

**3rd
Annual Report
2019-20**



PSSM Media Limited
CIN: U74994TG2017PLC121367

Corporate Information

Board of Directors

Mr. Prasada Rao Nanda
Mr. Navakanth Mgadda
Mr. Anand Kumar Chedarla
Mr. Rambabu Potluri
Mr. Sidda Nageswararao
Mr. Thanguturu Krishna Mohan
Mr. Kopparapu Chenchu Subba Rao
Mr. Veera Raghava Rao Tatavarty

Managing Director
Whole Time Director
Whole Time Director
Director
Director
Director
Additional Director
Additional Director

Registered Office

8-2-603/1/2, 1st Floor,
Road No. 10, Banjara Hills,
Hyderabad-500 034, Telangana
Email id: pssmmedia@gmail.com
Website: www.pssmmedia.com.

Statutory Auditors

M/s A V Ratnam and Co
(FRN: 0003028S),
Chartered Accountants,
Hyderabad.

Registrar and Share Transfer Agents

Bigshare Services Private Limited
306, Right Wing, 3rd Floor,
Amrutha Ville, Opp. Yashoda Hospital,
Somajiguda, Rajbhavan Road,
Hyderabad - 500 082

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 3rd ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY, PSSM MEDIA LIMITED WILL BE HELD ON TUESDAY, 29th SEPTEMBER, 2020 THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) AT 04:00 P.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Financial Statements of the Company for Financial Year ended 31st March, 2020 and reports of Board of Directors and Auditors thereon.
2. To Appoint a Director in place of Mr. Sidda Nageswararao (DIN: 08060875) who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS

3. **To Regularize the Appointment of Mr. Chenchu Subba Rao Kopparapu (DIN: 08566481) as a Director of the Company:**

To consider and if thought fit, to pass with or without modifications the following resolution as **Ordinary Resolution:**

“RESOLVED THAT Mr. Chenchu Subba Rao Kopparapu (DIN: 08566481), who was appointed as an Additional Director with effect from 16th November, 2019 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and rules made there under read with regulations of Articles of Association of the company and whose term of office expires at this Annual General Meeting, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT Directors of the Company be and are hereby authorised to sign all the necessary documents and file all the necessary e- forms with the Registrar of Companies at Hyderabad and to do such other acts, deeds and things to give effect to the aforesaid resolution.”

4. **To Regularize the Appointment of Mr. Veera Raghava Rao Tatavarty (DIN: 08825668) as a Director of the Company**

To consider and if thought fit, to pass with or without modifications the following resolution as **Ordinary Resolution:**

“RESOLVED THAT Mr. Veera Raghava Rao Tatavarty (DIN: 08825668), who was appointed as an Additional Director with effect from 29th August, 2020 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and rules made there under read with regulations of Articles of Association of the company and whose term of office expires at this Annual General Meeting, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT Directors of the Company be and are hereby authorised to sign all the necessary documents and file all the necessary e- forms with the Registrar of Companies at Hyderabad and to do such other acts, deeds and things to give effect to the aforesaid resolution.”

5. To increase Authorised Share Capital and Alteration Of Capital Clause of Memorandum of Association:

To consider and if thought fit to pass with or without modifications the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 61(1) (a) read with Section 13 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under, the Authorised Share Capital of the Company be and is hereby increased from Rs. 7,00,00,000/- (Rupees Seven Core Only) divided into 70,00,000 (Seventy Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only) each to Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crore Only) Equity Shares of Rs.10/- (Rupees Ten Only) each ranking pari passu with the existing equity shares of the Company.”

“RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be and is hereby substituted with the following clause:

- V. The share capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crore Only) Equity Shares of Rs.10/- (Rupees Ten Only) each.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

6. To Issue Equity Shares on Private Placement Basis

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

“RESOLVED THAT in supersession of the earlier resolutions passed, pursuant to the provisions of Section 42 and any other applicable provisions of the Companies Act, 2013, and the rules made thereunder and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to offer, issue, and allot up to 2,50,00,000 (Two Crore Fifty Lakhs Only), Equity Shares on private placement basis at face value of Rs.10/- (Rupees Ten Only) each, with a premium of Rs. 5/- (Rupees Five Only) per equity share aggregating to Rs. 37,50,00,000/- (Rupees Thirty Seven Crores and Fifty Lakhs Only).

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted pursuant to this resolution shall be subject to the provisions of Memorandum and Articles of

Association of the Company and shall rank pari-passu with the existing equity shares of the Company in all respects.

RESOLVED FURTHER THAT for the purpose of giving effect to the offer, issue, allotment of the Equity Shares, Managing Director and Whole Time Directors of the Company, be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, preparing, signing, executing, and filing applications with the appropriate authorities for obtaining requisite approvals for the issuance of the Equity Shares, as may be required, issuing clarifications on the issue and allotment of the Equity Shares, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any regulator, or other authorities or agencies involved in or concerned with the issue of the Equity Shares and as the Board may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise.”

DATE : 29.08.2020
PLACE: HYDERABAD

**BY ORDER OF THE BOARD
FOR PSSM MEDIA LIMITED**
Sd/-
PRASADA RAO NANDA
MANAGING DIRECTOR
(DIN: 08139708)

NOTES:

1. Explanatory Statement as required under Section 102 of the Companies Act, 2013 is annexed to this notice.
2. As per the circular issued by Ministry of Corporate Affairs (MCA), effective from 02nd October, 2018, transfer and transmission of shares is allowed only in dematerialised format. As such your company had appointed Bigshare Services Private Limited having their office at 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashoda Hospital, Somajiguda, Rajbhavan Road, Hyderabad - 500 082 as its Registrar and share transfer agent and Members who are holding shares in physical form are requested to dematerialize their equity shares through their Depository Participant(s). The ISIN in respect of equity shares is INE02VX01013.
3. Members holding shares in physical form are requested to notify immediately any change in their address along with address proof, i.e., Electricity /Telephone Bill, Driving License or a copy of passport and Bank particulars to the company or its Registrar & Share Transfer Agent and in case their shares are held in dematerialized form, this information should be passed on directly to their respective Depository Participants and not to the company/RTA without delay.

4. As part of its “green initiative in Corporate Governance”, MCA allows paperless compliances including service of a notice/document by companies to their Members through electronic mode. Therefore, members are requested to update their e-mail IDs with the Company who have not provided earlier in order to enable the company to follow the instructions of MCA and full fill the initiatives taken by Government of India in this regard in future correspondence to members.
5. 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 ensuing Annual General Meeting (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.
6. 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 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.
7. 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.
8. 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.
9. 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.
10. 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 at www.pssmmedia.com. 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.
11. The Register of Members and Share Transfer Books of the Company will be closed from 23.09.2020 to 29.09.2020 (both days inclusive).

12. 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.
13. The Statutory Registers and the documents pertaining to the items of business to be transacted at the AGM are available for inspection in electronic mode. The shareholders may write an e-mail to pssmmedia@gmail.com and the Company shall respond suitably.
14. The Meeting shall be deemed to be held at the Registered Office of the Company situated at 8-2-603/1/2, 1st Floor, Road no. 10, Banjara Hills, Hyderabad, Telangana - 500 034. Since the AGM will be held through VC / OAVM, the route map to the venue is not annexed to this Notice

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on Saturday, 26th September, 2020 (09:00 A.M) and ends on Monday, 28th September, 2020 (05:00 P.M). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, 22nd September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" module.
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
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.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on “SUBMIT” tab.

(x) 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.

(xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

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 provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **Company/RTA email id**.

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

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote

e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. 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 at least **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at company email id viz. **pssmmedia@gmail.com**. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those 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.
3. 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 shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(xx) **Note for Non – Individual Shareholders and Custodians**

1. 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.
2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
3. 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.
4. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
5. 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.
6. Alternatively Non Individual shareholders are required 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; **pssmmedia@gmail.com** if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

- (xxi) If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, NM Joshi Marg, Lower Parel (East), Mumbai – 400 013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

- (xxii) The Board of Directors has appointed, Ms. Shaik Razia, or failing her, Mr. Mohit Kumar Goyal, Partners, M/s. D Hanumanta Raju & Co. Company Secretaries, B-13, F-1 & F-2, P.S. Nagar, Vijayanagar Colony, Hyderabad - 500 057 as Scrutinizer to scrutinize the voting process in a fair and transparent manner.

- (xxiii) The scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the AGM, thereafter unlock the votes through e-voting in the presence of at least two witnesses, not in the employment of the Company and make, not later than three days from the conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the Company, who shall countersign the same.
- (xxiv) The result of the voting will be posted on the website of the Company at www.pssmmedia.com and also on the website of CDSL at www.evotingindia.com. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Annual General Meeting, i.e. 29th September, 2020.

ANNEXURE TO THE NOTICE

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

ITEM NO: 3

Mr. Kopparapu Chenchu Subba Rao, aged 47 years was appointed as an Additional Director w.e.f. 16.11.2019 on the Board of the Company in accordance with the provisions of Section 161 of the Companies Act, 2013 and as per Articles of Association of the Company and pursuant to Section 161 of the Companies Act, 2013 he holds office up to the date of the ensuing Annual General Meeting and is eligible for appointment as director. The Board feels that presence of Mr. Kopparapu Chenchu Subba Rao on the Board is desirable and would be beneficial to the company and hence recommend resolution at item no. 3 for approval.

The relevant particulars as required under SS-2 issued by Institute of Company Secretaries of India (ICSI) are annexed to this notice in Annexure – I.

Except Mr. Kopparapu Chenchu Subba Rao, being proposed appointee, none of the Directors/Key Managerial Personal or their relatives are interested or concerned in the above resolution.

The matter is being placed before members for their consideration and approval.

ITEM NO: 4

Mr. Veera Raghava Rao Tatavarty, aged 72 years was appointed as an Additional Director w.e.f. 29.08.2020 on the Board of the Company in accordance with the provisions of Section 161 of the Companies Act, 2013 and as per Articles of Association of the Company and pursuant to Section 161 of the Companies Act, 2013 he holds office up to the date of the ensuing Annual General Meeting and is eligible for appointment as director. The Board feels that presence of Mr. Veera Raghava Rao Tatavarty on the Board is desirable and would be beneficial to the company and hence recommend resolution at item no. 4 for approval.

