

52 WEEKS ENTERTAINMENT LIMITED

To
BSE Ltd.
Corporate Relationship Department
1st Floor, New Trading Ring, Rotunda Building,
P.J. Towers, Dalal Street, Mumbai -
400 001

Date: 3rd September, 2022

Ref: Security Code: 531925

Dear Sirs,

Sub: Submission of Annual Report under Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find enclosed copy of Annual Report of 29th Annual General Meeting and as per Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the year ended 31st March, 2022 for your records.

Kindly take note of the same and oblige.

For, 52 WEEKS ENTERTAINMENT LTD



SONAL RATNAWAT
Company Secretary and Compliance Officer

(CIN: L93000MH1993PLC072467)

Tarabai Hall, 1st Floor, Shivprasad Building, 97 Marine Drive, Mumbai - 400002
www.52weeksentertainment.com.

E Mail: 52weeksentltd@gmail.com. Tel: 022-22842127

52 WEEKS ENTERTAINMENT LIMITED

CIN No.: L93000MH1993PLC072467

29TH ANNUAL REPORT 2021-2022

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Shantanu Sheorey	Whole time Director
Mr. Suryakant Kadakane	Independent Director
Mr. Vipin Champawat	Independent Director
Mr. Cyrus Bhot	Director & CFO
Mrs. Preeti Doshi	Independent Director

COMPANY SECRETARY

Ms. Sonal Ratnawat

(Appointed w.e.f 13.11.2021)

Mr. Kartik Sharma

(Resigned w.e.f 14.08.2021)

BANKERS

Axis Bank Limited
Bank of Baroda
Indusind Bank Limited

STATUTORY AUDITORS

Motilal & Associates LLP
Chartered Accountants

INTERNAL AUDITORS

Abhishek R Jain & Co.

SECRETARIAL AUDITORS

Mr. Suprabhat Chakraborty
Practicing Company Secretary

REGISTERED OFFICE

Tarabai Hall, 1st Floor,
Shivprasad Bulding, 97,
Marine Drive, Mumbai-400002.
Tel.: 022 22842127

Email : 52weeksentltd@gmail.com

Web: www.52weeksentertainment.com

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NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of the members of 52 Weeks Entertainment Limited will be held on Wednesday, 28th September, 2022 at 2:30 pm through Video Conferencing / Other Audio Visual Means (VC/OAVM) to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2022 together with the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Cyrus Bhot (DIN: 00443874) who retires by rotation and being eligible offers himself for reappointment.
3. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution.

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s B. M. Gattani & Co., Chartered Accountants (ICAI Firm Registration No.113536W), be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of this the 29th Annual General Meeting (AGM) of the Company till the conclusion of the 34th AGM of the Company to be held in the year 2027 to examine and audit the accounts of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS:

4. Re-Appointment of Mrs. Preeti Jayesh Doshi (DIN 07741542) as a Non-Executive, Independent Director of the Company.

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the re-appointment of Mrs. Preeti

Jayesh Doshi (DIN 07741542), who has submitted a declaration confirming that she meets the criteria of independence as provided Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for the second term of five years commencing from 20th March, 2022 upto 19th March, 2027, be and is hereby approved.

RESOLVED FURTHER THAT pursuant to the provisions of sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mrs. Preeti Doshi shall be entitled to receive the remuneration/ fees/ commission as permitted to be received in a capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

**By Order of Board of Directors
For, 52 Weeks Entertainment Limited
Sd/-**

**Sonal Ratnawat
Company Secretary & Compliance Officer**

Date :- 10.08.2022

Place :- Mumbai

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting 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.
2. Institutional Investors, who are Members of the Company, are encouraged to attend and vote at the AGM through VC/OAVM facility. Corporate Members/ Institutional Investors (i.e. other than individuals, HUF's, NRI's, etc.) who are intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC or OAVM or to vote through remote e-voting are requested

to send a certified copy of the Board Resolution to the Scrutinizer by e-mail at suprabhatcs08@gmail.com with a copy marked to evoting@nsdl.co.in. latest by Tuesday, September 27, 2022 (upto 5:00 p.m). Corporate Members/ Institutional shareholders (i.e. other than individuals, HUF's, NRI's etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.

3. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 3 to 4 of the Notice along with a statement of setting out material facts concerning the business of the Notice is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the Listing Regulations and Secretarial Standards -2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at the AGM are provided as an annexure to the Notice. Requisite declarations have been received from Director/s for seeking appointment/re-appointment
4. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and

Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs 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 National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

8. 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.52weeksentertainment.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
9. 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 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM through e-voting.
11. Register of Members and Transfer Books of the Company will remain closed from 22nd September, 2022 to 28th September, 2022 (both dates inclusive).
12. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agent Universal Capital Securities Pvt. Ltd. at info@unisec.in for assistance in this regard.
13. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc., to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, in prescribed **Form No. ISR-1**, quoting their folio number and enclosing the self-attested

supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to the Depository Participant with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN details to the Registrar and Transfer Agent Universal Capital Securities Pvt. Ltd.
15. As per the provisions of Section 72 of the Companies Act, 2013 (the “Act”) the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their Depository Participants (“DPs”) in case the shares are held by them in electronic form and to Universal Capital Securities Pvt. Ltd., in case the shares are held by them in physical form.
16. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Company's Registrars and Transfer Agents, Universal Capital Securities Pvt. Ltd. for shares held in physical form, with relevant documents that may be required.
17. In view of the COVID-19 pandemic and resultant difficulties involved in dispatch of physical copies of the Annual Report, the MCA, vide its Circular dated May 5, 2020 has dispensed with the requirement of dispatch of physical copies of the Annual Report. Accordingly, the Notice of the AGM along with the Annual Report 2021-22 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website www.52weeksentertainment.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of NSDL <https://www.evoting.nsdl.com>.
18. The Scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman, after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchange on which the Company's shares are listed, NSDL and RTA, and will also be displayed on the Company's website at www.52weeksentertainment.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

