointment of Mr. Azagan Thamizmane Vadaseri Alagappa (DIN: 01712306) as Executive Director & Chief Financial Officer of the Company for a period of 3 (three) years with effect from February 13, 2024 subject to the approval of the shareholders in ensuing Annual General Meeting.

In terms of provisions of Sections 196, 197, 203 of the Companies Act, 2013, and the Rules made thereunder including Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable, including any statutory modification or re-enactment thereof for the time being in force, Mr. Azagan Thamizmane Vadaseri Alagappa (DIN: 01712306) who was appointed as an Executive Director and CFO of the Company by the members of the Company, who being eligible for re-appointment, be and is hereby re-appointed as an Executive Director and CFO of the Company for 3 (three) consecutive years, i.e. with effect from February 13, 2024 up to February 12, 2029 and whose office shall be liable to retire by rotation.

Name of Director	Mr. Azagan Thamizmane Vadaseri Alagappa
DIN	01712306
Date of Birth	12/10/1950
Age	74
Date of Appointment	13.02.2024
No. of share Held in the Company	NIL
Qualification	M.A., Ph.D.,
Brief Resume and Nature of Experience	Mr. Azagan Thamizmane M.A., Ph.D., aged 75 years, Proprietor of Vista Visions & Sri Nachiyar Amman Films, Annai Vannamathi Films Chennai. Started his carrier as a journalist during the year 1972 and entered Film Industry by 1983. They have produced half a dozen movies, with this background and over two decade of experience. He has successfully diversified his activities infor production of Mega Serials for Southern Region Private Channels and Doordarshan. All his Mega Serials and Films were successful. His experience is of great use to the Company.
Directorships held in other Companies	1. Lotas Organic Agro Foods India Private Limited (U15134TN2020PTC138202).
Memberships / Chairmanships of other Companies	NA
Inter-se relationship with other Directors, Manager and other KMP	NA
Terms & Condition of appointment or re-appointment	Re-appointment as Executive Director and CFO for three years starting from February 13, 2024.
detail of remuneration sought to be paid	NIL
Last Remuneration Drawn	NIL
No. of Board meeting attended during the year (FY 2022-23)	4

None of the Directors or key managerial personnel (KMP) or relatives of directors and KMP, except Mr. Azagan Thamizmane Vadaseri Alagappa, is concerned or interested in the Resolution at Item No. 4 of the Notice. Mr. Azagan Thamizmane Vadaseri Alagappa and his relatives are interested or concerned in the Resolution concerning his appointment proposed at agenda Item No. 4.

Item No. 5

The Nomination and Remuneration Committee, in its meeting held on November 13, 2023 recommended and the Board of Directors, in its meeting held on the same day, approved the appointment of Mr. Kastoor Chand Bokadia (DIN: 01828803), as Managing Director of the Company with effect from November 25, 2023 subject to the approval of the shareholders in ensuing Annual General Meeting.

Mr. Kastoor Chand Bokadia, Chairman & Managing Director has attained the age of 75 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.

As per provisions of Sections 196, 197, 203 of the Companies Act, 2013, and the Rules made thereunder including Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable, including any statutory modification or re-enactment thereof for the time being in force, the consent of the members of the company be and is hereby accorded to appoint Mr. Kastoor Chand Bokadia (DIN: 01828803), as managing director, who being eligible for re-appointment to the office of Managing Director of the Company, for a term of 3 (three) consecutive years, i.e. with effect from November 25, 2023 and whose office shall be liable to retire by rotation.

Name of Director	Mr. Kastoor Chand Bokadia
DIN	01828803
Date of Birth	10/02/1949
Age	75
Date of Appointment	23/02/1994
No. of share Held in the Company	4,76,300 shares
Qualification	
Brief Resume and Nature of Experience	The Deccan Chronicle called him "the fastest producer to make 50 films". He made unconventional films such as 'Teri Meherbaniya' in which the main protagonist was a dog. He has also made films based on animals like Teri Meherbaniyan, Main Tera Dushman, Kundan. As of June 2021, he made 60+ films spanning various Indian languages. His experience and presence is of immense use to the company.
Directorships held in other Companies	1. Infinite Media Venture Private Limited (U22300DL2008PTC182512)

Memberships / Chairmanships of other Companies	NA
Inter-se relationship with other Directors, Manager and other KMP	Husband of Ms. Sohankawar Kastoorchand Bokadia,, Director
Terms & Condition of appointment or re-appointment	Re-appointment as Managing Director for three years starting from November 25 2023
detail of remuneration sought to be paid	NIL
Last Remuneration Drawn	NIL
No. of Board meeting attended during the year (FY 2022-23)	4

Except Shri Kastoor Chand Bokadia (the appointee) and Smt. Sohankawar 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. 5.

Notes:

1. A Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
2. **AS YOU ARE AWARE, IN VIEW OF THE SITUATION ARISING DUE TO COVID-19 GLOBAL PANDEMIC, THE GENERAL MEETINGS OF THE COMPANIES SHALL BE CONDUCTED AS PER THE GUIDELINES ISSUED BY THE MINISTRY OF CORPORATE AFFAIRS (MCA) VIDE CIRCULAR NO. 14/2020 DATED APRIL 8, 2020, CIRCULAR NO.17/2020 DATED APRIL 13, 2020 AND CIRCULAR NO. 20/2020 DATED MAY 05, 2020. THE FORTHCOMING AGM WILL THUS BE HELD THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO VISUAL MEANS (OAVM). HENCE, MEMBERS CAN ATTEND AND PARTICIPATE IN THE ENSUING AGM THROUGH VC/OAVM.**
3. **PURSUANT TO THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 (AS AMENDED) AND REGULATION 44 OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS 2015 (AS AMENDED), AND MCA CIRCULARS DATED APRIL 08, 2020, APRIL 13, 2020 AND MAY 05, 2020 THE COMPANY IS PROVIDING FACILITY OF REMOTE E-VOTING TO ITS MEMBERS IN RESPECT OF THE BUSINESS TO BE TRANSACTED AT THE AGM. FOR THIS PURPOSE, THE COMPANY HAS ENTERED INTO AN AGREEMENT WITH CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL) FOR FACILITATING VOTING THROUGH ELECTRONIC MEANS, AS THE AUTHORIZED E-VOTING'S AGENCY. THE FACILITY OF CASTING VOTES BY A MEMBER USING REMOTE E-VOTING AS WELL AS THE E-VOTING SYSTEM ON THE DATE OF THE AGM WILL BE PROVIDED BY CDSL.**
4. **PURSUANT TO MCA CIRCULAR NO. 14/2020 DATED APRIL 08, 2020, THE FACILITY TO APPOINT PROXY TO ATTEND AND CAST VOTE FOR THE MEMBERS IS NOT AVAILABLE FOR THIS AGM. HOWEVER, IN PURSUANCE OF SECTION 112 AND SECTION 113 OF THE COMPANIES ACT, 2013, REPRESENTATIVES OF THE MEMBERS SUCH AS THE PRESIDENT OF INDIA OR THE GOVERNOR OF A STATE OR BODY CORPORATE CAN ATTEND THE AGM. THROUGH VC/OAVM AND CAST THEIR VOTES THROUGH E-VOTING.**
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evotingindia.com.)

6. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
7. **In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021**
8. The Members can join the AGM in the VC/OAVM mode **15 minutes before and after** the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
10. The Register of Members and Share Transfer Books of the Company will remain close from – Friday, April 26, 2024 to Thursday, May 02, 2024 (both days inclusive).
11. The Members are requested to note that, the Company has appointed M/s Adroit Corporate Services Pvt. Ltd., 18-20 Jaferbhoy Industrial Estate 1st Floor, Makwana Road, Marol Naka, Mumbai-400059, Contact no. 022-42270400 email id: info@adroitcorporate.com, as Registrar and Transfer Agent to look after the work related to shares held in physical as well as demat mode.
12. CS Tara Chand Sharma has been appointed as the Scrutinizer to scrutinize the polling and e-Voting process in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote evoting in the presence of at least two witnesses not in the employment of the Company and shall make, within 2 (Two) working days of the conclusion of **the AGM, a Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman** or to a person authorised by the Chairman in writing, who shall countersign the same and declare the Result of the voting forthwith.

NOMINATION FACILITY

13. The Members who hold shares in the physical form and wish to make/change in nomination in respect of their shareholding in the Company, as permitted pursuant to the provisions of Section 72

of the Companies Act, 2013, may do so by submitting to the Company the prescribed Form SH-13 duly filled in to Company's Registrar and Share Transfer Agent (RTA). If a Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. Members who are either not desiring to register for Nomination or would want to opt-out, are requested to fill out and submit Form No. ISR-3. The said forms can be downloaded from **the Company's website** and also from the website of RTA of the Company. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no. The Nomination form can be obtained from RTA by emailing at info@adroitcorporate.com, by quoting their folio number.

14. Members, who are holding shares in identical orders of names in more than one folio, are requested **to write to the Company's Share Transfer Agent, M/s Adroit Corporate Services Pvt. Ltd., 18-20 Jaferbhoy Industrial Estate 1st Floor, Makwana Road, Marol Naka, Mumbai-400059** for consolidation into one folio.
15. The Members are requested to notify immediately changes, if any, about their name, postal address, e-mail address, telephone/mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc.
 - i. **To their Depository Participant ("DP") in case the shares are held in electronic form and**
 - ii. **To the Registrar at M/s Adroit Corporate Services Pvt. Ltd., 18-20, Jaferbhoy Industrial Estate 1st Floor, Makwana Road, Marol Naka, Mumbai-400059, Contact no. 022-42270400 email id: info@adroitcorporate.com, in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document. Further the queries related to the shares may be raised to RTA.**
16. For receiving all communication (including Annual Report) from the Company electronically:
 - i. Members holding shares in physical mode and who have not updated their email address with the Company are requested register/update the same by writing to the Company with details of Folio number and attaching self-attested copy of a PAN card at kcbokadia.kcb@gmail.com or to Adroit Corporate Services Pvt. Ltd at email id: info@adroitcorporate.com.
 - ii. **The members holding shares in electronic form may get their email id's updated with their respective Depository Participants.**
 - iii. **Temporarily updation of email ID for receiving Annual Report alongwith Notice and e-voting/video conferencing Instructions of the 32nd AGM:** The member may temporarily update their email id by dropping email along with signed request letter to our E-voting and Video conferencing Agency CDSL India at www.evotingindia.com or to the Company at kcbokadia.kcb@gmail.com
17. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with

whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / M/s Adroit Corporate Services Pvt. Ltd

INSPECTION OF DOCUMENTS

18. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013, the Register of contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 and the relevant documents referred to in the accompanying Notice and the Statement will be available electronically for inspection by the members during the AGM without any fees by the members. Members seeking to inspect such documents can send an email to kcbokadia.kcb@gmail.com

DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE

19. In consonance with the MCA Circulars and SEBI Circulars, the Notice of the 32nd AGM along with the Annual Report for financial year 2022-23 and other communications is being sent only to those members, whose email id are registered with the Company/ RTA / Depositories till April 06, 2024 (cutoff date for sending the Notice).