The relevant particulars as required under SS-2 issued by Institute of Company Secretaries of India (ICSI) are annexed to this notice in Annexure – I.

Except Mr. Veera Raghava Rao Tatavarty, being proposed appointee, none of the Directors/Key Managerial Personal or their relatives are interested or concerned in the above resolution.

The matter is being placed before members for their consideration and approval.

ITEM NO. 5:

The Company is considering raising funds through equity for meeting the requirements of funds for expansion of existing business and also to capture emerging business opportunities and the existing Authorized share capital of the Company is inadequate to fulfill the requirement. Hence, it is proposed to increase the Authorized Share Capital from Rs. 7,00,00,000/- (Rupees Seven Core Only) divided into 70,00,000 (Seventy Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only) each to Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crore Only) Equity Shares of Rs.10/- (Rupees Ten Only) each.

The Memorandum of Association of the Company is required to be altered as a consequence of change in the Authorized Share capital. Alteration of Capital clause of the Memorandum of Association of the Company requires approval of the shareholders.

None of the directors/ Key Managerial Persons or their relatives are interested or concerned in the above resolution.

ITEM NO. 6:

In order to meet the fund requirements of the Company, the Board of Directors proposed to issue, offer and allot 2,50,00,000 (Two Crore Fifty Lakhs Only) Equity Shares on private placement basis of face value of Rs.10/- (Rupees Ten Only) each, with a premium of Rs. 5/- (Rupees Five Only) per equity share aggregating to Rs. 37,50,00,000/- (Rupees Thirty Seven Crores and Fifty Lakhs Only). The Board of Directors in their meeting held on 29.08.2020 has approved the proposal to raise further equity subject to the requisite approvals of the members.

A statement of disclosures as required under Rule 13(2) and 14 of The Companies (Share Capital and Debentures) Rules, 2014:

A	The objectives of the issue	The proceeds of the issue will be utilized for the development of channel, purchase of Cameras and Technical Equipment, to obtain satellite connection, Payment of DTH and MSOs and for running the operations of the Company.
B	The total number of shares or other securities to be issued	2,50,00,000 (Two Crore Fifty Lakhs Only) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each at a premium of Rs.5/- (Rupees Five Only) each aggregating to Rs.37,50,00,000/- (Rupees Thirty Seven Crores and Fifty Lakhs Only) in one or more trenches.
C	The price or price band at which the allotment is proposed;	Issue Price is Rs. 15/- i.e., Face Value of Rs.10/- + Rs. 5/- as premium per share.
D	The basis on which the price has been arrived at	As per the Valuation Report issued by Mr. Prabhakar Reddy Palakolanu, Registered Valuer – Securities/Financial Assets, Prabhakar Reddy & Associates, Chartered Accountant, D. No. 2-91/14/G/503, 5 th Floor, Bhaskar Empire, Opp: Jayaberi Silicon Towers, Hi-Tech City Road, Whitefields, Kondapur, Hyderabad-500084. RV No.: IBBI/RV/06/2018/10397.
E	The relevant date on the basis of which price has been arrived at on which the allotment is proposed to be made	31.07.2020

F	The class or classes of persons to whom the allotment is proposed to be made	Promoters and Non-Promoters.
G	Intention of promoters, directors or key managerial personnel to subscribe to the offer:	Two Promoters have expressed their intention to subscribe the securities as and when the offer is made by the Directors along with other proposed non promoter investors.
H	The proposed time within which the allotment shall be completed:	Within 12 (Twelve) months from the date of passing the Special Resolution.
I	The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them:	Annexure II
J	The change in control, if any, in the company that would occur consequent to the preferential offer:	There shall be no change in the management of the Company. However, the ownership/ control is proportionately changed as detailed in Annexure II.
K	The number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price:	During the financial year 2019-20, 31,20,575 Equity Shares were allotted on Private Placement Basis to 85 Shareholders at Rs. 10/- per Share with a premium of Rs. 5/- per Share. In the financial year 2020-2021, this is the first instance of private placement.
L	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:	NA
M	The pre-issue and post-issue shareholding pattern of the Company:	Annexure III

As per the applicable provisions of the Companies Act, 2013 and Rules framed there under, approval of members by way of Special Resolution is required to issue Equity Shares on preferential basis. In view of the same, Special Resolution has been proposed for the approval of members.

Your Directors recommend passing of the proposed Special Resolution.

None of the Directors or Key Managerial Personnel along with their relatives is in any way concerned or interested in the said resolution.

**BY ORDER OF THE BOARD
FOR PSSM MEDIA LIMITED**

Sd/-

**PRASADA RAO NANDA
MANAGING DIRECTOR
(DIN: 08139708)**

**DATE: 29.08.2020
PLACE: HYDERABAD**

Annexure -I

Disclosure as per Secretarial Standards-2

Particulars	Item No. 2	Item No. 3	Item No. 4
Name	Mr. Sidida Nageswararao	Mr. Kopparapu Chenchu Subba Rao	Veera Raghava Rao Tatavarty
DIN	08060875	08566481	08825668
DOB and Age	10/10/1954; 65 years	12/06/1973; 47 years	20/07/1948 72 years
Date of first Appointment on the Board	30/01/2018	16.11.2019	29.08.2020
Qualifications	Matriculation	Intermediate	Graduation
Experience	40 years of Business Experience	25 years of Business Experience	50 years of Business Experience
Terms and Conditions of Appointment / Re-appointment	Retiring by rotation, being eligible, offers himself for reappointment.	Appointment as Non-Executive Director	Appointment as Non-Executive Director
Details of remuneration sought to be paid	Not Applicable	Not Applicable	Not Applicable
Last drawn remuneration	Not Applicable	Not Applicable	Not Applicable
Relationship with other Directors and Key Managerial Personnel	Not Applicable	Not Applicable	Not Applicable
Directorship in Companies	NIL	NIL	NIL
No. of Shares held in the Company	10,000 Shares	30,000 Shares	10,000 shares
Number of meetings of the Board attended during the year	12	3	Not Applicable

ANNEXURE II

S No	Name	No. of Shares	% POST PREFERENTIAL OFFER CAPITAL
1	RAJAMOULI M	1,30,000	0.440370826
2	RAMU MEESA	1,29,000	0.436983358
3	SAVITHRI CHOPPA	1,28,000	0.43359589
4	VALLAMKONDU SUNITHA LAKSHMI	1,25,000	0.423433487
5	TALLAM SATYATEJA	1,30,000	0.440370826
6	MEKALA RAMADEVI	1,29,000	0.436983358
7	T SIREESHA	1,30,000	0.440370826
8	PASUPULA NAGENDRA PRASAD	1,28,000	0.43359589
9	U SEKHAR BABU	1,29,000	0.436983358
10	MANISH TALLAPALLI	1,30,000	0.440370826
11	KOPPARAPU LAXMI	1,30,000	0.440370826
12	SATYAVATHI BORA	1,29,000	0.436983358
13	ANURADHA KARUTURI	1,30,000	0.440370826
14	RAMBABU KOTIPALLI	1,30,000	0.440370826
15	SEELAM SOLMAN BABU	1,30,000	0.440370826
16	RAMA SUBBA REDDY GAJJALA	1,25,000	0.423433487
17	N SURESH KUMAR	1,30,000	0.440370826
18	N S ARUNA	1,25,000	0.423433487
19	BOMMARAJU BALA VENKATA SANGAMESWARA RAO	1,28,000	0.43359589
20	KOTTURI RAVIKUMAR	1,28,000	0.43359589
21	KALURI KASIVISWANATH	1,26,000	0.426820955
22	SURYA PRAVEEN KUMAR	1,29,000	0.436983358

	SANGAVARAPU		
23	NALLANI PURNACHANDRA RAO	1,30,000	0.440370826
24	KATAM REDDY KONDA REDDY	1,30,000	0.440370826
25	HARITHA SRI PUTTUBOINA	1,29,000	0.436983358
26	VENKATA KISHORE MADUGULA	1,30,000	0.440370826
27	SAIDEEP SAMINENI	1,28,000	0.43359589
28	GUNDURI SRIKANTH	1,30,000	0.440370826
29	GANGADHAR PADMA	1,30,000	0.440370826
30	SUJATHA KALIDINDI	1,29,000	0.436983358
31	MANNEM RENUKA	1,30,000	0.440370826
32	SHARATH BABU KARNATI	1,30,000	0.440370826
33	D SHANKAR	1,30,000	0.440370826
34	CHALAMALASETTI PUJITHAA	1,28,000	0.43359589
35	MADHUSUDHAN DOMMARA	1,30,000	0.440370826
36	SHOBHA SHIRAPURAPU	1,29,000	0.436983358
37	VENKATESWARA RAO RAAVI	1,28,000	0.43359589
38	INDIRA GAYATRI YENUMARLA	1,30,000	0.440370826
39	BUNGA TRINADHA SWAMY	1,29,000	0.436983358
40	JAGANNADHA GUPTA VELAMARTHI	1,30,000	0.440370826
41	P ANITHA DEVI	1,29,000	0.436983358
42	ALLURI SATYANARAYANA RAJU	1,29,000	0.436983358
43	TVV DURGA PRASAD	1,30,000	0.440370826
44	MULLAPUDI VIJAYA LAKSHMI	1,30,000	0.440370826

45	MEKA VENKATESWARA RAO	1,29,000	0.436983358
46	ALLURI SATISH CHANDRA KUMAR	1,30,000	0.440370826
47	AYYAPPA PINDI	1,30,000	0.440370826
48	M P JAYA KUMAR	1,27,500	0.431902156
49	VARANASI RAMA ANAND KRISHNA	1,20,000	0.406496147
50	MYNENI SARALA DEVI	1,28,000	0.43359589
51	KRISHNAVENI MANTRAVADI	1,25,000	0.423433487
52	SREEKANTH G M	1,28,000	0.43359589
53	G SITA MAHALAXMI	1,26,000	0.426820955
54	VEERA RAGHAVAMMA PATNALA	1,29,000	0.436983358
55	VAMAN KUMAR JONNALA	1,30,000	0.440370826
56	KRISHNAIAH CHAVVA	1,28,000	0.43359589
57	OMESH GOUD BEEMAGOWNI	1,25,000	0.423433487
58	PARVATHI KATAMONI	1,29,000	0.436983358
59	SHAILAJA KASUGANTI	1,28,000	0.43359589
60	SIRIPURAPU VEERAVASANTA LAKSHMI	1,24,000	0.420046019
61	BALANTRAPU PADMAVATHI	1,26,000	0.426820955
62	HARSHA BALANTRAPU	1,25,000	0.423433487
63	RAVI SANKAR NEELAM	1,26,000	0.426820955
64	VIJAYA KUMARI GHATTAMANENI	1,28,000	0.43359589
65	RAMANAIAH PATTUPOGULA	1,20,000	0.406496147
66	VEDANTAM SRIDEVI	1,30,000	0.440370826
67	AILA SANJEEVA	1,25,000	0.423433487
68	VIJAYA LAKSHMI GURRAPU	1,30,000	0.440370826