- I. The remote e-voting period begins on 25th September, 2022 at 10:00 A.M. and ends on 27th, September, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 21st September, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 21st September, 2022.
- i. The Company has appointed Mr. Suprabhat Chakraborty, Practicing Company Secretary (Membership No. 41030) as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting at the meeting and remote e-voting process, in a fair and transparent manner.
- ii. The facility for e-voting, shall also be made available during the AGM and Members attending the AGM through VC/OAVM, who have not already cast their vote by remote e-voting, may exercise their right to vote during the AGM through the NSDL portal.
- iii. The members who have cast their vote by remote e-voting prior to the AGM can also participate through VC / OAVM, but shall not be entitled to cast their vote through e-voting again.

The procedure to login to e-Voting website consists of two steps as detailed hereunder.





The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to</p>

through their depository participants	NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note:

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
- (I) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

- a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com
- b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to suprabhatcs08@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 52weeksentltd@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), 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 52weeksentltd@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/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 Members/ shareholders, who will be 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 in the AGM.
3. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of e-voting system for all those Members who are present during the AGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility. The e-voting module during the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting
4. Members 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.
5. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM AREAS UNDER:

1. 1.Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM link” placed under “Join General meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members 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/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at 52weeksentltd@gmail.com. The same will be replied by the company suitably.

Members who would like to express their views/ ask questions as a Speaker at the AGM may preregister themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number to 52weeksentltd@gmail.com between 21st September, 2022 (9 a.m. IST) to 25th September, 2022 (5 p.m. IST). Only those Members who have pre-registered themselves as Speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

**By Order of Board of Directors
For, 52 Weeks Entertainment Limited
Sd/-
Sonal Ratnawat
Company Secretary & Compliance Officer**

**Date :- 10.08.2022
Place :- Mumbai**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS SET OUT IN THE NOTICE CONVENING THE ANNUAL GENERAL MEETING.**Item No. 3**

Members at the 25th AGM of the Company, held on 29th September, 2018 had approved the appointment of M/s Motilal & Associates, Chartered Accountant (Firm Regn. No. 106584W) as statutory auditors of the Company, to hold office from the conclusion of 25th AGM till the conclusion of 29th AGM.

The terms of M/s Motilal & Associates has been expired on this AGM, due to this your Directors had approached to M/s B. M. Gattani & Co., Chartered Accountants (ICAI Firm Registration No.113536W) for appointment of new Statutory Auditor of the Company for a period of 5 years commencing of 29th AGM to 34th AGM to be held in the year 2027.

The Audit Committee and the Board have recommended their appointment as the Statutory Auditors of the Company w.e.f 1st April, 2022 for a period of 5 years, at such remuneration as may be determined and recommended by the Audit Committee and duly approved by the Board of Directors of the Company. The Company has received consent letter and eligibility certificate from M/s B. M. Gattani & Co., Chartered Accountants (ICAI Firm Registration No.113536W) to act as the Statutory Auditors of the Company along with a confirmation that their appointment, if made, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in Item No.3. The Board recommends their appointment for approval of the shareholders.

Item No. 4

Based on recommendation of the NRC, the Board re-appointed Mrs Preeti Jayesh Doshi (DIN: 07741542) as an Independent Director, not liable to retire by rotation, for the second consecutive term of five years, i.e., from 20th March, 2022 to 19th March, 2027 (both days inclusive), subject to approval of the Members.

Mrs Preeti Jayesh Doshi (DIN: 07741542) has given her declaration to the Board, inter alia, that (i) she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act. She has also given her consent to act as a Director.

In the opinion of the Board, Mrs Preeti Jayesh Doshi (DIN: 07741542) is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for re-appointment as an Independent Director and she is independent of the management. The profile and specific areas of expertise of Mrs Preeti Jayesh Doshi (DIN: 07741542) is provided as Annexure to this Notice.

Given her experience, the Board considers it desirable and in the interest of the Company to have Mrs Preeti Jayesh Doshi (DIN: 07741542) on the Board of the Company and accordingly the Board recommends the appointment of Mrs Preeti Jayesh Doshi (DIN: 07741542) as an Independent Director as proposed in the Resolution set out at Item No. 4 for approval by the Members.

The copy of the terms and conditions of appointment of the Independent Directors is available for inspection on the website of the Company www.52weeksentertainment.com.

Except for Mrs Preeti Jayesh Doshi (DIN: 07741542) and/or her relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

Details of Directors seeking appointment / re-appointment at the Annual General Meeting

Particulars		
Name	Mr. Cyrus Bhot	Mrs Preeti Jayesh Doshi
DIN	00443874	07741542
Date of Birth	23.11.1963	20.06.1975
Qualification	B.Com, CA(Inter)	Higher Secondary
Category	Executive	Independent
Expertise in specific functional area	Finance & Accounts	Wide experience in Management & Administration.
Directorships held in other public companies	NIL	a. Aagam Capital Limited b. Monotype India Limited (Company Under Corporate Insolvency Resolution Process)
Memberships/ Chairmanships of committees of other public companies	NIL	Member of Nomination and Remuneration committee of Aagam Capital Ltd.
No. of Shares Held	NIL	NIL

DIRECTORS' REPORT**TO THE MEMBERS,**

Your Directors have pleasure in presenting the 29th Annual Report of the Company together with the Audited Financial Statements for the financial year ended 31st March, 2022.