The Members who had joined the Company as member after April 06, 2024 till April 26, 2024 (7 days prior to date of Meeting) may write to kcbokadia.kcb@gmail.com or info@adroitcorporate.com.

The Members may note that the Notice of the 32nd AGM along with the Annual Report for financial year 2022-23 will also be available on the Company's website, website of the Stock Exchange-BSE Limited - at www.bseindia.com - and on the website of the E-voting and Video conferencing Agency viz. CDSL at www.evotingindia.com.

20. Pursuant to the provisions of the Section 124 and 125 of the Companies Act, 2013 read with the **IEPF Authority (Accounting, audit, Transfer and Refund), Rule, 2016 ("The Rules")** Unpaid/Unclaimed Dividend are required to be transferred by the Company to Investor Education & Protection fund (The IEPF) established by the Central Government after the completion of seven years. Further according to the Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years shall also be transferred to the demat account created by the IEPF Authority., however, the company did not declare dividend in last seven years.
21. Non-Resident Indian Members are requested to inform our RTA M/s. Adroit Corporate Services Pvt. Ltd, immediately of:
- i. Change in their residential status on return to India for permanent settlement.
 - ii. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
22. **In terms of Regulation 40(1) of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019,**

except in case of request received for transmission or transposition of securities. Further, SEBI had fixed March 31, 2021, as the cut off date for the re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in dematerialized mode. The requests for effecting transfer / transmission / transposition of securities shall not be processed unless the securities are held in the dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. The Members, who have not, yet got their shares dematerialized are requested to opt for the same in their own interest and send their share certificates through Depository Participant(s) with whom they have opened the dematerialization account to the Share Transfer Agent of the Company. The promoters of the Company have already converted their 100% physical shareholding into demat form.

As the AGM of the Company is to be conducted through VC/OAVM, the Members desirous of getting any information/clarification relating to any of the business mentioned in notice of the AGM of the Company or intending to raise any query at AGM are requested to write to the Company Secretary at email id at prernasharma1616@gmail.com or kcbokadia.kcb@gmail.com at least Seven days before the Meeting i.e. by April 25, 2024, so that the information required can be made readily available.

23. The 32nd AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 and MCA/SEBI circulars.

24. Voting through electronic means:

- a) The facility for e-voting shall be made available at the AGM and the members attending the meeting who have not casted their vote by remote e voting shall be able to exercise their right at the meeting through e-voting. Necessary instruction are given under-
- b) The members who have casted their vote by remote e- voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again at the AGM.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The remote e-voting period will commence at 9:00 A.M. on **Monday, April 29, 2024 and will end at 5:00 P.M. on Wednesday, May 01, 2024.** During this period, Members of the

Company holding shares either in physical form or in dematerialized form, as **on cut-off date i.e. Thursday, April 25, 2024**, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL, E-voting agency 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) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to **its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.**

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below.

Type of shareholders	Login Method
<p>I. Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>II. Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
<p>III. Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) **Click on “Shareholders” module.**
 - 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
<p>Dividend Bank Details</p> <p>OR Date of Birth (DOB)</p>	<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"> • 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.

- (vi) **After entering these details appropriately, click on “SUBMIT” tab.**
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. **However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) **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.**
- (xi) **Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.**
- (xii) **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.**
- (xiii) **Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.**
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the **“Corporates”** module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, 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.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; kcbokadia.kcb@gmail.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at kcbokadia.kcb@gmail.com, company email id. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at kcbokadia.kcb@gmail.com, company email id. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting..

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. **For Physical shareholders-** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. **For Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

BMB MUSIC AND MAGNETICS LIMITED

32nd Annual Report 2022-23

Registered Office: B-175 Devi Nagar New Sanganer Road Jaipur, 302019

32ND Annual Report

CHAIRMAN & MANAGING DIRECTOR: : Shri Kastoor Chand Bokadia,

DIRECTORS: : Shri Mahip Jain, Independent Director
: Shri Deepak Arora, Independent Director
: Shri Azagan Thamizmane Vadaseri Alagappa, Director
: Smt. Sohankawar Kastoorchand Bokadia, Director.

COMPANY SECRETARY : CS Purna Sharma

CHIEF FINANCIAL OFFICER : Shri Azagan Thamizmane Vadaseri Alagappa

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

SECRETARIAL AUDITORS : Jain Sharma and Associates,
Practicing Company Secretaries

REGISTRARS & TRANSFER AGENTS : Adroit Corporate Services Pvt. Ltd.
18-20 Jaferbhoy Industrial Estate,
1st Floor, Makwana Road, Marol Naka, Mumbai-400059

Registered Office:

BMB MUSIC AND MAGNETICS LIMITED

CIN: L18101RJ1991PLC014466

Reg. Office: B-175 Devi Nagar New Sanganer Road Jaipur 302019

E-mail: kcbokdia.kcb@gmail.com

Tel: 0141-4026005

BMB MUSIC AND MAGNETICS LIMITED
Registered Office:- B-175 Devi Nagar New Sanganer Road, Jaipur-302019,
Rajasthan, India
E-mail ID: kcbokadia.kcb@gmail.com, Contact No.: 8875779779
CIN: L18101RJ1991PLC014466

BOARD'S REPORT

To,

The Members,

BMB Music and Magnetics Limited

Your Directors have the pleasure of presenting the 32nd Annual Report of the company together with financial statements for the Financial Year ended March 31, 2023.

1. FINANCIAL SUMMARY

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

(Amount Rs.)

(Amount in Lakhs)

Particulars	2022-23	2021-22
Revenue from Operations	14.00	-
Other Income	-	-
Profit before Interest and Depreciation and Tax	10.29	-27.95
Finance Cost	0.30	.012
Depreciation	1.85	0.05
Net Profit before Tax	8.14	-28.12
Tax Expense	-	-
Deferred Tax	2.83	-
Net Profit after Tax	5.31	-28.12

2. STATE OF COMPANY'S AFFAIRS/ FINANCIAL PERFORMANCE

During the period under review, the company had reported turnover of Rs. 14.00 (amount in Lakhs) turnover which can be considered as a substantial increase from NIL in the previous year. The net profit of the Company was recorded as Rs. 5.31 (amount in Lakhs), which is further a substantial increase and an achievement as the Company reported a loss of Rs. 28.12 (Amount in Lakhs) in the Previous year.

3. INFORMATION ABOUT SUBSIDIARY/ JOINT VENTURE/ ASSOCIATE COMPANY

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

4. CHANGE IN NATURE OF BUSINESS

There is no change in the Nature of Business of the Company during the Year under Review.

5. RESERVES

During Financial Year 2022-23 under review, the Board has not transferred any amount General Reserve Account of the Company.

6. DIVIDEND

During Financial Year 2022-23, Board of Directors did not recommended any Dividend to Shareholders of the Company and does not form any Dividend policy.

7. SHARE CAPITAL

During FY 2022-23, there is no change in the capital structure of Company. The authorized 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).

8. 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.

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 31st March, 2023, 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/ KMP	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	1	Mr. Deepak Arora	No

i. CESSATION

- Mr. Mahip Jain, Non-Executive, Independent Director resigned from the directorship of the Company on August 25, 2022.
- Ms. Bindu Pareek, Company Secretary of the Company resigned w.e.f. 30/09/2022.
- Pursuant to Provisions of Section 152 of the Companies Act, 2013 Mrs. Sohankanwar Bokadia, Non- Executive Directors, retired and, being eligible, offers herself for re-appointment as a Non- Executive Directors of the Company liable to retire by rotation.

Except above, during the financial year 2022-23, no Directors/ KMPs retired or ceased their office.

ii. APPOINTMENT/ RE-APPOINTMENT

No new Directors/KMPs was appointed on the Board of the Company during the Financial Year 2022-23.

9. DECLARATION BY INDEPENDENT DIRECTORS

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.

10. BOARD MEETINGS

During the Financial Year 2022-23, the Company held four meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below.

S. No.	Name of Directors	Date of meeting and their attendance in each meeting				Total no. of Meetings attended by each Director
		30.05.2022	13.08.2022	10.11.2022	14.02.2023	
1.	Mr. Kastoor Chand Bokadia	✓	✓	✓	✓	Four (4)
2.	Mrs. Sohankawar Kastoorchand Bokadia	✓	✓	✓	✓	Four (4)

3.	Mr. Azagan Thamizmane Vadaseri Alagappa	✓	✓	✓	✓	Four (4)
4.	Mr. Mahip Jain	✓	✓	-	-	Two (2)
5.	Mr. Deepak Arora	✓	✓	✓	✓	Four (4)

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.