69	KISHAN REDDY JUNNUTHULA	1,28,000	0.43359589
70	CHANDRA OBULAREDDY MARTHALA	1,26,000	0.426820955
71	NARENDER KUMAR ASURI	1,28,000	0.43359589
72	BHASKARA RAO SAMAYAMANTHRI	1,30,000	0.440370826
73	G RAJYALAKSHMI	1,30,000	0.440370826
74	KIRAN RAGAM	1,28,000	0.43359589
75	UMAPATHI RAO GUNUGANTI	1,26,000	0.426820955
76	NIRMALA REDDY MADADI	1,25,000	0.423433487
77	RAJI REDDY MADADI	1,26,000	0.426820955
78	SWETHA PASUPELETI	1,28,000	0.43359589
79	YENUGUDHATI VENKATA SESHA PADMA RANI	1,24,000	0.420046019
80	PURANAM VEERA BHADRAIAH	1,22,000	0.413271083
81	YENUGUDHATI SATYA RAMA PRASADA RAJU	1,26,000	0.426820955
82	YENUGUDHATI HARISH VARMA	1,27,000	0.430208422
83	YENUGUDHATI RAKESH VARMA	1,21,000	0.409883615
84	KASETTI SIVAJI	66,000	0.223572881
85	LAXMI BANDLA	1,24,000	0.420046019
86	SRI HARI MADDI	1,21,000	0.409883615
87	SREEKANTH VORUGANTI	1,26,000	0.426820955
88	SUVARNA MUSUNURI	1,24,000	0.420046019
89	RAGALATHA NADIMPALLY	1,23,000	0.416658551
90	ANNAPURNA BELLURI	1,29,000	0.436983358
91	PENDYALA VIJAY KUMAR	1,28,000	0.43359589
92	SATISHKUMAR VADLAKUNTA	1,30,000	0.440370826

93	PULI VENKATA NAGARAJA	1,29,000	0.436983358
94	TALLAM SUJATHA LAKSHMI	1,30,000	0.440370826
95	ADEPU ARUNA	1,29,000	0.436983358
96	RAMAYANAPU NIRMALA	1,30,000	0.440370826
97	PONNAM VENKATA RAMARAO	1,28,000	0.43359589
98	KONDA REDDY NUNE	1,29,000	0.436983358
99	MADAM SAI BABU	1,25,000	0.423433487
100	NAMALA JANARADHAN	1,29,000	0.436983358
101	CHINTHALA MADHUSUDHAN REDDY	1,27,000	0.430208422
102	R KAMESHWAR RAO	1,30,000	0.440370826
103	YASA KIRAN KUMAR	1,29,000	0.436983358
104	JAGADEESHWAR REDDY BUSANI	1,30,000	0.440370826
105	SRI LAKSHMI UNDI	1,29,000	0.436983358
106	BODDU VIJAYA LAKSHMI	1,30,000	0.440370826
107	SWAPNA RANI KONDAPALKALA	1,30,000	0.440370826
108	LAKIMSETTY SESHAVANI	1,30,000	0.440370826
109	RAMESH KOMMINENI	1,30,000	0.440370826
110	SURYA KANTHAM DAKARAPU	1,28,000	0.43359589
111	RADHA KRISHNA ASURI	1,28,000	0.43359589
112	ALAHARI SUDARSANA KALYANA SIVA KUMAR	1,26,000	0.426820955
113	MEDARAMETLA CHANDRAMOULI	1,28,000	0.43359589
114	ATLURI SRIDHAR	1,25,000	0.423433487
115	NEELAVENI DANDU	1,29,000	0.436983358
116	SHAIK TEJA	1,28,000	0.43359589

117	SATYANARAYANA MURTHY GUMMA	1,28,000	0.43359589
118	PATHIPATI ARUNA KUMARI	1,30,000	0.440370826
119	SRINIVASARAO KOYYALAMUDI	1,25,000	0.423433487
120	DEEPIKAMBIKA PULLA	1,25,000	0.423433487
121	GOLLA RADHIKA	1,26,000	0.426820955
122	MYNEDI VANI	1,23,000	0.416658551
123	BADUGU KRANTHI KUMAR	1,26,000	0.426820955
124	PRATAP KAREKAL	1,25,000	0.423433487
125	KRISHNA KUMARI VADDADI	1,25,000	0.423433487
126	GADDE LAKSHMI RANI	1,28,000	0.43359589
127	SATYANARAYANA BASAVA	1,28,000	0.43359589
128	G SAILAJA	1,27,100	0.430547169
129	BELLAMKONDA SUSMITHA RANI	66,000	0.223572881
130	SANTOSH VARMA CHEKURI	1,20,000	0.406496147
131	BATHINA MAHALAKSHMI	1,30,000	0.440370826
132	SRIKANTH KONDUR	1,20,000	0.406496147
133	SESHA RATHNAM VALLABHANENI	1,20,400	0.407851134
134	CHENCHU REDDY PADMAVATHI	1,30,000	0.440370826
135	CHENCHIREDDYGARI SHILPA	1,30,000	0.440370826
136	THIRDHALA VIJAYA LAXMI	1,29,000	0.436983358
137	TIRUNAGARI VANI	1,30,000	0.440370826
138	KATEPALLY SAILAJA	1,30,000	0.440370826
139	GADDE SUNITHA	1,16,000	0.392946276
140	ANURADH HIREMATH	1,29,000	0.436983358

141	YALAMANCHIAIAH TELAPUDI	1,18,000	0.399721211
142	LEELA PRASANNA KUMARI SARISA	1,30,000	0.440370826
143	PENTAKOTA BHARATHI	1,12,000	0.379396404
144	SUBUDDHI RAM PRASAD	1,28,000	0.43359589
145	JYOTHIRMAI DONEPUDI	1,00,000	0.338746789
146	RATNA KUMARI KOLLA	1,30,000	0.440370826
147	VEGISINA RAMAKRISHNA RAJU	1,24,000	0.420046019
148	LOKARE ARCHANA BAI	1,30,000	0.440370826
149	SINAYYAGARI HARIPRIYA	1,15,000	0.389558808
150	GIRIJA ANNAPURNA VADLAMANI	1,25,000	0.423433487
151	SANKARARAO AKURATI	1,29,000	0.436983358
152	ASHOK REDDY KESHIREDDY	1,20,000	0.406496147
153	KAKARLA CHANDRA SEKAR BABU	1,28,000	0.43359589
154	SATYANARAYANA BHEEMAVARAPU	1,29,000	0.436983358
155	USHA RANI ELLAMANCHILI	1,28,000	0.43359589
156	KURAPATI REDDY PRAKASH	1,29,000	0.436983358
157	RENTALA SURESH KUMAR	1,30,000	0.440370826
158	RENTALA MALATHI	1,28,000	0.43359589
159	RENTALA BHANU TEJA	1,29,000	0.436983358
160	SRINGERI RADHAKRISHNA MADHAVI	1,30,000	0.440370826
161	MUNTIMADUGU VANITHA	1,29,000	0.436983358
162	MUTHYALA SREEVANI	1,25,000	0.423433487
163	AMARNATH KOVUR	1,28,000	0.43359589
164	KALAVATHI BEEGALA	1,30,000	0.440370826

	CHANDRA		
165	MEDA SREENIVASULU	128000	0.43359589
166	PABBATHI KISHORE BABU	1,28,000	0.43359589
167	PRATHAP KUMAR VADLAKUNTA	1,15,000	0.389558808
168	GUNTUKU VENKATA RAMANA MURTY	1,25,000	0.423433487
169	SARITHA PERUMALLA	1,20,000	0.406496147
170	B SOBHA RANI	1,26,000	0.426820955
171	M RAMBABU	1,24,000	0.420046019
172	PUSALA SITARAMBABU	1,29,000	0.436983358
173	SITARANI POLISETTY	1,26,000	0.426820955
174	VENKATA RATNAM CHOWDARY ADUSUMALLI	1,20,000	0.406496147
175	SABBINENI KAMALA KUMARI	1,30,000	0.440370826
176	MADDI SRINIVASA RAO	1,22,000	0.413271083
177	SVS RAMANJANEYA REDDY	1,25,000	0.423433487
178	M VAMSI KRISHNA	1,22,000	0.413271083
179	VADDE APPA RAO	1,30,000	0.440370826
180	RAMARAO MARNEEDI	1,29,000	0.436983358
181	BATTA NAGAVENI	1,28,000	0.43359589
182	VANDRASI LAKSHMANA RAO	1,29,000	0.436983358
183	PRABHAKAR NAIDU GUNDE	1,29,000	0.436983358
184	PARANGI SUREKHA	1,30,000	0.440370826
185	SADULA VARA LAKSHMI	1,29,000	0.436983358
186	MOCHERLA RAMA RAO	1,16,000	0.392946276
187	MERIGE PRAVEENA	1,12,000	0.379396404
188	KANDIMALLA SURESH KUMAR	1,30,000	0.440370826
189	JAYA SREE SIDDIREDDI	1,15,000	0.389558808