1. FINANCIAL PERFORMANCE

(Rs. in Lacs)

Particulars	2021-22	2020-21
Total Income	0.00	0.43
Total Expenditure	107.48	724.12
Profit before exceptional and extraordinary items and tax	(107.48)	(723.69)
Add: Exceptional item	0.00	803.85
Profit before tax	(107.48)	80.15
Tax	75.44	-
Net Profit/(Loss) After Tax	(182.91)	80.15

2. OPERATIONS

No income during the financial year of the Company as compared to Rs. 0.43 lacs in the previous year. Total expenditure of the company Rs. 107.48 lacs as compared to Rs. 724.12 lacs in the previous year. Loss during the financial year is Rs. 182.91 as compared to profit Rs. 80.15 in the previous year.

3. DIVIDEND

Your directors do not recommend any dividend during the year under review.

4. TRANSFER TO RESERVES

No amount is proposed to be transferred to reserves during the Financial Year 2021-2022.

5. SHARE CAPITAL

As on 31 March 2022, paid-up share capital of the company stood at Rs. 34.88 crore consisting of 34,88,0000 equity shares of face value of Rs.10 each fully paid-up.

6. MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF THE FINANCIAL YEAR

No material changes or commitments affecting the financial position of the Company have occurred between the end of the financial year to which financial statements in this report relate and the date of this report.

7. DEPOSIT

The company has not accepted any public deposits under the provisions of the Companies Act, 2013 ('Act').

8. SUBSIDIARIES / JOINT VENTURE / ASSOCIATE COMPANY

Your company does not have any Subsidiary/ Joint Venture and Associate Companies.

9. SECRETARIAL STANDARDS OF ICSI

The company has complied with the requirements prescribed under the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

10. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of the company during the year.

11. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The company has not given any loans or guarantees or made any investments in contravention of the provisions of the Section 186 of the Companies Act, 2013. The details of the loans and guarantees given and investments made by the Company are provided in the notes to the financial statements.

12. STATE OF AFFAIRS OF THE COMPANY

The main business activity of the company is of Films Production and Distribution. Your directors carries out the operations with active care and precaution thereby enhancing stakeholders values.

13. EXTRACT OF ANNUAL RETURN

In accordance with the requirements of Section 92 (3) read with Section 134(3)(a) of the Companies Act, 2013 the Annual Return as on 31st March, 2022 is available on the Company's website www.52weeksentertainment.com.

14. CORPORATE SOCIAL RESPONSIBILITY

The provisions of section 135 of the Companies Act, 2013 are not applicable to the company.

15. CORPORATE GOVERNANCE

As per the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with the requirements of Corporate Governance in all material aspects. A report on Corporate Governance together with a certificate of its compliance from a Practising Company Secretary, forms part of this report.

16. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this report.

17. RISK MANAGEMENT POLICY

The Board of Directors have adopted a risk management policy for the Company which provides for identification, assessment and control of risks which in the opinion of the Board may pose significant loss or threat to the Company. The Management identifies and controls risks through a defined framework in terms of the aforesaid policy.

18. WHISTLE BLOWER POLICY/ VIGIL MECHANISM

There is a Whistle Blower Policy in the Company and no personnel have been denied access to the Chairman of the Audit Committee. The policy provides for adequate safeguards against victimization of persons who use vigil mechanism. The Whistle Blower Policy is posted on the website of the Company www.52weeksentertainment.com.

19. INTERNAL CONTROL SYSTEMS

The internal financial controls of the Company are commensurate with its size, scale and complexity of operations. The company has policies and procedures which inter alia ensure integrity in conducting business, timely preparation of reliable information, accuracy and completeness in maintaining accounting records and prevention and detection of frauds

and errors. The Audit Committee actively reviews the adequacy and effectiveness of the internal financial control systems and suggests improvements if any to strengthen the same.

20. DIRECTOR'S RESPONSIBILITY STATEMENT

In compliance of section 134(5) of the Act, the directors state that:

- (i) in the preparation of the annual accounts the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (ii) they have 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 loss of the company for FY2022.
- (iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) they have prepared the annual accounts on a going concern basis.
- (v) they have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively.
- (vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and are operating effectively.

21. DIRECTORS & KEY MANAGERIAL PERSONNEL

(I) Appointment/Reappointment

Mrs. Preeti Doshi (DIN: 07741542) re-appointed as Independent Director for another terms of 5 (Five) years w.e.f 20.03.2022.

(ii) Change in Directorate

During the year under review there was no change in the Board of Directors of the Company.

(iii) Directors liable to retire by rotation

Mr. Cyrus Bhot (DIN:00443874) retires by rotation at the ensuing AGM, being eligible,

offers himself for re-appointment. Necessary details for re-appointment as required under the Act and the SEBI Listing Regulations is given in the notice of 29th AGM.

(iv) Key Managerial Personnel

Mr. Kartik Sharma Membership No. 64432 Company Secretary of the Company has been resigned on 14th August, 2021.

Ms. Sonal Ratnawat Membership No. 57463 has been appointed as Company Secretary of the Company on 13th November, 2021.

(v) Number of meetings of Board of Directors

This information has been furnished under Report on Corporate Governance which forms part of this report.

(vi) Committees of Board

This information has been furnished under Report on Corporate Governance which forms part of this report.

(vii) Meeting of Independent Directors

The Independent Directors of the company at their meeting held on 24th March, 2022 reviewed the performance of non-independent directors and the Board as a whole including the chairman of the company by taking into consideration views expressed by the executive directors and non-executive directors at various level pertaining to the quality, quantity and timeliness of flow of information between the company, management and the board have expressed their satisfaction.

(viii) Declaration from Independent Directors

The independent directors have submitted a declaration of independence, stating that they meet the criteria of independence provided under section 149(6) of the Act, as amended, and regulation 16 of the SEBI Listing Regulations. The independent directors have also confirmed compliance with the provisions of rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended, relating to inclusion of their name in the databank of independent directors.