11. 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 31st March, 2023. 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. Deepak Arora	Mrs. Sohankawar Kastoorchand Bokadia	Mr. Mahip Jain
	Designation	Chairman	Member	Member
1.	30.05.2022	✓	✓	✓
2.	13.08.2022	✓	✓	✓
3.	10.11.2022	✓	✓	-
4.	14.02.2023	✓	✓	-
Total no. of Meetings attended by each Committee Members		Four(4)	Four(4)	Two(2)

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 31st March, 2023, 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. Deepak Arora	Mrs. Sohankawar Kastoorchand Bokadia	Mr. Mahip Jain
	Designation	Chairman	Member	Member
1.	13.08.2022	✓	✓	✓

2.	10.11.2022	✓	✓	–
3.	14.02.2023	✓	✓	–
Total no. of Meetings attended by each Committee Members		3(Three)	3(Three)	1(one)

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 31st March, 2023, 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. Deepak Arora	Mrs. Sohankawar Kastoorchand Bokadia
	Designation	Chairman	Member	Member
1.	14.02.2023	✓	✓	✓
Total no. of Meetings attended by each Committee Members		1(One)	1(One)	1(One)

INDEPENDENT DIRECTOR'S COMMITTEE

There are two independent directors in the company as at 31st March, 2023 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. Deepak Arora
1.	13.08.2022	✓	✓
Total no. of Meetings attended by each Committee Members		1(One)	1(One)

12. WEB ADDRESS OF THE COMPANY

The provisions of section 134 (3) (a) prescribes the Company to mention the web address, if any, where the Annual Return referred to in sub section (3) of Section 92 has been placed, the Company does not have a web address.

13. AUDITOR AND AUDITOR'S REPORT

i. STATUTORY AUDITOR

M/s Vinod Singhal & Co./ LLP, Chartered Accountants, having registration No. 005826C/C400276 allotted by The Institute of Chartered Accountants of India (ICAI) was re-appointed as the statutory auditors of the Company by the Shareholders at its 31st Annual General Meeting till the conclusion of the 36th Annual General Meeting of the Company to be held in the calendar year 2027.

Their appointment was recommended by Audit Committee.

AUDITOR'S 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.

ii. SECRETARIAL AUDITOR

In terms of Section 204 of the Act and Rules made there under, M/s. Jain Sharma & Associates, Company Secretaries have been appointed Secretarial Auditors of the Company for the financial year 2022-23. The report of the Secretarial Auditors is enclosed as Annexure-A.

DIRECTOR'S RESPONSE TO AUDITOR'S REMARKS

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

iii. COST AUDITOR

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the maintenance of cost audit records is not applicable on the Company.

iv. INTERNAL AUDITOR

The Company is in process for appointment of internal auditor of the Company.

14. ANNUAL RETURN

The Annual Return for Financial year 2021-22 can be accessed at the website of the company. The draft Annual Return for financial Year 2022-23 can be accessed at the website of the company

15. FRAUD REPORTING

There were no frauds found which have been reported to the Audit Committee / Board members as well as to the Central Government.

16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year under review, no related party transaction as referred under Section 188 of the Companies Act, 2013 were entered.

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

17. 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 2022-23 pursuant to 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.

18. 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

19. INSURANCE AND RISK MANAGEMENT

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

20. CORPORATE SOCIAL RESPONSIBILITY

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

21. 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

22. WHISTLE BLOWER POLICY/ VISIL 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 under investors/policy documents/Vigil Mechanism Policy link.

23. 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.

24. NOMINATION & REMUNERATION POLICY

The Nomination & Remuneration Committee of the Company formulated a criteria's for determining qualifications, positive attributes and independence of a director and other matters provided under Sub-section (3) of Section 178 of the Companies Act, 2013 and recommended to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees.

25. PERFORMANCE EVALUATION OF DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, 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 Committee, Nomination & Remuneration and other committees as per the Board Evaluation policy.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Non-Independent Directors was carried out by the Independent Directors.

26. INDEPENDENT DIRECTOR'S MEETING

During the year under review, one meeting of the Independent Directors of your Company was held on 13.08.2022. The Meeting are conducted in an informal and flexible manner to enable the Independent Directors to consider matters pertaining to, inter alia, review of performance of Non- Independent Directors and the Board as a whole, review the performance of the Company, assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

27. INTERNAL FINANCIAL CONTROLS WITH RESPECT TO THE FINANCIAL STATEMENTS

The Company maintains adequate internal control system and procedures commensurate with its size and nature of operations. The internal control systems are designed to provide a reasonable assurance over reliability in financial reporting, ensure appropriate authorisation of transactions, safeguarding the assets of the Company and prevent misuse/ losses and legal compliances.

28. PUBLIC DEPOSIT

Your Company has not accepted any public deposit within the meaning of provisions of section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and there is no outstanding deposit due for re-payment.

29. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any Loan or provided any Guarantee or Security against any Loan during the year 2022-23 under section 186 of the Companies Act, 2013.

30. SIGNIFICANT MATERIAL CHANGES AFTER BALANCE SHEET DATE AFFECTING FINANCIAL POSITION

There are no change and commitments which affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate i.e. 31.03.2023 and the date of report.

However the following changes have been observed in the Composition of the Board-

- Mr. Azagan Thamizmane Vadaseri Alagappa was re-appointed as Executive Director & CFO of the Company on 13.02.2024.
- Mr. Kastoor Chand Bokadia was re-appointed as Managing Director of the Company w.e.f. 25.11.2023.
- Mr. Mahip Jain was re-appointed as Independent Director of the Company w.e.f. 13.02.2024

31. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of the Section 124 and 125 of the Companies Act, 2013 read with the IEPF Authority (Accounting, audit, Transfer and Refund), Rule, 2016 (“The Rules”) Unpaid/Unclaimed Dividend are required to be transferred by the Company to Investor Education & Protection fund (The IEPF) established by the Central Government after the completion of seven years. Further according to the Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account created by the IEPF Authority. However, the company did not declare any dividend.

32. SECRETARIAL STANDARD

During the reporting period 2022-23, your Company has complied with the Secretarial Standard issued by the Institute of Companies Secretaries of India, which were made applicable and amended from time to time.

33. CREDIT RATING

The Company has not obtained Credit Rating from any credit rating agency during the financial year 2022-23.

34. LISTING AND CONFIRMATION OF FEE

The securities of your Company are listed at The Bombay Stock Exchange Limited (BSE) The Annual Listing fees for the financial year 2022-23 were paid as and when required during the Financial Year.

Annual Custodian fees to NSDL and CDSL for the financial year 2022-23 were also paid on time.

35. DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that During Financial year 2022-23:

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

36. STATUTORY DISCLOSURES

During the reporting Financial Year 2022-23, your Directors state that there being no transactions were done with respect to the following items, hence, no disclosure or reporting is required:

- i. Issue of Equity shares with differential rights as to dividend, voting or otherwise.
- ii. Issue of shares (including sweat equity shares) to the Employees of your company under any scheme.
- iii. The Managing Director of your company did not receive any remuneration or commission from any of the subsidiaries.
- iv. No significant or material orders were passed by the Regulators or Courts or Tribunals, which impact the **going concern status and Company's operations in future**.
- v. Buy Back of shares.
- vi. The Company has neither filed any application under the Insolvency and Bankruptcy Code, 2016 (31 of 2016), as amended from time to time, nor has availed one time settlement with respect to any loans from banks or financial institutions.

37. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of Provision of Regulation 34 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 and in compliance of the provision of Companies Act -2013 a Management Discussion and Analysis Report is appended to this report as **Annexure B**.

38. INDUSTRIAL RELATION

Relation with the employees remain cordial and your Directors wish to place on record their appreciation of the co-operation and contribution made by the employees at all levels.

39. RIGHT OF MEMBER TO COPIES OF AUDITED FINANCIAL STATEMENT

Having regard to the provisions of the first proviso to Section 136(1) of the Act read with MCA Circular Nos. 10/2022, dated 28th December 2022, 02/2022 dated May 05, 2022, 02/2021 dated January 13, 2021, 20/2020 dated May 05, 2020 read together with circular no. 14/2020 dated April 08, 2020, circular no. 17/2020 dated April 13, 2020 and circular no. 22/2020 dated June 15, 2020 and Circular no. SEBI/HO/CFD/CMD 2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and any other circulars be issued from time to time by the Securities Exchange Board of India, the Annual Report for financial year 2022-23 and other communications is being sent only to those members, whose email id are registered with the Company/ RTA/Depositories on cutoff date for sending notice of AGM through electronic mode only. The Member may note that no printed Annual Report for financial year 2022-23 would be issued except requested specifically.

The Members who had joined the Company as member after cut off date for sending notice to members till 7 days prior to date of Meeting may write to kcbokadia.kcb@gmail.com. The Members may note that the Notice of the 32nd AGM alongwith the Annual Report for financial year 2022-23 will also be available on the Company's website, website of the Stock Exchange and on the website of the E-voting and Video conferencing Agency.

40. INVESTOR GRIEVANCE REDRESSAL

There were no pending complaint or share transfer cases as on 31st March, 2023, as per the certificate given by RTA.

41. CAUTIONARY STATEMENT

The statements contained in the Board's Report and Management Discussion and Analysis contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations. Various factors such as economic conditions, changes in government regulations, tax regime, other statutes, market forces and other associated and incidental factors may however lead to variation in actual results.

42. ACKNOWLEDGEMENTS

Your Board place on record their appreciation for the overwhelming co-operation and assistance received from the Company's esteemed Shareholders, valued Business Associates, Bankers, various Financial Institutions, the State and Central Government Bodies, Auditors and Legal Advisors for their valuable contribution and continued support and to all the persons who reposed faith and trust in Company.

Your Board also place on record their appreciation to its employees for their dedicated service and firm commitment to the goals of the Company, without their commitment and hard work, Company's consistent growth was not possible

Date: March 05, 2024

Place: Jaipur

By Order of the Board of Directors

SD/-

Kastoor Chand Bokadia

DIN - 01828803

Chairman cum Managing Director

ANNEXURE-A

**FORM MR-3
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31st March, 2023

*[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 **31st March, 2023** 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 **31st March, 2023** 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. 15th 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 proof of dispatch of notice, draft minutes and final minutes of meeting of the board of Directors & the proof of dispatch of notice of General Meeting (s) were not provided during the course of audit.*
2. *In preparation of financial statements for the financial year 2022-23 the provisions of Schedule III of the Companies Act, 2013 has not been followed.*
3. *Internal auditor has not been appointed as per the provisions of section 138 of the Companies Act, 2013.*
4. *The provisions of secretarial standards prescribed by the Institute of the Company secretaries of India has not been complied with.*
5. *The company has not maintained its website as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. Hence there is violation of Reg 46. The company has not adopted any policies as prescribed under Companies Act, 2013 and SEBI (LODR) ,2015 nor policies have been amended as per the amendments made in Companies Act, 2013 and SEBI (LODR) , 2015*
6. *The Company has not complied with the provisions of Section 108 read with Rules made thereunder of Companies Act 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for provided e-voting facility and appointment of Scrutinizer in the 31st Annual General Meeting*
7. *Listing fees has not paid within the prescribed time period for the financial year 2023-2024.*

8. *The Company has not published its quarterly results (s) for the F.Y. 2022-23 and the notice of 31st AGM in the newspaper(s) as required under the act and SEBI Regulations or published with delay.*
9. *The Company has not complied with the requirement of composition of board as per the Companies Act 2013 and regulation 17 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.*
10. *The Company has not appointed key managerial person (s) as per the provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.*
11. *The company has not appointed compliance officer as per the provisions of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.*
12. *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.*
13. *Annual disclosure of Regulation 40 under SEBI (LODR),2015 has not been complied.*
14. *Company neither maintain SDD nor have any software in place. Further, quarterly report of SDD has not been submitted.*
15. *Annual Disclosure under Regulation 31 (SAST) has not been made.*
16. *The company has not complied with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.*

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 'I'** and forms an integral part of this report.