190	I VENKATA RAMANA	70,000	0.237122753
191	VENKATA SATYANARAYANA INUKONDA	90,000	0.30487211
192	KODI PANDU	1,30,000	0.440370826
193	KALURI KASIVISWANATH	1,00,000	0.338746789
194	PRABHAKAR P	80,000	0.270997431
195	ARAVAPALLI PRADEEPKUMAR	1,29,000	0.436983358
196	BASWA CHAKRA PANI	80,000	0.270997431
197	GOVINDU PILLELLI	1,29,000	0.436983358
198	A THIMMAYYA CHARI	1,30,000	0.440370826
199	SUBRAMANI MUNASWAMY	1,00,000	0.338746789
200	ANNAM RAJASEKHAR	1,00,000	0.338746789
	TOTAL	2,50,00,000	84.68669733

Annexure – III

The pre-issue and post-issue shareholding pattern of the Company:

Sl.No.	Category	Pre-issue		Post-issue	
		No. of Shares Held	% of Share holding	No. of Shares Held	% of Share holding
A	Promoters' holding				
1	Indian				
	Individual	1,50,974	3.34	4,01,374	1.36
	Bodies corporate				
2	Foreign promoters				
Sub-total (A)		1,50,974	3.34	4,01,374	1.36
B	Non-promoters' holding				
1	Individual investors				
2	Non-individual investors				
3	Private corporate bodies				
4	Directors and relatives				
5	Indian public	43,49,601	96.22	2,90,99,201	98.57
6	Others (including Trust, non-resident Indians(NRIs))	20,000	0.44	20,000	0.07
Sub-total (B)		43,69,601	96.66	2,91,19,201	98.64
GRAND TOTAL		45,20,575	100.00	2,95,20,575	100.00

DIRECTORS' REPORT

To
The Members,
PSSM MEDIA LIMITED
Hyderabad

Your Directors hereby presents the 03rd Annual Report of your Company together with the Audited Financial Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2020. The summarized financial results for the year ended 31st March, 2020 are as under:

FINANCIAL RESULTS:

(Amounts in Rupees)

	<u>2019-20</u>	<u>2018-19</u>
Net Sales / Income from Operations	20,39,213	8,96,232
Other income	19,73,253	3,06,258
Operating Expenses	1,62,03,260	75,31,876
Net Profit (+) / (Loss) (-) before Tax for the Period	(1,21,90,794)	(63,29,386)
Less: Current Tax/ Deferred Tax/Prior Year Income Tax/ MAT Credit Entitlement	-	4,921
Net Profit (+) / (Loss) (-) for the Period	(1,21,90,794)	(63,24,465)

REVIEW OF OPERATIONS:

During the period under review the Revenue from operations of the Company increased from Rs 8,96,232/- to Rs. 20, 39,213/-. The Company had suffered a loss of Rs. 1, 21,90,794/- during the financial year.

DIRECTORS' RESPONSIBILITY STATEMENT:

The Board of Directors confirm that in the preparation of Profit & Loss Account for the year ended and Balance Sheet as at that date ("Financial Statements") that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) 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;
- (d) the directors had prepared the annual accounts on a going concern basis; and

- (e) the Company being unlisted, sub clause (e) of section 134(5) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the Company; and
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DISCLOSURES UNDER SECTION 134 OF THE COMPANIES ACT, 2013:

1. State of affairs of the company:

Your Company create and stream Mindfulness Music Meditation, Spiritual Science along with Traditional Ayur, Herbs knowledge, Telecast Many Masters Life Experiences and Discover new existing perspectives every time. We design separate digital platform for spreading Mediation, Vegetarianism. Pyramid Power through App, Website and other Social Media all over the world in multi languages. Our major activity is to telecast our program for happiness through many Digital and Fiber MSO to reach Educate common man. As of now we reach daily 50 lac viewers. Our upcoming digital services are

1. Digital Marketing
2. Organise LIVE events
3. Starts IP TV service
4. Multi Channel Streaming
5. Tele Marketing

2. Amounts proposed to be carried to any reserves, if any:

No Amounts are proposed to be carried to reserves.

3. Dividend:

No Dividend was declared during the current financial year.

4. Deposits:

The Company has not accepted any deposits during the year under review.

5. Details of the board meetings held during the year:

Secretarial Standards as applicable have been complied with. The Board of Directors met 12 (Twelve) times during the financial year ended March 31st, 2020 in accordance with the Provisions of the Companies Act, 2013 and rules made there under which are as follows:

Sl. No.	Date of meeting	Total No. of Directors as on the Date of Meeting	No. of Directors attended	Attendance
1.	04.04.2019	7	6	85.71%
2.	12.04.2019	7	6	85.71%

3.	06.05.2019	6	5	83.33%
4.	26.06.2019	6	6	100%
5.	02.07.2019	6	6	100%
6.	22.07.2019	6	6	100%
7.	19.08.2019	6	6	100%
8.	04.10.2019	6	6	100%
9.	16.11.2019	6	6	100%
10.	24.12.2019	7	7	100%
11.	19.02.2020	7	7	100%
12.	28.02.2020	7	7	100%

6. Performance Evaluation:

The Board of Directors has carried out an annual evaluation of its own performance and individual directors pursuant to the provisions of the Act.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The Board reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board like preparedness of the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

7. Key Managerial Personnel:

Mr. Prasada Rao Nanda, Managing Director, Mr. Anand Kumar Chedarla, Whole Time Director and Mr. Navakanth Mgadda, Whole Time Director are the Key Managerial Personnel of the Company.

8. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of financial year of the company to which the financial statements relate and the date of the report:

There are no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relates and on the date of this report.

9. A statement on declaration given by Independent Directors under Sub-Section (6) of Section 149:

The provisions of Section 149(6) relating to Independent Directors are not applicable to the Company.

10. Company's policy relating to directors appointment, payment of remuneration and discharge of their duties under Sub-section (1) of Section 178:

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company.

11. Disclosure of composition of Audit Committee and providing vigil mechanism:

The provisions of Section 177(1) relating to constitution of Audit Committee are not applicable to the Company.

12. Disclosure of composition of Nomination and Remuneration Committee:

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company.

13. Statement indicating development and implementation of a risk management policy for the company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company:

No elements of risk were identified by the Company, which in the opinion of the Board might threaten the existence of the company.

14. Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by the auditor in his report.

There were no qualifications, reservations or adverse remarks made by the Auditors in their report.

15. The details about the policy developed and implemented by the company on corporate social responsibility initiatives taken during the year:

The Company has not developed and implemented any Corporate Social Responsibility policy and initiatives, as the said provisions are not applicable.

16. Particulars of Loans, Guarantees or Investments Under Section 186 of the Companies Act, 2013:

There were no Loans, guarantees or investments made under Section 186 during the year.

17. Particulars of contracts or arrangements made with related parties Under Section 188 of the Companies Act, 2013:

During the period under review, all the related party transactions that were entered into were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013.

18. The change in the nature of business, if any:

There was no change in the nature of Business.

19. The details of directors or key managerial personnel who were appointed or have resigned during the year:

During period under review Mr. Vijayabhaskar Reddy Nallamilli has resigned from the Board with effect from 22.04.2019.

Further, Mr. Kopparapu Chenchu Subba Roa was appointed as Additional Director in the Board Meeting held on 16.11.2019 and Mr. Veera Raghava Rao Tatavarty was appointed as an Additional Director with effect from 29th August, 2020, whose appointments are proposed to be regularized at ensuing Annual General Meeting.

20. The names of companies which have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year:

Your Company does not have any companies which have become or ceased to be its Subsidiaries, Joint Ventures or Associate Companies during the year under review.

21. The details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future:

There are no material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

22. Adequacy of internal financial controls with reference to financial statements:

Internal control framework including clear delegation of authority and standard operating procedures are established and laid out across all functions. These are reviewed periodically at all levels. These measures have helped in ensuring the adequacy of internal financial controls commensurate with the scale of operations of the Company. During the period under review no reportable material weakness in the design and operations were observed.

23. Disclosure as per Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013:

Your company has zero tolerance for sexual harassment at work place and has adopted a policy on prevention, prohibition and redressal of sexual harassment at work place in line with the provision of Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013 and rules framed there under.

An Internal Complaints Committee ("ICC") has been set up by the senior management (with women employees constituting the majority). The ICC is responsible for redressal of complaints related to sexual harassment and follows the guidelines provided in the Policy.

No complaints have been received by the company on sexual harassment during the financial year 2019-2020.

24. Particulars of Employees:

None of the employees whether employed through the period or part of the period were in receipt of the remuneration exceeding limited specified under section 197 of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The company recognizes the importance and contribution of its human resources in its growth and development. It is committed to development of human resources by appropriate training, motivation and employee welfare activities.

25. Statutory Auditors:

Company has appointed M/s. A V RATNAM AND CO, Chartered Accountants (Firm Registration No. 0003028S), as Statutory Auditors of the Company at its AGM held on 16.08.2018 to hold office as statutory auditor for a period of five years and being eligible they continue to hold office.

26. Maintenance of Cost Records:

Maintenance of cost records is not specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 to our company.

27. Details in respect of Frauds reported by Auditors under 143(12) of Companies Act 2013

During the period under review there were no instances of Fraud reported by the Auditors in the Company.

28. Annual Return and its web link:

The web link to the Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is www.pssmmmedia.com. An Extract of Annual Return in Form MGT - 9 is annexed to the Report as Annexure – I.

29. Issue of Sweat Equity Shares

The Board of Directors at their meeting held on 19.08.2019 had decided to issue 1,25,000 Sweat Equity Shares having face value Rs. 10/- each at issue price of Re. 1/- (Rupee One only), to Mr. Prasada Rao Nanda, Mr. Anand Kumar Chedarla and Mr. Navakanth Mgadda in addition to the managerial remuneration and in consideration of the services. The Members at the Annual General Meeting held on 26.09.2019 approved the same and Board at their meeting held on 24.12.2019 allotted the said Sweat Equity shares.