The Board took on record the declaration and confirmation submitted by the independent directors regarding meeting the prescribed criteria of independence, after undertaking due assessment of the veracity of the same in terms of the requirements of regulation 25 of the SEBI Listing Regulations.

(ix) Policy on Directors' Appointment and Remuneration

The Board has on the recommendation of the Nomination and Remuneration Committee, framed a policy for the selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy and the details pertaining to the remuneration paid during the year are furnished in the Corporate Governance Report which forms part of this report.

(x) Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013, SEBI Listing Regulations and Circulars and Guidance Notes issued by SEBI in this regard, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and other Committees.

22. STATUTORY AUDITORS AND HIS REPORT

M/s. Motilal & Associates LLP, Chartered Accountants (Firm Reg. No. 106584W) (Formerly known as M/s Motilal & Associates), were appointed as Statutory Auditors of the Company till the conclusion of the Twenty Ninth Annual General Meeting to be held in the year 2022, due to this your Directors had approached to M/s B. M. Gattani & Co., Chartered Accountants (ICAI Firm Registration No.113536W) for appointment of new Statutory Auditor of the Company for a period of 5 years commencing of 29th AGM to 34th AGM to be held in the year 2027.

The Audit Report of M/s. Motilal & Associates LLP on the Financial Statements of the Company for the Financial Year 2021-22 forms part of this Annual Report. The report does not contain any qualification, reservation, adverse remark or disclaimer.

23. SECRETARIAL AUDITOR AND HIS REPORT

Pursuant to the provisions of section 204 of the Act, the Board has appointed Mr. Suprabhat Chakraborty, practising company secretary (C.P. No. 15878), to undertake secretarial audit of the Company.

A report from the secretarial auditor in the prescribed Form MR-3 is annexed as “**Annexure A**” to this Report.

The following observation given in the Secretarial Compliance Report :

1. *“As per Regulation 31(2) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, shareholding of promoter(s) and promoter group is not in dematerialized form”*

In this regard we have to inform you that the management has applied for exemption from the provisions of 100% shareholding of the promoters/ promoters group in dematerialized form.

2. *Independent directors of the Company have not clear online self-assessment proficiency test as per the Companies (Appointment and Qualification of Directors) Rules, 2014.*

In addition to the above and pursuant to SEBI circular dated 8 February 2019, a report on secretarial compliance by Mr. Suprabhat Chakraborty for FY 2022 has been submitted with stock exchange.

24. COST AUDITOR AND COST AUDIT REPORT:

Appointment of Cost Auditor is not applicable to your Company.

25. INTERNAL AUDITOR:

M/s Abhishek R Jain & Co., Chartered Accountant (FRN. 148930WN) were appointed as Internal Auditor for the financial year 2021-22. They have submitted their report based on the internal audit conducted during the year under review.

26. CORPORATE WEBSITE:

The Company's web address is www.52weeksentertainment.com. The website contains a complete overview of the Company. The Company's Annual Report, financial results, details of its business, shareholding pattern, compliance with Corporate Governance, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances, the distribution schedule, and Code of Conduct are uploaded on the website.

27. RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the financial year were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the Listing Regulations. There were no materially significant Related Party Transactions made by the Company with Promoters, Directors,

Key Managerial Personnel which may have a potential conflict with the interest of the Company at large. Hence there does not exist any details to be mentioned in Form AOC-2 which is attached as “**Annexure B**”.

All Related Party Transactions are placed before the Audit Committee for approval. The Company has adopted a Related Party Transactions Policy. The policy as approved by the board is uploaded on the Company's website at <https://www.52weeksentertainment.com>

28. SEXUAL HARASSMENT

The Company has adopted a policy in line with the requirements of Prevention of Sexual Harassment of Women at the Workplace. No complaint was received during the year under the said policy.

29. PARTICULAR OF EMPLOYEES

Considering the provisions of Section 197(12) of the Act read with the relevant rules and having referred to provisions of the First Proviso to Section 136(1) of the Act, the Annual Report is being sent to the members of the Company, excluding details of particulars of employees and related disclosures. The said information/ details are available for inspection at the Registered Office of the Company during working hours, on any working day. Any member interested in obtaining this information may write to the Company Secretary and this information would be provided on request.

30. CONSERVATION OF ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The company is not engaged in manufacturing activities and as such the particulars relating to conservation of energy and technology absorption are not applicable. The company makes every effort to conserve energy as far as possible etc. Particulars regarding Foreign Exchange Earnings and Outgo required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are given in the notes forming part of accounts which forms part of the Annual Report.

31. HEALTH, SAFETY AND ENVIRONMENT

The company considers safety, environment and health as the management responsibility and therefore being constantly aware of its obligation towards maintaining and improving the environment across various spheres of its business activities.

32. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS IMPACTING GOING CONCERN STATUS AND COMPANY'S STATUS IN FUTURE

During year no significant and material orders were passed by any regulator or court or tribunal impacting the going concern status and Company's operations in future.

33. ACKNOWLEDGEMENTS

Your Directors place on record their appreciation for the continued co-operation and support extended to the company by the bankers ,media professionals, customers and regulatory authorities. Your Directors also place on record sincere appreciation of the continued hard work put in by employees at all levels.