Place: Jaipur

Date: 02.03.2024

UDIN: F005749E003527850

For Jain Sharma & Associates

Practicing Company Secretaries

Firm Regn. No. **S2007RJ095000**

SD/-

[TARA CHAND SHARMA]

Proprietor

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.

Place: Jaipur
Date: 02.03.2024
UDIN: F005749E003527850

For Jain Sharma & Associates
Practicing Company Secretaries
Firm Regn. No. **S2007RJ095000**

SD/-
[TARA CHAND SHARMA]
Proprietor
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.

❖ **INDUSTRY STRUCTURE AND DEVELOPMENTS**

The Global economy remained largely subdued in FY 2022-23 due to widespread uncertainties and COVID-19 impact. 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.

❖ **BUSINESS OVERVIEW**

The Company have produced one Movie, "*The Signature*" during the Financial Year under consideration.

❖ **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: March 05, 2024

Place: Jaipur

By Order of the Board of Directors

SD/-

Kastoor Chand Bokadia

DIN: 01828803

Chairman cum Managing Director



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 31st March 2023, 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, 2023, and its Profit 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, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure-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 APRIL 30, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company, 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 VINOD SINGHAL & CO. LLP

CHARTERED ACCOUNTANTS

Registration No.: 005826C/C400276



MANISH KHANDELWAL

Partner

Membership No.: 425013

Dated: -16-05-2023

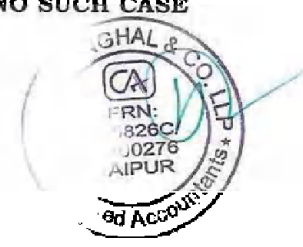
Place: - Jaipur

UDIN:-23425013BGWBGX6651

"ANNEXURE-A" TO THE INDEPENDENT AUDITORS' REPORT

**ANNEXURE REFERED TO IN PARAGRAPH 6th OF OUR REPORT EVEN DATE ON THE ACCOUNTS OF
BMB MUSIC AND MAGNETICS LIMITED FOR THE YEAR ENDED ON 31st MARCH, 2023**

- | | | | |
|------|-----|---|---|
| (i) | (a) | A. Whether the company is maintaining proper records showing full particulars, including quantitative detail and situation of Property, Plant and Equipment. | AS PER REPRESENTATION GIVEN BY MANAGEMENT, THE COMPANY HAS MAINTAINED PROPER RECORDS SHOWING FULL PARTICULARS, INCLUDING QUANTITATIVE DETAILS AND SITUATION OF PROPERTY, PLANT AND EQUIPMENT IN COMPUTERISED SYSTEM. |
| | | B. Whether the company is maintaining proper records showing full particulars of Intangible Assets. | AS PER REPRESENTATION GIVEN BY MANAGEMENT, THE COMPANY IS MAINTAINING PROPER RECORDS SHOWING FULL PARTICULARS OF INTANGIBLE ASSETS IN COMPUTERISED SYSTEM. |
| | (b) | Whether these Property, Plant and Equipment 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; | YES, AS PER REPRESENTATION GIVEN BY MANAGEMENT, THE MANAGEMENT HAS PHYSICALLY VERIFIED THE PROPERTY PLANT AND EQUIPMENT AT REASONABLE INTERVALS AND NO DISCREPANCIES WERE OBSERVED |
| | (c) | Whether title deeds of immovable properties are held in the name of the company. If not, provide details thereof. | YES & NO DISCREPANCIES WERE OBSERVED. |
| | (d) | Whether the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer.
specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets; | NO, COMPANY HAS NOT REVALUED ITS PROPERTY, PLANT AND EQUIPMENT (INCLUDING RIGHT OF USE ASSETS) OR INTANGIBLE ASSETS OR BOTH DURING THE YEAR |
| | (e) | Whether any proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, if so, whether the company has appropriately disclosed the details in its financial statements. | NO ANY OF PROCEEDINGS HAVE BEEN INITIATED OR ARE PENDING AGAINST THE COMPANY FOR HOLDING ANY BENAMI PROPERTY UNDER THE BENAMI TRANSACTIONS (PROHIBITION) ACT, 1988. |
| (ii) | (a) | Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account. | YES, 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) | Whether during any point of time of the year, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company, if not, give details; | NO SUCH CASE |



- (iii) Whether during the year the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, if so,-
- NOT APPLICABLE AS THERE IS NO LOAN, INVESTMENT, GUARANTEE AND SECURITY GIVEN BY THE COMPANY AS ON THE DATE OF BALANCE SHEET AND DURING THE YEAR AS WELL.**
- (a) Whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate:
- A. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;
- B. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates.
- (b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest; **NOT APPLICABLE**
- (c) In respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular; **N.A.**
- (d) 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; **N.A.**
- (e) Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans] **NO.**
- (f) Whether the company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013; **N.A.**
- (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. **NOT APPLICABLE AS THERE IS NO LOAN, INVESTMENT, GUARANTEE AND SECURITY GIVEN BY THE COMPANY AS ON THE DATE OF BALANCE SHEET AND DURING THE YEAR AS WELL.**



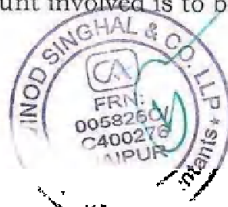
- (v) In respect of deposits accepted by the company or amounts which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provision of the Act and the rules framed there under, where applicable have been complied 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 NOT ACCEPTED ANY DEPOSIT FROM THE PUBLIC**
- (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 is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day 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. 37,93,644.16 AS AT LAST DATE OF FINANCIAL YEAR 2022 OUT OF WHICH Rs. 37,85,742.16 RELATES TO PRIOR LAST SIX MONTHS.**
- (b) where statutory dues referred to in sub-clause (a) 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 be treated as a dispute); **N.A.**

- (viii) Whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), if so, whether the previously unrecorded income has been properly recorded in the books of account during the year; **N.A.**

- (ix) whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender, if yes, the period and the amount of default to be reported as per the format below:- **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.**

Nature of borrowing including debt securities	Name of lender	Amount not paid on due date	Whether principal or interest	No. of days delay or unpaid	Remarks (if any)

- (x) (a) Whether moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised, if not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported; **NO.**
- (b) Whether the company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised, if not, provide details in respect of amount involved and nature of non-compliance; **NO.**
- (xi) (a) Whether any fraud by the company or any fraud on the company has been noticed or reported during the year, if yes, the nature and the amount involved is to be indicated; **AS PER THE MANAGEMENT, THERE IS NO SUCH CASE AS ON THE DATE OF BALANCE SHEET.**

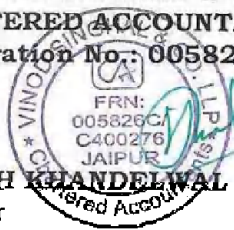


- | | | |
|-----------|---|---|
| (b) | whether any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government; | NO SUCH CASE FOUND IN THE COMPANY |
| (c) | whether the auditor has considered whistle-blower complaints, if any, received during the year by the company; | WHISTLE BLOWER MECHANISM NOT APPLICABLE IN THIS COMPANY |
| (xii) (a) | Whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability; | NOT APPLICABLE |
| (b) | Whether the Nidhi Company is maintaining ten per cent. unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability; | NOT APPLICABLE |
| (c) | Whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof | NOT APPLICABLE |
| (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. | ACCORDING TO THE INFORMATION AND EXPLANATIONS GIVEN TO US AND BASED ON OUR EXAMINATION OF THE RECORDS OF THE COMPANY, TRANSACTIONS WITH THE RELATED PARTIES ARE IN COMPLIANCE WITH SECTIONS 177 AND 188 OF THE ACT WHERE APPLICABLE AND DETAILS OF SUCH TRANSACTIONS HAVE BEEN DISCLOSED IN THE FINANCIAL STATEMENTS AS REQUIRED BY THE APPLICABLE Ind AS. |
| (xiv) (a) | Whether the company has an internal audit system commensurate with the size and nature of its business; | Company does not having any internal audit system commensurate with the size and nature of business. |
| (b) | Whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor; | As Above |
| (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. | 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 OR PERSONS CONNECTED WITH HIM, HENCE THIS PARA IS NOT APPLICABLE. |
| (xvi) (a) | Whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 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. |
| (b) | Whether the company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934; | COMPANY HAS NOT CONDUCTED ANY NON-BANKING FINANCIAL OR HOUSING FINANCE ACTIVITIES WITHOUT A VALID CERTIFICATE OF REGISTRATION (CoR). |