Particulars of the Issue

a)	The class or classes of directors or employees to whom such equity shares are to be issued;	Managing Director and Whole Time Directors
b)	The class of shares under which sweat equity shares are intended to be issued	Equity Shares
c)	The total number of shares to be issued as sweat equity	1,25,000 Sweat Equity Shares 1. Mr. Prasada Rao Nanda – 45,000 Shares 2. Mr. Anand Kumar Chedarla – 40,000 Shares 3. Mr. Navakanth Mgadda – 40,000 Shares.
d)	The reasons or justification for the issue;	To compensate Mr. Prasada Rao Nanda, Mr. Anand Kumar Chedarla and Mr. Navakanth Mgadda for their exemplary contribution towards the operating performance of the Company.
e)	The principal terms and conditions on which sweat equity shares are to be issued, including basis of valuation ;	1. The Sweat Equity Shares issued will be treated as a part of managerial remuneration for the purpose of applicable provisions of the Companies Act, 2013. 2. The Sweat Equity Shares shall be Lock-in for a period of 3 years from the date of allotment i.e. 24.12.2019 3. As per the Valuation Report issued by Mr. Prabhakar Reddy Palakolanu, Registered Valuer – Securities/Financial Assets, Prabhakar Reddy & Associates, Chartered Accountant, D. No. 2-91/14/G/503, 5th Floor, Bhaskar Empire, Opp: Jayaberi Silicon Towers, Hi-Tech City Road, Whitefields, Kondapur, Hyderabad- 500 084. RV No.: IBBI/RV/06/2018/10397.
f)	The total number of shares arising as a result of issue of sweat equity shares	4,520,575 Shares
g)	The percentage of the sweat equity shares of the total post issued and paid up share capital;	2.77%

h)	The consideration including consideration other than cash, if any to be received for the sweat equity;	The shares are allotted in addition to the remuneration payable.
i)	Diluted Earnings Per Share pursuant to the issue of sweat equity shares, calculated in accordance with the applicable accounting standards.	Not Applicable

30. Conservation of energy, technology absorption, foreign exchange earnings and outgo:

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as under.

(A) Conservation of energy	:	NIL
(B) Technology absorption	:	NIL
(C) Foreign exchange earnings	:	NIL
(D) Foreign exchange outgo	:	NIL

31. Acknowledgement:

Your Directors wish to place on record their gratitude to shareholders and thank the customers, bankers, vendors, State and Central Governments Authorities for their continued support to your Company's growth. Your Directors also wish to place on record, their appreciation for the contribution made by the employees at all levels, who, through their competence, sincerity, hard work, solidarity and dedicated support enabled to your company to make continued progress.

Place: Hyderabad
Date: 29.08.2020

For and on behalf of the Board of
PSSM MEDIA LIMITED

Sd/-
Mr. Prasada Rao Nanda
Managing Director
(DIN: 08139708)

Sd/-
Mr. Navakanth Mgadda
Whole Time Director
(DIN: 07629009)

Sd/-
Mr. Anand Kumar Chedarla
Whole Time Director
(DIN: 07702546)

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN
As on the financial year ended 31.03.2019
of**

PSSM MEDIA LIMITED

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

I. REGISTRATION AND OTHER DETAILS:

- i) **CIN:** U74994TG2017PLC121367
- ii) **Registration Date:** 21/12/2017
- iii) **Name of the Company:** PSSM MEDIA LIMITED
- iv) **Category / Sub Category of the Company:** Company limited by shares/ Non Govt. Company.
- v) **Address of the Registered office and contact details:** 8-2-603/1/2, 1st Floor, Road No.10, Banjara Hills, Hyderabad, Telangana - 500034.
- vi) **Whether listed company (Yes / No) -** No
- vii) **Name, Address and Contact details of Registrar and Transfer Agent, if any**
- Bigshare Services Pvt. Ltd, 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashoda Hospital, Somajiguda, Rajbhavan Road, Hyderabad- 500 082

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SL. NO.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
NIL			

III.PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-NIL

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual/HUF	--	7,000	7,000	0.55	1,57,967	7,000	1,64,967	3.65	3.10
(b) Central Govt.	-	-	-	-	-	-	-	-	-
(c) State Govt(s).	-	-	-	-	-	-	-	-	-
(d) Bodies Corp.	-	-	-	-	-	-	-	-	-
(e) Banks / FI	-	-	-	-	-	-	-	-	-
(f) Any other.....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	--	7,000	7,000	0.55	1,57,967	7,000	1,64,967	3.65	3.10
(2) Foreign									
(a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
(b) Other – Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corp.	-	-	-	-	-	-	-	-	-
(d) Banks / FI	-	-	-	-	-	-	-	-	-
(e) Any Other.....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)=(A) (1)+(A) (2)	--	7,000	7,000	0.55	1,57,967	7,000	1,64,967	3.65	3.10
Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(s).	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture	-	-	-	-	-	-	-	-	-
i) Capital Funds	-	-	-	-	-	-	-	-	-
j) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B) (1):-	-	-	-	-	-	-	-	-	-
2. Non – Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-

i. Indian	-	-	-	-	-	-	-	-	-
ii. Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i. Individual Shareholders holding nominal share capital upto Rs. 1 lakh	-	10,67,000	10,67,000	83.69	17,32,692	10,06,000	27,38,692	60.58	(23.11)
ii. Individual Shareholders holding nominal share capital in excess of Rs. 1 Lakh		1,91,000	1,91,000	14.98	14,12,916	1,84,000	15,96,916	35.33	20.35
c) Others - Trusts Pyramid Nityanandam Trust		10,000	10,000	0.78	-	20,000	20,000	0.44	(0.34)
Sub-total (B) (2):-		12,68,000	12,68,000	99.45	31,45,608	12,10,000	43,55,608	96.35	(3.10)
Total Public Shareholding (B) = (B) (1)+ (B) (2)		12,68,000	12,68,000	99.45	31,45,608	12,10,000	43,55,608	96.35	(3.10)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)		12,75,000	12,75,000	100	33,03,575	12,17,000	45,20,575	100	-

ii. Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in Shareholding during the year
		No. of Shares	% of Total Shares of the Company	% of Shares Pledged / emcumbered to total shares	No. of Shares	% of Total Shares of the Company	% of Shares Pledged / emcumbered to total shares	
1.	Mrs. Jayalaxmi Nanda	1,000	0.08	-	43996	0.97	-	0.89
2.	Ms.Makam Nirmala Devi	1,000	0.08	-	1000	0.02	-	(0.06)
3.	Ms. Tirunagari Vani	1,000	0.08	-	1000	0.02	-	(0.06)
4.	Ms.Madhavi Chalamalla	1,000	0.08	-	21000	0.46	-	0.38
5.	Mr. Navakanth Mgadda	1,000	0.08	-	41000	0.91	-	0.83
6.	Ms.Sesharathnam Vallabhaneni	1,000	0.08	-	7668	0.17	-	0.09
7.	Mr. Anand Kumar Chedarla	1,000	0.08	-	49303	1.09	-	1.01
	Total	7,000	0.55	-	164967	3.65	-	3.10

iv. *Change in Promoters' Shareholding:*

Sl. No	Name of the Shareholder	Shareholding at the beginning of the year		Increase or decrease in the shareholding			Cumulative shareholding	
		No of shares	% in total share Holding	Date	No of shares	Reason	No of shares	% in total share Holding
1.	Ms. Jayalaxmi Nanda	1,000	0.08	21.08.2019	59,500	Allotment	43,996	0.97
				11.12.2019	(6,666)	Sale		
				14.01.2020	(3,500)	Sale		
				31.01.2020	(1,000)	Sale		
				01.02.2020	(5,340)	Sale		
				18.02.2020	47,867	Purchase		
				19.02.2020	(20,000)	Sale		
				20.02.2020	(12,199)	Sale		
				22.02.2020	(9,000)	Sale		
24.02.2020	(6,666)	Sale						
2.	Ms.Makam Nirmala Devi	1,000	0.08	-	-	-	1,000	0.02
3.	Ms. Tirunagari Vani	1,000	0.08	-	-	-	1,000	0.02
4.	Ms.Madhavi Chalamalla	1,000	0.08	13.12.2019	20,000	Purchase	21,000	0.46
5.	Mr. Navakanth Mgadda	1,000	0.08	21.08.2019	57,703	Allotment	41,000	0.91
				12.12.2019	(3,333)	Sale		
				18.12.2019	(11,502)	Sale		
				22.01.2020	(42,868)	Sale		
				08.02.2020	40,000	Allotment		
6.	Ms.Sesharathna m Vallabhaneni	1,000	0.08	21.08.2019	60,000	Allotment	7,668	0.17
				13.12.2019	(60,000)	Sale		
				22.01.2020	65,367	Purchase		
				23.01.2020	(14,666)	Sale		
				24.01.2020	(13,000)	Sale		
				25.01.2020	(14,000)	Sale		
				29.01.2020	(5,033)	Sale		
				07.02.2020	(3,000)	Sale		
				10.02.2020	(3,000)	Sale		
				11.02.2020	(3,000)	Sale		
				24.02.2020	(1,000)	Sale		
				26.02.2020	(1,000)	Sale		
20.03.2020	(1,000)	Sale						
7.	Mr. Anand Kumar Chedarla	1,000	0.08	21.08.2019	60,000	Allotment	49,303	1.09
				20.11.2019	(49,665)	Sale		
				29.11.2019	(3,333)	Sale		
				01.02.2020	(1,666)	Sale		
				05.02.2020	46,633	Purchase		

				06.02.2020	(10,000)	Sale		
				07.02.2020	(4,000)	Sale		
				08.02.2020	(20,000)	Sale		
				08.02.2020	40,000	Allotment		
				15.02.2020	(8,666)	Sale		
				19.03.2020	(1,000)	Sale		

v. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	K.Lakshmi	30,000	2.35	90,000	1.99
2.	M. Vijay Nirmala	61,000	4.78	61,000	1.35
3.	Chandraskhar Pulamarse	--	--	60,000	1.33
4.	Pullakhandam Sravanthi	--	--	50,000	1.11
5.	Madhavi Machineela	--	--	46,000	1.02
6.	Saritha Permalla	--	--	40,000	0.88
7.	Vijaya Bhaskar Reddy P.	--	--	34,909	0.77
8.	M.Parandhama Reddy	30,000	2.35	30,000	0.66
9.	Yenugudhati Venkata Sesha	--	--	25,803	0.57
10.	J Raghavendra Reddy	--	--	23,333	0.52

vi. Shareholding of Directors and Key Managerial Personnel:

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in Shareholding during the year
		No. of Shares	% of Total Shares of the Company	% of Shares Pledged / emcumbered to total shares	No. of Shares	% of Total Shares of the Company	% of Shares Pledged / emcumbered to total shares	
1.	Mr. Rambabu Potluri	10,000	0.78	--	10,000	0.22	--	(0.56)
2.	Mr. Navakanth Mgadda	1,000	0.08	--	41,000	0.91	--	0.83
3.	Mr. Anand Kumar Chedarla	1,000	0.08	-	49,303	1.09	--	1.01
4.	Mr. Sidha Nageswara Rao	--	--	--	10,000	0.22	--	0.22
5.	Mr. Prasada Rao Nanda	--	--	--	45,000	1.00	--	1.00

6.	Krishna Mohan Thanguturu	10,000	0.78	--	20,000	0.44	--	(0.34)
7.	Mr. Kopparapu Chenchu Subba Roa	--	--	--	30,000	0.66	--	0.66

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	--	--	--	--
i) Principle Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	--	--	--
Change in Indebtedness during the financial year	--	--	--	--
• Addition	--	21,20,000	--	21,20,000
• Reduction	--	--	--	-
Net Change	--	21,20,000	--	21,20,000
Indebtedness at the end of the financial year	--	21,20,000	--	21,20,000
i) Principle Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	21,20,000	--	21,20,000

V REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:*A. Remuneration to Managing Director, Whole-time Directors and/or Manager:*

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount Rs.
		Rs.			
		Prasada Rao Nanda (MD)	Anand Kumar Chedarla (WTD)	Navakanth Mgadda (WTD)	
1.	Gross Salary	4,05,000	3,45,000	3,45,000	10,95,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4,05,000	3,45,000	3,45,000	10,95,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--	--
2.	Stock Option	--	--	--	--
3.	Sweat Equity	4,50,000	4,00,000	4,00,000	12,50,000
4.	Commission	--	--	--	--
	- As % of Profit				
	- Others, Specify.....	--	--	--	--
5.	Others, Please Specify	--	--	--	--
	Total (A)	8,55,000	7,45,000	7,45,000	23,45,000
	Ceiling as per the Act	As per Schedule V of Companies Act, 2013			

*B. Remuneration to other directors: NIL**C. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD: NIL***VI PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL**

Place: Hyderabad

Date: 29.08.2020

For and on behalf of the Board of
PSSM MEDIA LIMITEDSd/-
Mr. Prasada Rao Nanda
Managing Director
(DIN: 08139708)Sd/-
Mr. Navakanth Mgadda
Whole Time Director
(DIN: 07629009)Sd/-
Mr. Anand Kumar Chedarla
Whole Time Director
(DIN: 07702546)

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF PSSM MEDIA LIMITED.

Report on the Financial Statements

We have audited the accompanying financial statements of PSSM MEDIA LIMITED. ("the company"), which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of 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 in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 provisions of the Act and the Rules made thereunder.

We conducted our audit 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 our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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;

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2020;
- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure-A** a statement on the matters specified in the paragraph 3 and 4 of the order to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) the Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31 March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2020, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**"; and
 - g) With respect to the other matters included in the Auditor's Report and to our 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 **A V RATNAM AND CO**
Chartered Accountants
Sd/-

Place : HYDERABAD,
Date : 29/08/2020.

MADHUSUDAN PHANI VUNGUTURI
FLAT NO.309, DOWN TOWN MALL,
LAKDIKAPOL,
HYDERABAD-500004, TELANGANA.
UDIN: 20206076AAAACS6703

ANNEXURE A TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of PSSM MEDIA LIMITED. for the year ended 31st March, 2020.

On the basis of the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) These fixed assets have been physically verified by the management at reasonable intervals there was no Material discrepancies were noticed on such verification.
(c) Total Assets of company includes Immovable property also and the title deeds of immovable properties are held in the name of the company.
2. The nature of business of the Company's business is such that provision of clause 3(ii) of Companies (Auditor's Report) Order, 2016 (as amended) relating to inventories is not applicable to the company.
3. The company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
5. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
6. Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
7. (a) The company is regular in depositing to the extent applicable undisputed statutory dues including provident fund, Employee's state insurance, income-tax, sales-tax, Goods and Service tax and any other statutory dues to the appropriate authorities.
(b) Dues of income tax or sales tax or Goods and Service tax have been deposited on time there is no dispute is pending on the part of company to the extent applicable.
8. In our opinion and according to the information and explanations given to us, the Company does not have any loans or borrowings from Banks, financial institutions or government and has not issued any debentures.

9. According to the information and explanation given to us the company doesn't raise any money by way of initial public offer or further public offer (including debt instruments)
10. According to the information and explanation given to us, no material fraud by the company or the company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanation given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals Mandated by the provisions of section 197 read with Schedule V to the Companies Act.
12. Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.
13. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;
14. During the year, the Company has made private placement of 31,20,575 Equity Shares of Rs. 10/- each with a premium of Rs.5/- per share by complying with all the provisions of Section 42 and 62 of the Companies Act, 2013 and also issued 1,25,000 Sweat Equity Shares to the Managing Director and Whole Time Directors. However, Company does not made any preferential allotment or private placement of fully or partly convertible debentures.
15. According to the information and explanation given to us, the company hasn't entered into any non-cash transactions with directors or persons connected to its directors and hence provisions of Section 192 of the Act are not applicable.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

for A V RATNAM AND CO
Chartered Accountants
Sd/-

Place : HYDERABAD,
Date : 29/08/2020.

MADHUSUDAN PHANI VUNGUTURI
FLAT NO.309, DOWN TOWN MALL,
LAKDIKAPOOL,
HYDERABAD-500004, TELANGANA
UDIN: 20206076AAAACS6703

ANNEXURE - B TO THE AUDITORS' REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **PSSM MEDIA LIMITED**. ("The Company") as of 31 March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for A V RATNAM AND CO
Chartered Accountants
Sd/-

Place : HYDERABAD
Date : 29/08/2020

MADHUSUDAN PHANI VUNGUTURI
309, H NO. 6-2-27,27A,28, DOWNTOWN MALL,
LAKDI KA POOL, HYDERABAD-500004
TELANGANA
UDIN: 20206076AAAACS6703

PSSM MEDIA LIMITED
CIN : U74994TG2017PLC121367
BALANCE SHEET AS AT 31/03/2020

(In Rupees)

Particulars	Note	31/03/2020	31/03/2019
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2.1	45205750.00	12750000.00
Reserves and surplus	2.2	(4251081.00)	(6538162.00)
Money received against share warrants		-	-
		40954669.00	6211838.00
Share application money pending allotment		-	-
Non-current liabilities			
Long-term borrowings	2.3	2120000.00	-
Deferred tax liabilities (Net)		-	-
Other Long term liabilities		-	-
Long-term provisions		-	-
		2120000.00	0.00
Current liabilities			
Short-term borrowings		-	-
Trade payables	2.4	-	149285.00
Other current liabilities	2.5	550021.00	322969.00
Short-term provisions	2.6	35400.00	29500.00
		585421.00	501754.00
TOTAL		43660090.00	6713592.00
ASSETS			
Non-current assets			
Property, Plant and Equipment			
Tangible assets	2.7	3566621.00	3354449.00
Intangible assets		-	-
Capital work-in-progress		-	-
Intangible assets under development		-	-
		3566621.00	3354449.00
Non-current investments		-	-
Deferred tax assets (net)		-	-
Long-term loans and advances		-	-
Other non-current assets		-	-
		3566621.00	3354449.00
Current assets			
Current investments		-	-
Inventories		-	-
Trade receivables	2.8	171088.00	-
Cash and cash equivalents	2.9	37612254.00	2358557.00
Short-term loans and advances	3.0	613952.00	377450.00
Other current assets	3.1	1696175.00	623136.00
		40093469.00	3359143.00
TOTAL		43660090.00	6713592.00

In terms of our attached report of even date
For A V RATNAM AND CO
CHARTERED ACCOUNTANTS
FRN : 0003028S

For PSSM MEDIA LIMITED

Sd/-	Sd/-	Sd/-	Sd/-
VUNGUTURI MADHUSUDHAN PHANI	PRASADA RAO	NAVAKANTH	ANAND KUMAR
(PARTNER)	NANDA	MGADDA	CHEDARLA
M. NO. : 206076	(MANAGING	(WHOLETIME	(WHOLETIME
UDIN: 20206076AAAACS6703	DIRECTOR)	DIRECTOR)	DIRECTOR)
	(DIN : 08139708)	(DIN : 07629009)	(DIN : 07702546)

PSSM MEDIA LIMITED
CIN : U74994TG2017PLC121367
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2020

(In
Rupees)

Particulars	Note	31/03/2020	31/03/2019
Revenue from operations	3.2	2039213.00	896232.00
Other income	3.3	1973253.00	306258.00
Total Revenue		4012466.00	1202490.00
Expenses			
Cost of materials consumed		-	-
Purchases of Stock-in-Trade		-	-
Changes in inventories of finished goods work-in-progress and Stock-in-Trade		-	-
Employee benefits expense	3.4	2137304.00	3376960.00
Finance costs	3.5	30277.00	72936.00
Depreciation and amortization expense	3.6	1135076.00	1029317.00
Other expenses	3.7	12900603.00	3052663.00
Total expenses		16203260.00	7531876.00
Profit before exceptional, extraordinary and prior period items and tax		(12190794.00)	(6329386.00)
Exceptional items		-	-
Profit before extraordinary and prior period items and tax		(12190794.00)	(6329386.00)
Extraordinary Items		-	-
Profit before prior period items and tax		(12190794.00)	(6329386.00)
Prior Period Items		-	-
Profit before tax		(12190794.00)	(6329386.00)
Tax expense:	3.8		
Current tax		-	-
Deferred tax		-	(4921.00)
Profit/(loss) for the period from continuing operations		(12190794.00)	(6324465.00)
Profit/(loss) from discontinuing operations		-	-
Tax expense of discontinuing operations		-	-
Profit/(loss) from Discontinuing operations (after tax)		-	-
Profit/(loss) for the period		(12190794.00)	(6324465.00)
Earnings per equity share:	3.9		
Basic		(2.70)	(4.96)
Diluted		-	-

In terms of our attached report of even date
For A V RATNAM AND CO
CHARTERED ACCOUNTANTS
FRN : 0003028S