For and on behalf of Board of Directors

Sd/-

(Shantanu Sheorey)

WholeTime Director

DIN- 00443703

Sd/-

(Cyrus Bhot)

Director& CFO

DIN- 00443874

Date : 10.08.2022

Place: Mumbai

Annexure-A

**FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

M/s 52 Weeks Entertainment Limited
CIN: L93000MH1993PLC072467
TARABAI HALL, 1ST FLOOR,
SHIVPRASAD BUILDING,
97 MARINE DRIVE,
Mumbai - 400002

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s 52 WEEKS ENTERTAINMENT LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31st, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31st, 2022, according to the provisions of:

- a) The Companies Act, 2013 (the Act) and the rules made there under;
- b) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- c) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- d) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- e) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the Audit Period)
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014; **(Not applicable to the Company during the Audit Period)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)** and;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**
 - f) The followings are the other laws as specifically applicable to the Company:
 - a. The Copyright Act, 1957;
 - b. Trade Mark Act, 1999;
 - c. Cinematograph Act, 1952;

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

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

- 3. *The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 (the "LODR");*
- 4. *Secretarial Standard issued by The Institute of Company Secretaries of India;*

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above Subject to the following Observation:

- 1 *Shareholding of all promoters(s)/ promoters is not in dematerialised form; however, the Company has applied for exemption from the provisions of 100% shareholding of the promoters/promoter's group in dematerialised form;***
- 2 *Independent directors of the Company have not clear online self-assessment proficiency test as per the Companies (Appointment and Qualification of Directors) Rules, 2014.***
- 3. *No independent director were present at 28th AGM.***
- 4. *Chairman of the Audit Committee had not been present at 28th AGM.***

I further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

I further report that there is scope to improve the systems and processes in the company and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that, during the audit period the company had following events which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc.

Suprabhat Chakraborty.
Company Secretary in Practice

Date : 10.08.2022
Place : Kolkata

ACS No. - 41030
C.P No. - 15878
UDIN: A041030D000777216
Pre review certificate No. 2284/2022

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

"Annexure-A"

TO
THE MEMBERS
52 WEEKS ENTERTAINMENT LIMITED

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

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

Suprabhat Chakraborty.
Company Secretary in Practice

ACS No. - 41030
C.P No. - 15878 UDIN: A041030D000777216
Pre review certificate No. 2284/2022

Place : Kolkata
Date : 10.08.2022

CERTIFICATE OF NON DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To

The Members,

52 Weeks Entertainment Ltd

Tarabai Hall, 1st Floor,

Shivprasad Building,

97 Marine Drive,

Mumbai - 400002

I have examined the following documents:

- a. Declaration of non-disqualification as required under section 164 of the companies Act 2013,
- b. Disclosure of concern of interest as required under section 184 of the Act. (hereinafter referred to as relevant documents) as received from the Directors of 52 Weeks Entertainment Ltd bearing CIN-L93000MH1993PLC072467, having its registered office at Tarabai Hall, 1st Floor, Shivprasad Building, 97 Marine Drive, Mumbai - 400002 (herein after referred to as 'the Company'), and the relevant registers, records, forms, and returns maintained by the Company and made available to me by the Company for the purpose of issuing this certificate in accordance with regulation 34(3) read with schedule V Part C Clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations 2015.

Based on the examination as aforesaid, and such other verification carried out by us as deemed necessary and adequate (including Director Identification Number(DIN) status of the respective directors at the portal www.mca.gov.in in our opinion and best of our belief, information and knowledge and according to the explanations provided by the Company its officers and authorised representatives and written representation made by the respective directors, we hereby certify that none of the Directors on the board of the Company as stated below for the financial year ending on 31st March 2022 have been debarred or disqualified from being appointed or continuing as the director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other statutory authority.

Sl. No.	Name of Director	DIN	Date of appointment	Date of Cessation
1	SHANTANU SHREEDHAR SHEOREY	00443703	18.06.1993	
2	CYRUS MANEK BHOT	00443874	19.08.2011	
3	SURYAKANT KADAKANE MARUTI	02272617	22.09.2015	
4	VIPIN CHAMPAWAT SHANTILAL	06369837	22.09.2015	
5	PREETI JAYESH DOSHI	07741542	20.03.2015	

Ensuring the eligibility for the appointment/ continuity as the director of the board is the responsibility of the management of the Company. My responsibility is to express an opinion based on our verification and representation made by the respective directors.

This Certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company

Suprabhat Chakraborty.
Company Secretary in Practice

ACS No. - 41030
C.P No. - 15878
UDIN: A041030D000777271
Pre review certificate No. 2284/2022

Place : Kolkata
Date : 10.08.2022

**Annexure B
FORM NO. AOC-2**

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto (Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis : **Nil**
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) Date(s) of approval by the Board
 - (g) Amount paid as advances, if any:
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188
2. Details of material contracts or arrangement or transactions at arm's length basis : **Nil**
 - (a) Name(s) of the related party and nature of relationship : NA
 - (b) Nature of contracts/arrangements/transactions: NA
 - (c) Duration of the contracts/arrangements/transactions: Single Transaction
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any: NIL
 - (e) Date(s) of approval by the Board, if any: NA
 - (f) Amount paid as advances, if any: Nil

For and on behalf of Board of Directors

**Sd/-
(Shantanu Sheorey)
WholeTime Director
DIN- 00443703**

**Sd/-
(Cyrus Bhot)
Director & CFO
DIN- 00443874**

Date :10.08.2022

Place: Mumbai

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INTRODUCTION

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

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

The Indian advertising industry is projected to be the second fastest growing advertising market in Asia after China. At present, advertising revenue accounts for around 0.38 per cent of India's gross domestic product. By 2022, Indian media and entertainment industry will reach Rs 2.35 trillion. India ranks 15 in the world in the music industry and is expected to enter the top 10 music markets by 2023.

OUTLOOK

Indian M&E industry is on an impressive growth path. The industry is expected to grow at a much faster rate than the global average rate.