- (c) Whether the company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, if so, whether it continues to fulfill the criteria of a CIC, and in case the company is an exempted or unregistered CIC, whether it continues to fulfill such criteria; **THE COMPANY IS NOT A CORE INVESTMENT COMPANY (CIC)**
- (d) Whether the Group has more than one CIC as part of the Group, if yes, indicate the number of CICs which are part of the Group. **NOT APPLICABLE**
- (xvii) Whether the company has incurred cash losses in the financial year and in the immediately preceding financial year; if so, state the amount of cash losses; **COMPANY HAS NOT INCURRED CASH LOSS IN THE FINANCIAL YEAR BUT HAVING CASH LOSS OF RS 28,07,456.20 IN THE IMMEDIATELY PRECEDING FINANCIAL YEAR**
- (xviii) Whether there has been any resignation of the statutory auditors during the year, if so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors; **No**
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date; **IN OUR KNOWLEDGE THERE ARE NO MATERIAL UNCERTAINTY EXISTS AS ON THE DATE OF THE AUDIT REPORT ABOUT COMPANY ABILITY TO MEET ITS LIABILITY.**
- (xx) (a) Whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act; **N.A.**
- (b) Whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act.
- (xxi) Whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, if yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks. **THERE ARE NO ANY QUALIFICATIONS OR ADVERSE REMARKS BY THE RESPECTIVE AUDITORS IN THE COMPANIES (AUDITOR'S REPORT) ORDER (CARO) REPORTS OF THE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS BECAUSE THIS CLAUSE IS NOT APPLICABLE IN THIS CASE.**

For **VINOD SINGHAL & CO LLP**
CHARTERED ACCOUNTANTS
 Registration No.: **005826C/C400276**



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

Date- **16-05-2023**

Place:- **Jaipur**

UDIN:- **23425013BGWBGX6651**

BMB MUSIC & MAGNETICS LIMITED
(CIN: L18101RJ1991PLC014466)

Regd. Off. G-20 Iind Floor, nandpuri Extension, Swej Farm, New Sanganer Road, Sodala, Jaipur, 302019

Balance Sheet as at 31st March, 2023

(Amount in Lakhs)

Particulars	Note No	31-Mar-23	31-Mar-22
		Rs.	Rs.
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	3	20.63	19.36
(b) Capital Work-in-progress			
(c) Investment Property			
(d) Goodwill			
(e) Other Intangible Assets			
(f) Intangible assets under development			
(g) Biological Assets other than bearer plants			
(h) Financial Assets			
(i) Investments			
(ii) Trade receivables	4	15.68	15.68
(iii) Loans			
(iv) Other	5	354.09	350.66
(i) Deferred Tax assets (Net)			
(j) Other non-current assets	6	0.73	0.73
Current assets			
(a) Inventories			
(b) Financial Assets	7	378.49	286.27
(i) Investments			
(ii) Trade receivables	8	141.92	42.68
(iii) Cash and cash equivalents	9	5.82	2.96
(iv) Bank balances other than (iii) above			
(v) Loans			
(vi) Other			
(c) Current Tax Assets (Net)	10	1.33	0.35
(d) Other Current Assets	11	15.70	12.02
Total assets		934.39	730.70
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	605.97	605.97
(b) Other Equity	13	(373.49)	(378.80)
LIABILITIES			
Non-Current Liabilities			
(a) Financial liability			
(i) Borrowings			
(ii) Trade payable	14	19.03	22.07
(iii) Other financial liabilities			
(b) Provisions			
(d) Other non-current liabilities	15	506.98	307.70
(c) Deferred Tax Liabilities (Net)	16		(2.83)
Current Liabilities			
(a) Financial liability			
(i) Borrowings			
(ii) Trade payable	17	134.24	134.78
(iii) Other financial liabilities			
(b) Other current liabilities	18	40.34	40.49
(c) Provisions	19	1.31	1.31
(d) Current tax liabilities			
Total equity and liabilities		934.39	730.70

Notes to Accounts & Summary of Significant Accounting Policies

1 & 2

(0.00)

(0.00)

The accompanying notes forms the part of the financial statements

As per our report of even date

For **VINOD SINGHAL & CO LLP**

Chartered Accountants

FRN-005826C/C400276

MANISH KHANDELWAL

Partner

Mem. No. 425013

Dated: 16-05-2023

Place: JAIPUR

UDIN:- 23425013BGWBGX6651



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

J. C. Bokadia

KASTOOR CHAND BOKADIA

MANAGING DIRECTOR (DIN: 01828803)

Sohan Kanwar Bokadia

SOHAN KANWAR BOKADIA

DIRECTOR (DIN: 03592230)

A. Thamizhmani

AZAGAN THAMIZMANE VASASERI

ALAGAPPA

CFO (KMP) PAN: ACBPT2655H

BMB MUSIC & MAGNETICS LIMITED

(CIN: L18101RJ1991PLC014466)

Regd. Off. G-20 IInd Floor, nandpuri Extension, Swej Farm, New Sanganer Road, Sodala, Jaipur 302019

Profit and Loss statement for the year ended 31st March, 2023

(Amount in Lakhs)

	Particulars	Note No	31-Mar-23	31-Mar-22
			Rs.	Rs.
I.	Revenue from operations	20	14.00	-
II.	Other Income		-	-
III.	Total Income (I +II)		14.00	-
IV.	Expenses:			
	Cost of materials consumed	21	92.22	0.20
	Purchase of stock in trade			
	Changes in inventories	22	(92.22)	-
	Employee benefits expenses	23	-	2.58
	Finance Costs		0.30	0.12
	Depreciation and amortization expenses	24	1.85	0.05
	Other expenses	25	3.71	25.18
	Total Expenses (IV)		5.66	28.12
V.	Profit/(Loss) before exceptional items and tax (III - IV)		8.14	(28.12)
VI.	Exceptional Items			
VII.	Profit/(Loss) before and tax (V - VI)		8.14	(28.12)
VIII.	Tax expense:			
	(1) Current tax		2.83	-
	(2) Deferred tax			
IX.	Profit/(Loss) from the period from continuing operations (VII - VIII)		5.31	(28.12)
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)		5.31	(28.12)
XIV.	Other Comprehensive Income			
(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.	Total Comprehensive Income for the period (XIII+XIV)		5.31057	(28.12)
XVI.	Earnings per equity share: (For continuing operations)			
	(1) Basic		0.09	(0.46)
	(2) Diluted		0.09	(0.46)
XVII.	Earnings per equity share: (For discontinued operations)			
	(1) Basic			
	(2) Diluted			
XVIII.	Earnings per equity share: (For discontinued and continuing operations)			
	(1) Basic		0.09	(0.46)
	(2) Diluted		0.09	(0.46)
Notes to Accounts & Summary of significant accounting policies		1 & 2		

The accompanying notes forms the part of the financial statements

As per our report of even date

For **VINOD SINGHAL & CO.LLP**

Chartered Accountants

FRN-005826C/C400276

MANISH KHANDELWAL
Partner

Mem. No. 425013

Dated: 16-05-2023

Place: JAIPUR

UDIN - 23425013BGWBGX6651

For and on behalf of the Board

For **BMB MUSIC & MAGNETICS LTD**

J. C. Bhatia

KASTOOR CHAND BOKADIA
MANAGING DIRECTOR (DIN: 01828803)

Sohan Kanwar Bokadia
SOHAN KANWAR BOKADIA

DIRECTOR (DIN: 03592230)

A. P. Vadaseri
AZAGAN THAMIZMANE VADASERI

ALA GAPPA
CFO (KMP) PAN: ACBPT2655H

BMB MUSIC & MAGNETICS LIMITED

(CIN: L18101RJ1991PLC014466)

CASH FLOW STATEMENT

For the period 01.04.2022 - 31.03.2023

(Amount in Lakhs)

S. No.	Particulars	31-Mar-23		31-Mar-22	
		Details (Rs.)	Amount (Rs.)	Details (Rs.)	Amount (Rs.)
A.	Cash flow from operating activities				
a	Net profit after taxation	8.14	8.14	(28.12)	(28.12)
b	Adjustments for:				
	Add :				
	- Depreciation & Ammortization	1.85		0.05	
	- DTA				
	- Provision				
	- Miscellaneous Balances Written Off				
	- Interest Expense	0.30	2.15	0.12	0.16
c	Less:				
	- Interest income/received				
d	Operating profits before working capital changes (a+b-c)		10.29		(27.96)
e	Add: Decrease in current assets and increase in current liabilities				
f	Less : Increase in current assets and decrease in current liabilities	196.81		(10.37)	(10.37)
g	Cash generated from operations (d+e-f)		(186.52)		(17.59)
h	Less :Income Tax Paid				
i	Net cash from operating activities(g-h)		(186.52)		(17.59)
B	Cash Flow from Investing Activities				
j	Add :				
	- Amount received from their financial assets				
k	Less :				
	- Purchase of fixed assets	3.12			
	- Loan given	3.43			
	- Deposit				
l	Net cash from (or used in) investing activities(j-k)		(6.56)		
C	Cash flows from Financing Activities				
m	Add :				
	Proceeds from issue of shares and debentures				
	Unsecured Loans taken	199.28		26.75	26.75
n	Less :				
	Interest on debentures and loans paid				
	Repayment of loans	3.05		6.10	
	Interest	0.30		0.12	6.21
o	Net cash from (or used in) financing activities(m-n)		195.93		20.54
p	Net increase/Decrease in cash and cash equivalent (l+n-o)		2.85		2.94
q	Add : cash and cash equivalents in the beginning of the year				
	- Cash in hand	2.94		0.02	
	- Cash at bank	0.03		0.00	
	- Marketable securities		2.96		0.02
	Total(p+q)		5.82		2.96
r	Less : cash and cash equivalents in the end of the year				
	- Cash in hand	5.53		2.94	
	- Cash at Bank	0.29		0.03	
	- Marketable Securities		5.82		2.96
			0.00		0.00

As per our report of even date

For VINOD SINGHAL & COLLE

Chartered Accountants
FRN 005826C/C400276

MANISH KHANDELWAL

Partner
Mem. No. 425013
Dated:16-05-2023

Place: JAIPUR

UDIN: 23425013BGWBGX6651

For and on behalf of the Board

For BMB MUSIC & MAGNETICS LTD

KASTOOR CHAND BOKADIA
MANAGING DIRECTOR (DIN: 01828803)

SOHAN KANWAR BOKADIA
DIRECTOR (DIN: 03592230)

AZAGAN THAMIZMANE VADASERI
ALAGAPPA

CFO (RMP) PAN: ACDF265SH

BMB MUSIC AND MAGNETICS LIMITED

(CIN:L1801RJ1991PLC014466)

NOTES TO FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st March 2023

(Amount in Lakhs)