For PSSM MEDIA LIMITED

<p>Sd/-</p> <p>VUNGUTURI MADHUSUDHAN PHANI</p> <p>(PARTNER)</p> <p>M. NO. : 206076</p> <p>UDIN: 20206076AAAACS6703</p>	<p>Sd/-</p> <p>PRASADA RAO NANDA (MANAGING DIRECTOR)</p> <p>(DIN : 08139708)</p>	<p>Sd/-</p> <p>NAVAKANTH MGADDA (WHOLETIME DIRECTOR)</p> <p>(DIN : 07629009)</p>	<p>Sd/-</p> <p>ANAND KUMAR CHEDARLA (WHOLETIME DIRECTOR)</p> <p>(DIN : 07702546)</p>
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NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2020**2.1 Share Capital**

(In Rupees)

Particulars	31/03/2020	31/03/2019
Authorised		
7000000 (2000000) Equity Shares Fully Paid Up of ` 10/- Par Value	7000000.00	2000000.00
	7000000.00	2000000.00
Issued		
4520575 (1275000) Equity Shares Fully Paid Up of ` 10/- Par Value	4520575.00	1275000.00
	4520575.00	1275000.00
Subscribed		
4520575 (1275000) Equity Shares Fully Paid Up of ` 10/- Par Value	4520575.00	1275000.00
	4520575.00	1275000.00
Paidup		
4520575 (1275000) Equity Shares Fully Paid Up of ` 10/- Par Value Fully Paidup	4520575.00	1275000.00
	4520575.00	1275000.00

2.2 Reserve and Surplus

(In Rupees)

Particulars	31/03/2020	31/03/2019
Additions	15602875.00	0.00
Adjusted Writing off Discount Expenses on Issue of Shares / Debentures	(1125000.00)	(0.00)
	14477875.00	0.00
Profit and Loss Opening	(6538162.00)	(213697.00)
Amount Transferred From Statement of P&L	(12190794.00)	(6324465.00)
	(18728956.00)	(6538162.00)
	(4251081.00)	(6538162.00)

2.3 Long Term Borrowings

(In Rupees)

Particulars	31/03/2020	31/03/2019
Loan and Advances From Related Parties		
Unsecured		
Director		
loans from directors	2120000.00	0.00
	2120000.00	0.00

2.4 Trade Payables

(In Rupees)

Particulars	31/03/2020	31/03/2019
Creditors Due others		
Sundry creditors	0.00	149285.00
	0.00	149285.00

2.5 Other Current Liabilities

(In Rupees)

Particulars	31/03/2020	31/03/2019
Other payables		
Employee Related		
Accrued Salary Payable		
Salaries Payable	166000.00	305869.00
Tax Payable		
TDS		
TDS Payable	75790.00	17100.00
Other Current Liabilities		
professional charges payable	256256.00	0.00
Rent payable	51975.00	0.00
	550021.00	322969.00

2.6 Short Term Provisions

(In Rupees)

Particulars	31/03/2020	31/03/2019
Others		
Audit Fee Payable	35400.00	29500.00
	35400.00	29500.00

2.7 Tangible assets

(In Rupees)

Particulars	Gross				Depreciation				Impairment				Net		
	Opening	Addition	Deduction	Closing	Opening	During Period	Deduction	Other Adj.	Closing	Opening	During Period	Reversal	Closing	Closing	Opening
Equipments															
Office Equipments	315245.00	84275.00		399520.00	61255.00	136938.00			198193.00					201327.00	253990.00
Computer Equipments	690597.00	38734.00		729331.00	231341.00	231432.00			462773.00					266558.00	459256.00
Other Equipments	1370704.00	86440.00		1457144.00	218667.00	254040.00			472707.00					984437.00	1152037.00
Furniture and Fixtures	1573161.00	11000.00		1584161.00	382678.00	367058.00			749736.00					834425.00	1190483.00
Vehicles	450112.00	1126799.00		1576911.00	151429.00	145608.00			297037.00					1279874.00	298683.00
Grand Total	4399819.00	1347248.00		5747067.00	1045370.00	1136076.00	0.00	0.00	2180446.00	0.00	0.00	0.00	0.00	3566621.00	3354449.00
Previous	456212.00	3943607.00	0.00	4399819.00	16053.00	1029317.00	0.00	0.00	1045370.00	0.00	0.00	0.00	0.00	3354449.00	440159.00

2.8 Trade receivables

Particulars	(In Rupees)	
	31/03/2020	31/03/2019
Trade Receivable		
Unsecured considered good	171088.00	0.00
	171088.00	0.00

2.9 Cash and cash equivalents

Particulars	(In Rupees)	
	31/03/2020	31/03/2019
Cash in Hand	193.00	2186.00
Balances With Banks		
Balance With Scheduled Banks		
Current Account		
Balance with Banks	4562061.00	306371.00
Others		
Fixed Deposit	33050000.00	2050000.00
	37612254.00	2358557.00

3.0 Short-term loans and advances

Particulars	(In Rupees)	
	31/03/2020	31/03/2019
Loans and advances to others		
Secured, considered good		
Loans and Advances	11000.00	11000.00
Salary Advance	29500.00	1088.00
Rent Advance	330000.00	330000.00
TDS Deducted	243452.00	34918.00
Advertisement Advance	0.00	444.00
	613952.00	377450.00

3.1 Other current assets

Particulars	(In Rupees)	
	31/03/2020	31/03/2019
Misc Expenditure to the extent Not Written Off	137178.00	205767.00
GST	1135880.00	410912.00
sundry assets	423117.00	0.00
prepaid expense	0.00	6457.00
	1696175.00	623136.00

3.2 Revenue from operations

Particulars	(In Rupees)	
	31/03/2020	31/03/2019
Sale of Services		
Gross Receipts	2039213.00	896232.00
	2039213.00	896232.00

3.3 Other income

Particulars	(In Rupees)	
	31/03/2020	31/03/2019
Interest		
Interest on FDR	1973253.00	306258.00
	1973253.00	306258.00

3.4 Employee benefits expense

(In Rupees)

Particulars	31/03/2020	31/03/2019
Salary, Wages & Bonus		
Salaries	2061496.00	3300640.00
Incentives	0.00	4532.00
Staff Welfare Expenses		
Staff Welfare Expenses	75808.00	71788.00
	2137304.00	3376960.00

3.5 Finance costs

(In Rupees)

Particulars	31/03/2020	31/03/2019
Interest Expenses		
Bank Charges		
Bank Charges	12630.00	12128.00
D Mat Charges	0.00	60808.00
Other Interest Charges		
Interest on share application money	17647.00	0.00
	30277.00	72936.00

3.6 Depreciation and amortisation expense

(In Rupees)

Particulars	31/03/2020	31/03/2019
Depreciation & Amortisation		
Depreciation Tangible Assets	1135076.00	1029317.00
	1135076.00	1029317.00

3.7 Other expenses

(In Rupees)

Particulars	31/03/2020	31/03/2019
Administrative and General Expenses		
Telephone Postage		
Telephone Expenses	129492.00	98740.00
Postage Expenses	50602.00	20216.00
Printing Stationery		
Printing and Stationery	123106.00	37271.00
Rent Rates And taxes		
Rent	684750.00	660000.00
Rates and Taxes	0.00	6350.00
Filing Charges	450000.00	11400.00
Property Tax	68175.00	57780.00
GST Late Payment	0.00	2490.00
Trade Mark	0.00	113400.00
Auditors Remuneration		
Audit Fees	35400.00	25000.00
Repairs Maintenance Expenses		
Computers	10870.00	18940.00
Consumables	172980.00	38646.00
M S O Boxes	506400.00	56400.00
Electricity Expenses		
Electricity Charges	168692.00	94646.00
Travelling Conveyance		
Conveyance Expenses	134385.00	14983.00
Travelling Expenses	436061.00	186352.00
Legal and Professional Charges		
Professional Charges	3994025.00	901770.00
Insurance Expenses		
Insurance on Assets	0.00	25431.00
Vehicle Running Expenses		
Vehicle Maintenance	166472.00	65876.00
Information Technology Expenses		
Website Expense	160900.00	190652.00
Other Administrative and General Expenses		
Office & Admin expenses	108595.00	130178.00

Internet charges	517800.00	0.00
placement charges	4614000.00	0.00
meeting expenses	98394.00	0.00
Selling Distribution Expenses		
Advertising Promotional Expenses		
Advertisement Expenses	161790.00	135838.00
Commission Paid		
Sales Commission	2542.00	91715.00
Transportation Distribution Expenses		
Transport expenses	750.00	0.00
Write off Assets and Liabilities		
Sundry Expenses Written Off		
Preliminary Expenses Writtenoff	68589.00	68589.00
Other Expenses		
Depository charges	14000.00	0.00
Fee for RTA	21833.00	0.00
	12900603.00	3052663.00

3.8 Tax expense

Particulars	31/03/2020	31/03/2019
Deferred tax		
Deferred tax Expenses	0.00	(4921.00)
	0.00	(4921.00)

3.9 Earnings per equity share

Particulars	31/03/2020	31/03/2019
Earnings Per Equity Share		
Basic		
Basic EPS Before Extra Ordinary Item	(2.70)	(4.96)

In terms of our attached report of even date
For A V RATNAM AND CO
CHARTERED ACCOUNTANTS
FRN : 0003028S

For PSSM MEDIA LIMITED

Sd/-	Sd/-	Sd/-	Sd/-
VUNGUTURI MADHUSUDHAN PHANI	PRASADA RAO	NAVAKANTH	ANAND KUMAR
(PARTNER)	NANDA	MGADDA	CHEDARLA
M. NO. : 206076	(MANAGING	(WHOLETIME	(WHOLETIME
UDIN: 20206076AAAACS6703	DIRECTOR)	DIRECTOR)	DIRECTOR)
	(DIN : 08139708)	(DIN : 07629009)	(DIN : 07702546)

PSSM Media Limited

Notes to financial statements for the year ended 31-3-2020

SIGNIFICANT ACCOUNTING POLICIES:

a) Basis of preparation

The financial statements of PSSM Media Limited ('the Company') have been prepared and presented in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis to comply in all material respects with the notified Accounting Standards by the Companies (Accounting Standard) Rules, 2014 (as amended) and the relevant provisions of the Companies Act, 2013. The accounting policies will be applied by the Company and are consistent with those used by peers in industry..