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

Growth is expected in retail advertisement on the back of several players entering the food and beverages segment, E-commerce gaining more popularity in the country, and domestic companies testing out the waters. Rural region is also a potentially profitable target.

FINANCIAL PERFORMANCE

No income during the financial year of the Company as compared to Rs. 0.43 lacs in the previous year. Total expenditure of the company Rs. 107.48 lacs as compared to Rs. 724.12 lacs in the previous year. Loss during the financial year is Rs. 182.91 as compared to profit Rs. 80.15 in the previous year.

RISK MANAGEMENT

The Board of Directors have adopted a risk management policy for the Company which provides for identification, assessment and control of risks which in the opinion of the board may pose significant loss or threat to the company. The management identifies and controls risks through a defined framework in terms of the aforesaid policy.

HUMAN RESOURCE

The human resource plays a vital role in the growth and success of an organization. The Company has maintained cordial and harmonious relations with employees. The Company has adequate professionals to handle challenging assignments. The Company strives to enhance the technical, work related and general skills of employees through dedicated training programs on a continuous basis.

CAUTIONARY STATEMENT

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

REPORT ON CORPORATE GOVERNANCE

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below is a report on the Corporate Governance in the Company:

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Board and top management of the company are fully exercises fairness, transparency, accountability, commitment to ensure that operations of the company are carried out in ethical manner thereby enhancing stakeholders value. The Company further ensures that it will maintain the same traditions and commitment in future. Your company is in compliance with the requirements stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, with regard to Corporate Governance.

2. BOARD OF DIRECTORS

Your company is having an appropriate blend of independent and non-independent directors to maintain the independence of the Board and to separate the Board functions of governance and management.

a) Composition

In compliance with the provisions of the SEBI Listing Regulations, the Company has an optimum combination of executive and non-executive directors with woman Independent director. The company has a Executive Chairman. According to provisions of the SEBI Listing Regulations, if the chairman is executive promoter, at least one half of the board of the company should consist of independent directors.

As on 31 March 2022, the Board of the Company consisted of 5(five) directors, of whom two are executive, three are non-executive independent director (including one woman independent director). The board does not have any nominee director. The Company is in compliance with the SEBI Listing Regulations pertaining to composition of board of directors.

b) No of Meeting of Board and Attendance Record

During financial year 2021-2022, the Board met 6 (Six) times on 30.06.2021, 14.08.2021, 26.08.2021, 13.11.2021, 02.02.2022 and 24.03.2022. The names and categories of Directors on the Board, their attendance at the Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other companies are given herein below. Other Directorships do not include directorships in Private Limited Companies, Section 8 Companies and Companies incorporated outside India. Chairmanships / Memberships of Board Committees include only Audit Committee and Stakeholders Relationship Committee.

Name & Category of Director	Board Meeting Attendent	AGM Held on 29th December, 2021	No of Directorship in other Public companies	No. of Committee positions held in other public Companies as #	
				Member	Chairman
Shantanu Sheorey (Whole Time Director)	6	Yes	0	0	0
Cyrus Bhot (Executive Director)	6	Yes	0	0	0
Suryakant Kadakane (Independent Director)	6	No	2	1	2
Vipin Champawat (Independent Director)	6	No	1	1	1
Preeti Doshi (Independent Director)	6	No	2	1	0

- Directorships held by Directors in the aforementioned table do not include Private Limited Companies, Foreign Companies, Section 8 Companies, Alternate Directorships and One Person Companies.
 - Memberships / Chairmanships of only the Audit Committee and the Stakeholders Relationship Committee of the public limited companies except 52 weeks Entertainment Limited whether listed or not, have been considered. All other companies including private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 have been excluded.
 - None of the Directors are related to each other.
- # No. of Committee position held in other public Companies is not considered M/s Monotype India Ltd where Mr. Suryakant Kadakane and Mrs. Preeti Doshi hold directorship because the said company under Corporate Insolvency Resolution process.

c) Information supplied to the Board

The Board is presented with relevant information on various matters related to the working of the Company, especially those that require deliberation at the highest level. In addition to items required to be placed before the board for its noting and/or approval information is provided on various significant items also.

d) Inter-se relationships among Directors

There are no inter-se relationships among the directors.

e) Number of shares and convertible instruments held by Non-Executive Directors

None of the Non Executive & Independent Directors hold any shares in the Company. Further, the Company has not issued any convertible instruments hence disclosure in this respect is not applicable.

f) Web link where details of familiarisation programmes imparted to Independent Directors

The Company has conducted familiarisation programmes for the Independent Directors with regards to their role, rights and responsibilities as Independent Directors. The Independent Directors are also regularly briefed on the nature of the Company's business model. The familiarisation programs have been uploaded on the website of the Company at www.52weeksentertainment.com.

g) Confirmation that in the opinion of the board, the independent directors fulfills the conditions specified in these regulations and are independent of the management

It is confirmed that in the opinion of the Board, the Independent Directors fulfil the conditions specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

3. AUDIT COMMITTEE**(I) Terms of reference of Audit Committee**

The terms of reference of Audit Committee inter-alia covers all the matters specified under Section 177 of the Companies Act, 2013 and also all the matters listed under Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations. The Audit Committee reviews all the information that is required to be mandatorily reviewed by it under the corporate governance.

(iii) Composition, Meeting and Attendance of Directors at Committee Meeting

The Audit Committee of the company comprises of 3 (Three) Directors and 4(Four) meetings of the said committee were held on 30.06.2021, 14.08.2021, 13.11.2021 and 02.02.2022 during the year. The details pertaining to the members of committee and attendance of members at meeting is furnished below

Name of Directors	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Vipin Champawat	Chairman	4	4
Mr. Suryakant Kadakane	Member	4	4
Mr. Cyrus Bhot	Member	4	4

The intervening period between two Audit Committee Meetings is well within the maximum time gap of one hundred and twenty days as prescribed under the SEBI (LODR) Regulations. The necessary quorum was present for all the meetings. The chairman of the Audit Committee was not present at the Annual General Meeting held on 30th September, 2021.