Notes No.04 Non Current Trade Receivables

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Baadi Iahiri	1.18	1.18
Sunil Mehta	14.50	14.50
Total	15.68	15.68

Notes No.05 Other financial assets

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Artage Securities Pvt Ltd	30.00	30.00
BMB Pictures	60.99	60.99
Classic Pictures	3.34	3.34
Khalsa Motors General Finance Co.	3.00	3.00
Metro Movies (Adv. For Music Marketing Bhaiyaji)	14.00	14.00
Paras Jain - Indore	2.40	2.40
Pelicon Fabrics Ltd	236.92	236.92
Kartik Jatawat	0.20	-
Pankaj Sharma	3.23	-
Total	354.09	350.66

Notes No.06 Other Non Current Assets

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Security Deposits		
NSC	0.03	0.03
Rent - Devi Nagar Deposit	0.25	0.25
Reliance Media Works Ltd	0.45	0.45
Total	0.73	0.73

Notes No.07 Inventories

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Unamortised Cost of Production of Films	378.49	286.27
Total	378.49	286.27

Notes No.08 Trade Receivables

Particulars	31.03.2023	31.03.2022
		Rs.
Ghokul Films Release	0.69	0.69
Zee Entertainment Enterprises Ltd	2.59	2.59
Advance to creditors		
T Srikanth	29.00	29.00
Avena Media Advertisers	(0.12)	(0.12)
Essor Publicity	2.90	2.90
Anand Cine Services	1.00	1.00
Central Depository Services	0.17	(0.09)
Insolgenchamkaur Sahib	0.25	0.25
Parmail Jot Singh	0.25	0.25
PRIYA BUILDWELL PVT LTD	0.50	0.50
R Selvam	0.25	0.10
Sharma Holiday	0.60	0.60
AEROX DIGITAL CINEMAS PVT LTD	0.18	0.18
LE MAGIC LANTERN	0.25	0.25
SCRABBLE DIGITAL LTD	0.49	0.49
Mallika Sherawat (Actress) - Reema Lamba	0.64	0.64
OUBE CINEMA TECHNOLOGIES PVT LTD	0.80	0.74
UFO MOVIEZ INDIA LTD.	2.07	0.36
TICKETING EXPERT PVT LTD	0.52	0.52
JVE STUDIOS PVT LTD	0.25	0.25
PRANAV SANJAY ADNANI	0.49	0.29
SUNDRY CREDITORS	-	1.30
BMB production	2.95	-
Gautam Chand Bokadia	0.18	-
Pavani Textile	2.52	-
Video Effect	2.36	-
Vishal Bokadia	3.00	-
Prakash Jhaa	0.25	-
Pushpendra Suryawanshi	0.20	-
Amar Harlal Makwana	0.15	-
Anil Naerath Consultants	0.20	-
Aradhava Event Mgt	0.25	-
Bindu Pareek	0.15	-
Deepak Arora	1.17	-
Light and Light Delhi	0.50	-
Nagesh Mishra	0.30	-
Narsu Basudev Behera	0.15	-
Sharma and Associates	0.20	-
Shri Laxmi Ji Tours and Travels	0.10	-
Yogesh Subash Dixit	0.45	-
Sundry Creditor for Production	83.09	-
Total	141.92	42.68



BMB MUSIC AND MAGNETICS LIMITED

(CIN:L1801RJ1991PLC014466)

NOTES TO FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st March 2023

Particulars	Outstanding for the following periods from due date of payment				
	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years
Undisputed - considered good	8.90	93.04	39.98	-	-
Undisputed - considered doubtful	-	-	-	-	-
Disputed - considered good	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-
Subtotal	8.90	93.04	39.98	-	-
MSME-Undue					
Other-Undue					
Total	8.90	93.04	39.98	-	-

Notes No. 9 Cash & cash equivalents

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Cash in hand	5.53	2.94
Bank of Maharashtra	0.29	0.03
Total	5.82	2.96

Notes No. 10 Current Tax Assets

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
TDS receivable	1.33	0.35
Total	1.33	0.35

Notes No. 11 Other Current Assets

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
GST input	15.70	12.02
Total	15.70	12.02

Notes No. 12 - Equity Share Capital

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Equity Share Capital		
Authorised Share capital		
6500000 Equity Shares of Rs.10 each fully paid up	650.00	650.00
Issued, subscribed & fully paid share capital		
6059700 Equity Shares of Rs.10 each fully paid up	605.97	605.97
Total	605.97	605.97

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

Equity Shares	As at 31st March, 2023		As at 31st March, 2022	
	Number of Shares	Rs.	Number of Shares	Rs.
At the beginning of the period	6059700	605.97	6059700	605.97
Issued during the period				
Outstanding at the end of the period	6059700	605.97	6059700	605.97



BMB MUSIC AND MAGNETICS LIMITED

(CIN:U1801AL2014PLC0014156)

NOTES TO FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st March 2023

(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, 2023		As at 31st March, 2022	
	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. 13-Other Equity

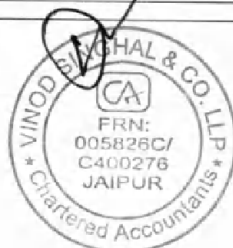
Particular	31.03.2023	31.03.2022
	Rs.	Rs.
Security Premium Account		
Balance as per last financial Statements	530.81	530.81
Add: Addition during the period		
Less: Appropriations		
Balance in Security Premium A/c	530.81	530.81
General Reserve		
Balance as per last financial	4.58	4.58
Add: amount transferred from surplus balance in the statement of profit & loss		
Less: Appropriations		
Balance in General Reserve A/c	4.58	4.58
Share Forfeiture Reserve Account		
Balance as per last financial Statements	18.86	18.86
Add: Addition during the period		
Less: Appropriations		
Balance in Share Forfeiture Reserve A/c	18.86	18.86
Profit & Loss account		
Balance as per last financial Statements	(933.04)	(904.91)
Add: amount transferred statement of profit & loss	5.31	(28.12)
Less: Appropriations		
Balance in profit & loss account	(927.72)	(933.04)
Total	(373.49)	(378.80)

Notes No. 14 Non current Trade Payables

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Sundry Creditors for Services/Expenses		
The Holiday 4U	-	2.93
National Security Depository Ltd	0.47	0.47
Maina Parik Hyd(Finance)	2.70	2.70
Pramod Kumar Jain	2.00	2.00
Jaipur Stock Exchange Limited	0.42	0.42
S.K Jain & Co	0.88	1.00
Roopraiath Travels- Kusal	6.51	6.51
Jaks & Associates	0.91	0.91
Infinity Print Pack Pvt Ltd	5.13	5.13
Total	19.03	22.07

Notes No. 15- Other non current Liabilities

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Net Liabilities towards JV Agreement	155.13	155.13
Others		
AAS Films Punjab	5.00	5.00
Devgiri Synthetics Private Limited	13.00	13.00
Vinod Singhal & Company	0.64	0.27
Gautam Chand Rathor	46.32	46.62
Chaplot Group		
Chaplot Bhilwada	37.50	37.50
Chaplot Finance	1.50	1.50
Shri Bhanwar Singhal Da)	17.00	17.00
SR Chaplot & Associates	6.50	6.50
Ajink & Associates	-	0.11
Ambika Travels	-	0.25
Indira Films	4.82	4.82
ASS Ltd	20.00	20.00
JEHAAN VARUN SETH MIN	29.50	-
KARISHMA JAIN	45.00	-
PANKAJ ISPAT LIMITED	15.00	-
RAKESH ADVERTISING PVT. LTD	94.50	-
BMB Productions	15.57	-
Total	506.98	307.70



BMB MUSIC AND MAGNETICS LIMITED

(CIN:L1801RJ1991PLC014466)

NOTES TO FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st March 2023

Notes No. 16 - Deferred Tax Liabilities

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
WDV as per Income Tax Act	-	-
WDV as per Companies Act	-	-
Difference	-	-
Tax Rate	22.00%	22.00%
Tax Effect (DTA)	0.00	0.00
Opening DTL	(2.83)	(2.83)
Add/(Less) : During the year	(2.83)	(2.83)
Loss C/F as per IT Act	-	-
Unabsorbed Depreciation c/f per IT Act	-	-
Closing DTL	-	-
Total	-	(2.83)

Notes No.17- Trade Payables

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Adroit Services Corporate Pvt Ltd	0.50	0.04
B.S.E. Limited	1.58	5.12
Banglor Distriboter	-	0.25
Bollywood Cameraman	0.70	0.70
Deepak Gupta	-	0.32
Dikshant Jeswani (Rent) Pradeep Ji	0.39	0.39
Gloria -Inn	-	0.00
Jyoti Lakhani / Murlidhar	0.14	0.14
Karnani & Co	0.56	0.56
Fernweh Holidays Private Ltd	-	0.56
Go Airlines India	-	0.11
Interglobe Aviation Limited	0.46	0.46
Meet Computer	-	0.04
Pvr Ltd	0.26	0.26
Scrabble Entertainment Limited	0.12	0.12
Seaside Hotel	-	0.04
Spicejet Limited	-	0.07
Wincard Systems Zone	0.06	0.06
Gautam Chand Bakodia	-	0.03
K C Bokadia (Imprest A/C)	31.21	36.42
Sohan Kanwar Bokadia	33.89	32.89
Be Birbal Digital Media Pvt Ltd	0.89	0.89
Prasad Externe Digital Cine	0.04	0.04
Success Ads	0.16	0.16
Vanse Infrotech Pvt Ltd	(0.18)	0.26
Active Telugu Film Producer	1.80	1.80
Mgr Films Ind	37.83	37.83
Mridula Mangal	-	0.07
Renu Jagetia	12.00	12.00
Rps Hotel Pvt Ltd - Chandigarh	0.22	0.22
Abhishek G Jain Mgr Films	0.50	0.50
Rangsangam Mgr Films	1.00	1.00
S Picture	-	0.01
Sushil Kumar Chhajer	0.40	0.40
Indian Motion Pictures	-	0.01
Nimbaz Icecream (Water Suipire)	-	(0.01)
Vikrant Studio Private Ltd	1.03	1.03
Babitan Naresh Jain	2.75	-
Natural Hair Studio	0.40	-
Suresh (Suneet Kumawat)	2.07	-
Jay Novelty	0.25	-
Malpani Publicity	0.01	-
Ramjagadeesh Films	0.25	-
Sundry Creditors	2.95	-
Total	134.24	134.78