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Revised Schedule VI notified under the Companies Act, 2013.

b) Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

c) Tangible assets

Tangible assets are carried at cost, less accumulated depreciation, impairment losses and specific grant / subsidies if any. Cost comprises the purchase price, freight, incidental expenses related to the acquisition and installation of the asset and directly attributable cost of bringing the asset to its working condition for the intended use.

Capital work-in-progress comprises cost of tangible fixed assets and related expenses that are not yet ready for their intended use at the reporting date.

d) Depreciation on tangible assets

Depreciable amount for tangible fixed assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on tangible fixed assets is provided on written down value method as per the useful life prescribed in Schedule II to the Companies Act, 2013. Individual assets costing less than 5,000 are depreciated in full in the year of purchase.

e) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Advertisement revenue is recognized when the related advertisement or commercial appears before the public i.e. on telecast.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable except in case where recovery is uncertain.

Revenue from other services is recognized as and when such services are completed / performed.

PSSM Media Limited

Notes to financial statements for the year ended 31-3-2020

f) Borrowing costs

Borrowing cost include interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

g) Impairment of assets

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation / amortization is provided on the revised carrying amount of the asset over its remaining useful life.

h) Investments

Investments are classified into current investments and long term investments. Investments that are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried at lower of cost and fair value, determined on individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline, other than temporary, in the value of the investments.

i) Income Taxes

Tax expense consists of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. 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 recognised directly in equity is recognised in equity and not in statement of profit and loss.

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

PSSM Media Limited

Notes to financial statements for the year ended 31-3-2020

Deferred income tax relating to items recognised directly in equity is recognised in equity and not in statement of profit and loss.

Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each reporting date, the Company re-assesses the reasonable certainty of the unrecognised deferred tax assets of earlier years. It recognises unrecognised deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

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 tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

j) Earnings per equity share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue; bonus element in right issue to existing shareholders; share split and reverse share split.

k) Provisions

A provision is recognised when the Company has a present obligation as a result of past event i.e., it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the reporting date. These are reviewed at each reporting date and adjusted to reflect the current best estimates.

l) Cash and cash equivalents

Cash and cash equivalents for the purpose of cash flow statement comprise cash in hand, cash at bank, demand deposits and short term highly liquid investments having original maturity of three months or less.

PSSM Media Limited

Notes to financial statements for the year ended 31-3-2020

Notes forming part of Financial Statements for FY 2019-20:

2.21) EARNINGS PER EQUITY SHARE

	March 31st, 2020	March 31st, 2019
Profit / (loss) after taxation considered for calculation of basic and diluted earnings per share	(1,21,90,794)	(63,24,465)
Number of equity shares considered	45,20,575	12,75,000
Basic and Diluted EPS	(2.70)	(4.96)

2.22) There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the Company has dues on account of Principal amount together with interest and accordingly no additional disclosures have been made.

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have identified on the basis of information available with the Company. This has been relied upon by the auditors.

2.23) During the year Company has not recognized Deferred Tax Asset, being all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits. So deferred tax Asset is not recognizing being lack of virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

2.24) With respect to Preoperative Expenses Company adopted a policy of amortization over a period of 5 years and accordingly accounted in books of accounts.

2.25) MANAGERIAL REMUNERATION:

During the Year Company has paid managerial remuneration to following managerial persons.

Name of Person	Amount In Rs.
Anand Kumar Chedarla	3,45,000
Navakanth Mgadda	3,45,000
Prasada rao Nanda	4,05,000
Total	10,95,000

2.26) AUDITOR'S REMUNERATION:

	March 31, 2020
Statutory Audit	35,400
Total	35,400

PSSM Media Limited

Notes to financial statements for the year ended 31-3-2020

2.27) A) LIST OF RELATED PARTIES AS ON 31.03.2020

Key management personnel and Individuals owning, directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise:

Description of relationship	Names of related parties	Designation
Directors	1. Prasada Rao Nanda	Managing Director
	2. Navakanth Mgadda	Whole time Director
	3. Anand Kumar Chedarla	Whole time Director
	4. Rambabu Potluri	Director
	5. Sidda Nageswara Rao	Director
	6. Krishna Mohan Thanguturu	Director
	7. Kopparapu Chenchu Subba Rao	Additional Director
	8. Veera Raghava Rao Tatavarty	Additional Director

B) Transactions between the company and related parties and the status of outstanding balances as on balances as at March 31, 2020.

(□ in)

Name of the related parties with whom transactions have been made	Nature of Transaction	Transactions during the year	Amount Outstanding as on [Debit/Credit]
		2019-20	31.03.2020
Anandkumar Chederla	Short term borrowings	630000	630000
Prasada Rao Nanda	Short term borrowings	600000	600000
Navakanth Mgadda	Short term borrowings	890000	890000

2.28) The Company has not dealt with any derivative instruments and there are no un-hedged foreign currency balances as on Balance sheet date.

2.29) EARNINGS IN FOREIGN CURRENCY

There was no income earned in foreign currency during the year by the Company.

2.30) REMITTANCES IN FOREIGN CURRENCY

There was no expenditure incurred in foreign currency during the year by the Company.

PSSM Media Limited

Notes to financial statements for the year ended 31-3-2020

- 2.31) During the current year the company have been issued shares at premium as well as at discount and the same has been adjusted against Reserves and surplus .

TYPE OF SHARES	ISSUE PRICE	NO OF SHARES	SECURITIES PREMIUM/(DISCOUNT)
Equity shares of Rs 10/- each (Issued on Private Placement)	15	3120575	1,56,02,875
Equity shares of Rs 10/- each (Sweat Equity Shares)	1	125000	(11,25,000)

- 2.32) Previous year's figures have been regrouped where necessary to confirm to this year's classification.

As per report of our even date

For A V Ratnam & Co
Chartered Accountants
Firm Reg. No. 003028S
Sd/-

V Madhusudhan phani

Partner
Membership No.
206076

Place: Hyderabad,
Date: 29/08/2020.
UDIN: 20206076AAAACS6703

For and on behalf of the Board of Directors
of PSSM MEDIA Limited

Sd/-

Sd/-

Prasada Rao Nanda

Navakanth Mgadda

Managing Director
DIN:08139708

Wholetime Director
DIN: 07629009

Sd/-
Anand Kumar
Chederla
Wholetime Director
DIN: 07702546

PSSM MEDIA LIMITED
CIN : U74994TG2017PLC121367
CASH FLOW STATEMENT FOR THE YEAR ENDED 31/03/2020

(In Rupees)

Particular	31/03/2020
Cash Flows from Operating Activates	
Net Profit Before Tax and Extra Ordinary Items	-12190794.00
Adjustment For	
Depreciation	1135076.00
Foreign Exchange	
Gain or loss of Sale of Fixed assets	
Gain or loss of Investment	
Finance Cost	
Dividend Income	
Other adjustment of non cash Item	
Other adjustment to reconcile Profit	
Total Adjustment to Profit/Loss (A)	1135076.00
Adjustment For working Capital Change	
Adjustment for Increase/Decrease in Inventories	
Adjustment for Increase/Decrease in Trade Receivables	-171088.00
Adjustment for Increase/Decrease in Other Current Assets	-1309541.00
Adjustment for Increase/Decrease in Trade Payable	-149285.00
Adjustment for Increase/Decrease in other current Liabilities	227052.00
Adjustment for Provisions	5900.00
Total Adjustment For Working Capital (B)	-1396962.00
Total Adjustment to reconcile profit (A+B)	-261886.00
Net Cash flow from (Used in) operation	-12452680.00
Dividend Received	
Interest received	
Interest Paid	
Income Tax Paid/ Refund	
Net Cash flow from (Used in) operation before Extra Ordinary Items	-12452680.00
Proceeds from Extra Ordinary Items	
Payment for Extra Ordinary Item	
Net Cash flow From operating Activities	-12452680.00
Cash Flows from Investing Activities	
Proceeds From fixed Assets	
Proceeds from Investment or Equity Instruments	
Purchase of Fixed Assets	1347248.00
Purchase Of Investments or Equity Instruments	
Interest received	
Dividend Received	
Cash Receipt from Sale of Interest in Joint Venture	
Cash Payment to acquire Interest in Joint Venture	
Cash flow from loosing Control of subsidiaries	
Cash Payment for acquiring Control of subsidiaries	
Proceeds from Govt. Grant	
Other Inflow/Outflow Of Cash	
Net Cash flow from (Used in) in Investing Activities before Extra Ordinary Items	-1347248.00
Proceeds from Extra Ordinary Items	
Payment for Extra Ordinary Item	
Net Cash flow from (Used in) in Investing Activities	-1347248.00
Cash Flows from Financial Activities	
Proceeds From Issuing Shares	46933625.00
Proceeds from Issuing Debenture /Bonds/Notes	
Redemption of Preference Share	
Redemption of Debenture	
Proceeds from other Equity Instruments	
Proceeds From Borrowing	2120000.00
Repayment Of Borrowing	
Dividend Paid	
Interest Paid	
Income Tax Paid/Refund	
Net Cash flow from (Used in) in Financial Activities before Extra Ordinary Items	49053625.00
Proceeds from Extra Ordinary Items	
Payment for Extra Ordinary Item	
Net Cash flow from (Used in) in Financial Activities	49053625.00
Net increase (decrease) in cash and cash equivalents before effect of exchange rate changes	35253697.00
Effect of exchange rate change on cash and cash equivalents	
Net increase (decrease) in cash and cash equivalents	35253697.00
Cash and cash equivalents at beginning of period	2358557.00
Cash and cash equivalents at end of period	37612254.00

In terms of our attached report of even date
For A V RATNAM AND CO
CHARTERED ACCOUNTANTS
FRN : 0003028S

For PSSM MEDIA LIMITED

Sd/-
VUNGUTURI MADHUSUDHAN PHANI

(PARTNER)
M. NO. : 206076
UDIN: 20206076AAAACS6703

Sd/-
PRASADA RAO
NANDA
(MANAGING
DIRECTOR)
(DIN : 08139708)

Sd/-
NAVAKANTH MGADDA

(WHOLETIME
DIRECTOR)
(DIN : 07629009)

Sd/-
ANAND KUMAR
CHEDARLA
(WHOLETIME
DIRECTOR)
(DIN : 07702546)