4. NOMINATION AND REMUNERATION COMMITTEE

I. Terms of reference of Nomination and Remuneration Committee

The Nomination and Remuneration Committee has been constituted in compliance with Section 178 of Companies Act, 2013 and Regulation 19 of the SEBI Listing Regulations. The terms of reference of nomination and remuneration committee are in conformity with the powers as stipulated in Regulation 19 read with Schedule II Part D of the SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013 and includes all such matters as may be directed by the board from time to time.

ii. Composition, Meeting and Attendance of Directors at Committee Meeting

The Nomination and Remuneration Committee of the Company comprises of 3 (Three) Directors all of whom are Non- Executive Independent Directors. During the year one meetings of the said committee were held on 24.03.2022. The details pertaining to the members of committee and attendance record of members at meeting is furnished below

Name of Directors	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Vipin Champawat	Chairman	1	1
Mr. Suryakant Kadakane	Member	1	1
Mr. Cyrus Bhot	Member	1	1

iii. **Remuneration policy for Executive and Non Executive and Independent Directors are as follows:**

Executive Directors:

The remuneration if payable to executive directors shall be paid in consultation with the Nomination & Remuneration Committee who decides the remuneration structure for Executive Directors by considering the financial position of the company, qualification, experience of the directors, trend in the industry, past performance, past remuneration and limits prescribed for remuneration of Executive Directors i.e 10 % of net profit of the company calculated in the manner prescribed under the Companies Act, 2013 and subject to necessary approvals thereunder. The Nomination & Remuneration Committee ensures that remuneration, if any, payable to executive directors does not exceeds the prescribed limits.

Non Executive and Independent Directors:

The Non-Executive and Independent Directors of the Company may be paid remuneration periodically or may be paid commission within the overall limit of 1% of the Net Profit of the Company calculated in the manner prescribed under the Companies Act, 2013 and subject to necessary approvals thereunder. In addition to commission if any, Non-Executive Directors are paid sitting fees and actual reimbursement of expenses incurred for attending each meeting of the Board and Committees.

Remuneration paid to the Directors for the year ended on 31st March, 2022 is as follows:

Sr No.	Name of Directors	Sitting Fees	Salary and Perquisites	Commission	No. of Shares Held
1	Mr. Shantanu Sheorey	NIL	NIL	NIL	3231300
2	Mr. Cyrus Bhot	NIL	NIL	NIL	NIL
3	Mr. Suryakant Kadakane	12000	NIL	NIL	NIL
4	Mr. Vipin Champawat	12000	NIL	NIL	NIL
5	Mrs. Preeti Doshi	8000	NIL	NIL	NIL

5. STAKEHOLDER RELATIONSHIP COMMITTEE

(j) Terms of Reference of the Committee

The terms of reference of stakeholders relationship committee are in conformity with the powers as stipulated in Regulation 20 read with Schedule II Part D of the SEBI

(LODR) Regulations and Section 178 of the Companies Act, 2013 and includes all such matters as may be directed by the board from time to time.

(ii) Composition, Meeting and Attendance of Directors at Committee Meeting

The Stakeholders Relationship Committee of the Company comprises of 3 (Three) Directors. During the year 5 (five) meetings of the said committee were held on 25.06.2021, 10.09.2021, 13.11.2021, 02.02.2022 and 24.03.2022. The details pertaining to the members of committee and attendance record of members at meeting is furnished below

Name of Directors	Designation Held	No. of Meeting Attended	No. of Meeting
Mr. Vipin Champawat	Chairman	5	5
Mr. Shantanu Sheorey	Member	5	5
Ms. Preeti Doshi	Member	5	5

(iii) Name and Designation of Compliance Officer

Ms. Sonal Ratnawat acts as Company Secretary and Compliance Officer of the Company as on 31st March, 2022.

(iv) Status of Investors Complaints

There are no pending investors complaints as on 31st March, 2022.

6. DISCLOSURES

(i) Disclosures on materially significant related party transactions that may have potential conflict with the interests of the Company at large

During the year under review, besides the transactions reported elsewhere in the Annual Report, there were no materially significant transactions or arrangements entered into between the Company and the promoters, directors and management that may have potential conflict with the interest of the Company at large.

(ii) Disclosures on Compliance of Law

There have been no instances of non-compliance on any matter with the rules and regulations prescribed by the Stock Exchanges, Securities and Exchange Board of India or any other statutory authority relating to the capital market during the last three years.

(iii) Vigil Mechanism / Whistle Blower Policy

There is a Whistle Blower Policy in the Company and no personnel have been denied access to the Chairman of the Audit Committee. The policy provides for adequate safeguards against victimization of persons who use vigil mechanism. The Whistle Blower Policy is posted on the website of the Company www.52weeksentertainment.com.

(iv) Code for Prevention of Insider Trading Practices

The Company has also adopted a code of conduct for prevention of insider trading. All the Directors, senior management employees and other employees who have access to the unpublished price sensitive information of the Company are governed by this code. During the year under Report, there has been due compliance with the said code of conduct for prevention of insider trading. The said code is posted on the website of the Company at www.52weeksentertainment.com.

(v) Details of compliance with mandatory requirements and adoption of discretionary requirements

All mandatory requirements have been complied with and the company has not adopted any discretionary requirements.

(vi) Policy for determining 'material' subsidiaries

The Company has adopted Policy for determining 'material' subsidiaries and the same is posted on the Company's website at www.52weeksentertainment.com.