BMB MUSIC AND MAGNETICS LIMITED

(CIN:L1801RJ1991PLC014466)

NOTES TO FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st March 2023

Trade Payable

Particulars	Outstanding for the following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME					-
(ii) Others	76.65	57.59	-	-	134.24
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - others	-	-	-	-	-
Subtotal	76.65	57.59	-	-	134.24
MSME Undue					-
Others-Undue					-
Total	76.65	57.59	-	-	134.24

Notes No. 18- Other current liabilities

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Salary Payable		
Sandeep Yogi	0.63	1.34
Suresh Kumar	-	1.43
Amit Bokadia	(0.30)	4.20
Deepak Kumar Gupta	(0.23)	0.69
Sumit Agarwal	2.31	2.31
TDS Payable	37.94	30.52
Total (A)	40.34	40.49

Notes No. 19- Provisions

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Audit Fee payable	1.31	1.31
Total (A)	1.31	1.31

Notes No. 20 Revenue from Operations

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Revenue from films	14.00	-
Total	14.00	-

Notes No. 21 Cost of Production of Feature Films

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Cost of Production of Feature Films		
Opening Balances of Cost of Production		
Add: Production Cost of appropriated during the year	92.22	0.20
Less: Any appropriation to Cost of Production		
Closing Balance of Cost of Production of Feature films for the Current year	92.22	0.20
Total	92.22	0.20



BMB MUSIC AND MAGNETICS LIMITED

(CIN:L1801RJ1991PLC014466)

NOTES TO FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st March 2023

Notes No 22 - (Increase)/decrease in inventories

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Opening Unammortised cost of production of films	286.27	286.27
Work in process	-	-
Closing Unammortised cost of production of films	378.49	286.27
Total	(92.22)	-

Notes No 23- Employee benefit Expenses

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Salary & Wages expenses	-	2.58
Total	-	2.58

Notes No 24- Depreciation & Amortization Expenses

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Depreciation	1.85	0.05
Total	1.85	0.05

Notes No 25- Other Expenses

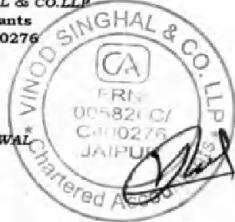
Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
Auditors Remuneration (Refer Details below)	0.40	0.48
Listing Charges	-	18.73
Consultancy Fees	0.75	0.75
D Mat & Share Registrar Exp.	0.19	0.88
Electricity Expenses	0.05	0.24
Legal & Consultancy	0.69	1.03
Rent expenses	1.62	3.07
Round Off	0.00	(0.00)
Total	3.71	25.18

Particulars	31.03.2023	31.03.2022
	Rs.	Rs.
As Auditor	-	-
- Audit Fees	0.40	0.48
Total	0.40	0.48

As per our report of even date
For **VINOD SINGHAL & CO.LLP**
Chartered Accountants
FRN-005826C/C400276

MANISH KHANDELWAL
Partner
Mem. No. 425013

Dated: 16-05-2023
Place: JAIPUR
UDIN:- 23425013BGWBGX6651



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

Kastoor Chand Bokadia

KASTOOR CHAND BOKADIA
MANAGING DIRECTOR (DIN: 01828803)

Sohan Kanwar Bokadia
SOHAN KANWAR BOKADIA
DIRECTOR (DIN: 03592230)

Azagan Thamizmane Vadaseri
AZAGAN THAMIZMANE VADASERI
ALAGAPPA
CFO (KMP) PAN: ACBPT2655H

BMB MUSIC & MAGNETICS LIMITED
(CIN: L18101RJ1991PLC014466)

(Amount in Lakhs)

Statement of Ratio Analysis						
Particulars	Numerator/Denominator	31-Mar-23		31-Mar-22		Change in %
(a) Current Ratio	Current Assets	543.26	3.09	344.28	1.95	-58.41%
	Current Liabilities	175.90		176.58		
(b) Debt-Equity Ratio	Total Debts	701.91	3.02	503.53	2.22	-36.21%
	Equity	232.48		227.17		
(c) Return on Equity Ratio	Profit after Tax	5.31	0.05	(28.12)	(0.23)	119.82%
	Average Shareholder's Equity	114.91		120.62		
(d) Inventory turnover ratio	Total Turnover	14.00	0.04	NA	NA	NA
	Average Inventories	332.38				
(e) Trade receivables turnover ratio	Total Turnover	14.00		NA	NA	NA
	Average Account Receivable	15.68				
(f) Trade payables turnover ratio	Total Purchases	92.22	4.49	0.20	0.00	-291611.59%
	Average Account Payable	20.55		130.02		
(g) Net capital turnover ratio	Total Turnover	14.00	0.04	NA	NA	NA
	Net Working Capital	367.36				
(h) Net profit ratio	Net Profit	8.14	0.58	NA	NA	NA
	Total Turnover	14.00				
(i) Return on Capital employed	Net Profit before tax	8.14	0.01	(28.12)	(0.05)	120.94%
	Capital Employed	739.46		534.87		



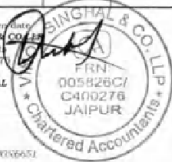
BMB MUSIC AND MAGNETICS LIMITED
(CIN : L1601EJ1991PLC014466)

Statement for change in equity for FY 2022-23

A. Equity Shares		(Amount in Lakhs)			
As at 31st March, 2022		Changes during the FY 2022-23		As at 31st March, 2023	
Number of Shares	Rs.	Number of Shares	Rs.	Number of Shares	Rs.
605700	605.97	0	0	605700	605.97

	Share application pending allotment	Equity component of compoundin g 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 difference 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 Forfeiture Reserve	Retained earning								
Balance as on 01st April 2022	0	0		530.81	4.58	18.86	(933.04)	NA	NA	NA	NA	NA	NA	NA	-378.80
Changes in accounting policy or prior period errors	0	0	0	0	0	0	0	NA	NA	NA	NA	NA	NA	NA	0
Restated balance as on 01st April 2022	0	0	0	530.81	4.58	18.86	(933.04)	NA	NA	NA	NA	NA	NA	NA	-378.80
Total Comprehensive Income for the Year	NA	NA	NA	NA	NA	NA	5.31	NA	NA	NA	NA	NA	NA	NA	5.31
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	530.81	4.58	18.86	(927.72)	NA	NA	NA	NA	NA	NA	NA	-373.49

As per our report of even date
For **YASH SINGHAL & CO LLP**
Chartered Accountants
FIRM 005826C/C400217
MANISH KHANDELWAL
Partner
Mem. No. 425013
Date: 21/04/23
Place: JAIPUR
UIN - 2442501200000006651



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

J. C. Babbar
KASTOR CHAND BOKADIA
MANAGING DIRECTOR (DIN: 01626690)
S. K. Bhatia
SURESH KUMAR BOKADIA
DIRECTOR (DIN: 03092296)

BMB MUSIC & MAGNETICS LIMITED

(CIN: L18101RJ1991PLC014466)

DETAILED ANNEXURE TO THE AUDITED FINANCIAL STATEMENT AS ON 31ST MARCH, 2023

Note No.	Particular	(Amount in Lakhs)	
		31-Mar-23	31-Mar-22
B	Net Liabilities towards JV Agreement :		
	Bloomerg Entertainment Praful	(10.21)	(10.21)
	Sonia Films Pvt Ltd	165.34	165.34
Total		155.13	155.13

Note No.	Particular	(Amount in Lakhs)	
		31-Mar-23	31-Mar-22
A	Suresh (Suneet Group)		
	Deepak Production Bombay	-	-
	Jagdish Production	-	-
	Deepak Direction (Pere Meherbaniya)	-	-
	Suneet Production	-	-
	Sunil (Suneet)	-	-
	Suresh 3(Suneet)	-	-
Total		-	-

As per our report of even date

For **VINOD SINGHAL & CO. LLP**

Chartered Accountants

FRN-005826C/C40027

**MANISH KHANDELWAL**

Partner

Mem. No. 425013

Dated: 16-05-2023

Place: JAIPUR

UDIN:- 23425013BGWBGX6651

For and on behalf of the Board
For **BMB MUSIC & MAGNETICS LTD****KASTOOR CHAND BOKADIA**
MANAGING DIRECTOR (DIN: 01828803)**SOHAN KANWAR BOKADIA**
DIRECTOR (DIN: 03592230)
AZAGAN THAMEZMANE VADASERI
ALAGAPPA

CFO (KMP) PAN: ACBPT2655H

BMB MUSIC AND MAGNETICS LIMITED
(CIN:L1801RJ1991PLC014466)

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

Particulars	Balance as on 01.04.2022	Cash flow	Non Cash transactions Interest Accrued	Closing balance as on 31.03.2023
<i>NO SUCH TRANSACTION ARISES DURING THE YEAR</i>				



BMB MUSIC AND MAGNETICS LIMITED
Registered Office-20 Hnd FLOOR, NANDPURI EXTENSION, SWEJ FARM NEW SANGANER ROAD, SODALA JAIPUR 302019
CIN No.-L18101RJ1991PLC014466

PROPERTY, PLANT AND EQUIPMENT For Financial Year 2022-23

Form No. "03"
(Amount in Lakhs)

S. NO.	PARTICULARS	GROSS BLOCK				DEPRECIATION			Net Block		
		AS AT 01.04.22	ADDITION	DAYS USED	SALE	TOTAL	TOTAL UP TO 31.03.22	FOR THE YEAR	TOTAL UP TO 31.03.23	AS ON 31.03.23	AS ON 31.03.22
(A)	Property, Plant & Equipemnts										
	Plant & Machinery	382.84	-	365.00	-	382.84	363.70	-	363.70	19.14	19.1421
	LED (TV)	0.09	-	365.00	-	0.09	0.04	0.02	0.05	0.04	0.0812
(B)	Computer										
	Hard Disk	1.77	1.78	365.00	-	3.55	1.68	1.18	2.86	0.69	0.0887
	Hard Disk	0.04	-	365.00	-	0.04	0.04	0.00	0.04	0.00	0.0020
	Apple I phone 13 pro	-	1.34	273.00	-	1.34	-	0.64	0.64	0.71	-
	Printer	0.11	-	365.00	-	0.11	0.10	0.00	0.11	0.01	0.0110
	Furniture and Fixture										
	Cooler	0.08	-	365.00	-	0.08	0.07	0.00	0.07	0.01	0.0176
	Furniture	0.06	-	365.00	-	0.06	0.04	0.01	0.04	0.01	0.0198
	Furniture	0.07	-	365.00	-	0.07	0.04	0.01	0.05	0.02	0.0234
	Total (A)	385.06	3.12			388.19	366.71	1.88	367.85	20.63	19.26
	Grand Total	385.06	3.12			388.19	366.71	1.88	367.85	20.63	19.26



BMB MUSIC & MAGNETICS LIMITED

(CIN: L18101RJ1991PLC014466)

FIXED ASSETS CHART(As Per Income Tax)

(Amount in Lakhs)

S. NO.	Name Of Assets	Rate of Dep.	W.D.V. As on 01.04.2022	[+]ADDITION / [-]DELETION		TOTAL	Dep. During the Year	Net W.D.V. As on 31.03.2023
				Before 03/10	After 03/10			
(A)	Property, Plant & Equipments							
	Plant & Machinery	15%	1,98,406.82	-	-	1,98,406.82	29,761.02	1,68,645.80
	LED (TV)	15%	6,428.81	-	-	6,428.81	964.32	5,464.48
(B)	Computer							
	Hard Disk	40%	17,288.11	1,77,840.32	-	1,95,134.43	78,053.77	1,17,080.66
	Printer	40%	1,482.71	-	-	1,482.71	593.08	889.63
	Apple I phone	40%	-	1,34,491.53	-	1,34,491.53	53,796.61	80,694.92
(C)	Furniture and Fixture							
	Cooler	10%	5,511.24	-	-	5,511.24	551.12	4,960.12
	Furniture	10%	8,310.60	-	-	8,310.60	831.06	7,479.54
	TOTAL		2,37,428.29	3,12,337.85	-	5,49,766.14	1,64,551.00	3,85,215.14
	GRAND TOTAL		2,37,428.29	3,12,337.85	-	5,49,766.14	1,64,551.00	3,85,215.14



BMB MUSIC AND MAGNETICS LIMITED
(CIN :L18101RJ1991PLC014466)

Notes to financial statements for the year ended 31st March 2023

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.

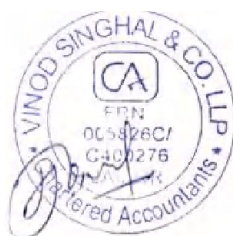
Accounting policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the Accounting policies hitherto in the use.

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, their 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:



2B.1 Revenue Recognition

Company is having revenue generating activities during the reporting period.

2B.2 Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs, if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price

Subsequent measurement (Depreciation)

Depreciation on Property, Plant and Equipment is charged on WDV either on the basis of rates arrived at with reference to the useful life of the assets evaluated & approved by the management or rates arrived at based on useful life prescribed under Part C of Schedule II of the Companies Act, 2013.

The residual values, useful lives and methods of Depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

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.

Company has investment only in National Saving Certificate (NSC) which is recognized at cost.

Company does not have any other financial assets.

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.

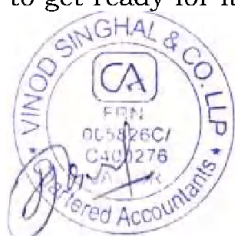
All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

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 hence it is recognized at principal amount of loan less any repayment made up to the balance sheet together with any interest accrued but not paid.

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

As per explanation given by the management, land as inventory which is measured at cost without considering the development cost thereon or net realizable value, whichever is less.

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.

The company incurred profit in FY 2022-23 and, since the company have unsold land and reduced operating and administration expenditure, hence it is probable that company will have taxable profit in future hence DTA recognized, wherever applicable.



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 2022-23, Company do not have the liability for MAT.

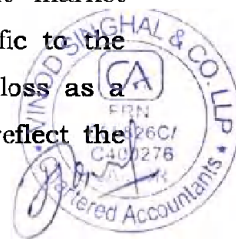
2B.8 Employee benefit schemes

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 recognising 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 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	2022-23	2021-22
(a) Net Profit (Loss) after Tax available for Equity share holders (in Rs.)	5,31,057.35	(28,12,053.32)
(b) Weighted average number of Equity Shares outstanding during the year (in numbers)	6059700	6059700
(c) Basic & Diluted Earnings per Share (in Rs.)	0.09	(0.46)
(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.

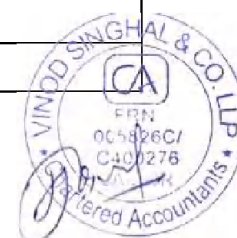
Statement of reconciliation of reconciliation of cash flow from financing activity with change in financial liability for FY 2022-23 has been annexed separately with the financial statements.

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

Sr. No.	Name	Influence
1.	Amit Bokadia	DIRECTOR'S RELATIVE



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

Sr. No.	Name of Related Party	Loan Taken/(Repaid) During the Year	Amt. O/s during the year	Payment on part of Expense/ Income/ Other etc.
No Transactions during the Year				

2.25 Undisclosed Income:

There is no any transactions which not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

2.26 Discloser with regard to CSR Activities-

Particulars	Amount
Amount To be Spend during the year	
Amount of Expenditure Incurred	
Shortfall at the end of the year	
Total of Previous year shortfall	
Reason of shortfall	
Nature of CSR Activities	

3. Additional Regulatory Information

3.1 Title deeds of Immovable Property not held in name of the Company:

Relevant line item in the Balance Sheet	Description of item of property	Gross Carrying Value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter/ director	Property held since which date	Reason for not being held in the name of company
Not Applicable						

3.2 Revaluation of Property, Plant and Equipment:

The company has not revalued it's any Property, Plant and Equipment during the reporting period.



3.3 Disclosure on Loans/ Advance to Directors/ KMP/ Related parties:

No Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:

- (a) Repayable on demand or
- (b) Without specifying any terms or period of repayment

Type of borrower	Amount of loan or advance in the nature of loan Outstanding	Percentage to the total of loan or advance in the nature of loan Outstanding
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties	-	-

3.4 Capital-Work-in Progress (CWIP)

There is no capital work-in-progress undergoing in the company at the balance sheet date.

3.5 Intangible assets under development:

There is no Intangible asset under development in the company at the balance sheet date

3.6 Details of Benami Property held:-

There are no any proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

3.7 Borrowings from banks or financial institutions on the basis of security of current assets:

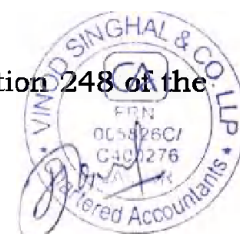
No, company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets on the basis of representation from management

3.8 Disclosure of willful defaulter:

Company has not been declared willful defaulter by any bank or financial Institution or other lender.

3.9 Relationship with Struck off Companies:

Company has no any transactions with companies struck off under section 248 of the Companies Act 2013 or section 560 of Companies Act, 1956.



3.10 Registration of charges or satisfaction with Registrar of Companies

Company has no any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.

3.11 Compliance with number of layers of companies:

The company has not any subsidiary company during or at the end of reporting period.

3.12 Ratio Analysis:

Particulars	Numerator/Denominator	31-Mar-23		31-Mar-22		Change in %	Reason
(a) Current Ratio	Current Assets	5,43,09,384.65	3.09	3,44,28,122.37	1.95	-58.57%	Due to increase in current assets.
	Current Liabilities	1,75,67,243.11		1,76,58,375.13			
(b) Debt-Equity Ratio	Total Debts	7,01,74,121.69	3.02	5,03,53,004.34	2.22	-36.18%	Due To Increase in Debts
	Equity	2,32,48,307.28		2,27,17,249.93			
(c) Return on Equity Ratio	Profit after Tax	5,31,057.35	0.05	(28,12,053.32)	(0.23)	119.82%	Due to increase in profit
	Average Shareholder's Equity	1,14,91,389.30		1,20,61,638.30			
(d) Inventory turnover ratio	Total Turnover	14,00,000.00	0.04	NA	NA	NA	
	Average Inventories	3,32,37,811.40					
(e) Trade receivables turnover ratio	Total Turnover	14,00,000.00		NA	NA	NA	
	Average Account Receivable	15,68,000.00					
(f) Trade payables turnover ratio	Total Purchases	92,21,749.47	4.49	20,000.00	0.00	291611.59%	shooting expenses incurred in 2022-23, and the same were not in 2021-22.
	Average Account Payable	20,55,131.50		1,30,01,994.49			
(g) Net capital turnover ratio	Total Turnover	14,00,000.00	0.04	NA	NA	NA	
	Net Working Capital	3,67,42,141.54					
(h) Net profit ratio	Net Profit	8,13,970.72	0.58	NA	NA	NA	
	Total Turnover	14,00,000.00					
(i) Return on Capital employed	Net Profit after tax	8,13,970.72	0.01	(28,12,053.32)	(0.05)	120.94%	Due to increase in EBIT
	Capital Employed	7,39,52,402.86		5,34,87,312.51			

3.13 Compliance with approved Scheme(s) of Arrangements:

The company has not become part of any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013



3.14 Utilization of Borrowed funds and share Premium:

(A) The company has advanced or loaned or invested funds following funds

Date of fund advanced or Loaned	Amount (in Rs.)	Intermediary
No funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.		

(B) The company has received the following funds

Date of fund advanced or Loaned	Amount (in Rs.)	Intermediary
No funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.		

For **VINOD SINGHAL & CO.**

Chartered Accountants

F.R.N.: 0058260



(**MANISH KHANDELWAL**)

Partner

M.No. 425013

Jaipur

UDIN:-

For **BMB MUSIC & MAGNETICS LTD.**

(**SOHAN KANWAR BOKADIA**)

Director (DIN: 03592230)

(**KASTOOR CHAND BOKADIA**)

Director (DIN: 01828803)

(**AZAGAN THAMIZMANE VADASERIALAGAPPA**)

CFO(KMP) (PAN: ACBPT2655H)

CFO(KMP) (PAN: ACBPT2655H)