(vii) Code of Conduct

The Board has laid down a code of conduct for board members and senior management personnel of the Company. The code incorporates the duties of independent directors as laid down in the Companies Act, 2013. The said code of conduct is posted on Company's website www.52weeksentertainment.com. The Board members and senior management personnel have affirmed compliance with the said code of conduct. A declaration in this regard signed by the Whole Time Director is given at the end of the Corporate Governance Report.

(viii) Familiarisation program for Independent Directors

The Company has conducted familiarisation programmes for the Independent Directors with regards to their role, rights and responsibilities as Independent Directors. The Independent Directors are also regularly briefed on the nature of the Company's business model. The familiarisation programs have been uploaded on the website of the Company at www.52weeksentertainment.com.

7. GENERAL BODY MEETINGS

The location, date and time of the Annual General/Extra Ordinary General Meetings held during last 3 years along with Special Resolution(s) passed at these meetings are as under:

Financial Year Ended	Date and Time	Venue	Special Resolution Passed
31st March, 2021	30th September, 2021 at 2.00 p.m.	Video Conference / Other Audio Visual means	0
31st March, 2020	29th December, 2020 at 2.00 p.m.	Video Conference / Other Audio Visual means	1. Reappointment of Mr. Suryakant Kadakane, (DIN: 02272617) as an Independent Director of the Company for a second term of five years.
			2. Reappointment of Mr. Vipin Champawat (DIN:06369837) as an Independent Director of the Company for a second term of five years
31st March, 2019	30th September, 2019 at 1.30 p.m.	HJT Memorable Hall, 141, Shahid Bhagat Singh Road, Town Hall Compound, Fort, Mumbai - 400 001.	0
31st March, 2018	24th December, 2018 at 3.00 p.m.	Unit No.501, 5th Floor, Morya Blue Moon Opp. Citi Mall Andheri Lokhandwala Road, Andheri (W) Mumbai - 400053.	1. 51% Stake Sale in Four Lions Films Pvt Ltd(Subsidiary of the Company). 2. Approval for Investments/ Loans/ guarantee/ Securities.

8. POSTAL BALLOT

No special resolution was passed during the year 2021-22 by way of postal ballot.

9. MEANS OF COMMUNICATION

The results of the Company are submitted to the stock exchanges where the shares of the Company are listed and published in the Newspapers such as Financial Express (English) and in Pratahkal (Marathi) after the approval of the Board. The results are also posted on the company's website. Whenever the company issues any press release, it is immediately sent to the Stock Exchanges as well as posted on the company's website.

10. GENERAL SHAREHOLDERS INFORMATION**(i) Date, Time and Venue of Shareholder's Meeting:**

Date:	28th September, 2022
Time:	2.30 p.m
Venue :	Tarabai Hall, 1st Floor, Shivprasad Building, 97, Marine Drive, Mumbai - 400 002.
Financial Year	2021-22
Book Closure	22nd September, 2022 to 28th September, 2022 (Both days inclusive)
Dividend Payments Date	NIL
Corporate Identification No.	L93000MH1993PLC072467

(ii) Name and address of Stock Exchange on which the Company is Listed :

BSE Limited (BSE)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

The Company has paid Listing Fees for F.Y 2022-23 to Stock Exchange where its securities is listed.

Stock Code : 531925

ISIN Equity- INE545N01019

Name and address of Registrar & Share Transfer Agent :

Universal Capital Securities Pvt Ltd
C101, 247 Park,
LBS Road, Vikhroli (West),
Mumbai - 400083.
Tel Nos: (022) 28207203-05
Fax No : (022) 28207207
Email :- info@uniseq.in
Web:- www.uniseq.in

(iii) Stock Market Data Relating to Equity Shares

Month	Open	High	Low	Close	Volume
Apr-21	0.85	0.93	0.71	0.8	192153
May-21	0.84	1.23	0.72	1.23	706661
Jun-21	1.29	1.74	1.29	1.5	615922
Jul-21	1.47	2.44	1.26	2.44	1654184
Aug-21	2.56	3.24	1.71	2.07	1381446
Sep-21	2.17	2.74	1.96	2.42	706044
Oct-21	2.45	2.54	1.86	1.96	873759
Nov-21	1.87	3.16	1.87	2.72	1050749
Dec-21	2.59	3.34	2.14	3.34	2199314
Jan-22	3.5	4.68	3.29	3.49	3766556
Feb-22	3.45	3.75	2.71	2.82	1290181
Mar-22	2.82	3.54	2.69	2.85	1098996

6. Share Transfer System

All share transfer request and request for transmission / transposition etc. subject to correctness and completion of all documents would normally be registered and returned within fifteen days from the date of receipt by M/s. Universal Capital Securities Private Limited, the Registrars and Share Transfer Agents. The Company obtains from a Company Secretary in Practice half yearly certificate of compliance with the share transfer formalities as required under regulation 40(9) of the SEBI (LODR) Regulation, 2015 and files a copy of the certificate with the Stock Exchange where the shares of the company is listed.

7. Distribution of Shareholding as on 31st March, 2022

No. of Equity Shares	Equity			
	Shareholders		No. of Shares	
	Number	% of Holding	Number	% of Capital
Upto 500	4310	71.2632	565456	1.6211
501-1000	585	9.6726	501175	1.4369
1001-2000	380	6.2831	583302	1.6723
2001-3000	158	2.6124	404704	1.1603
3001-4000	80	1.3228	287389	0.8239
4001-5000	103	1.7030	499215	1.4312
5001-10000	136	2.2487	1064931	3.0531
10,001 & Above	296	4.8942	30973828	88.8011
Total	6048	100.0000	34880000	100.0000

8 Dematerialization of Shares & Liquidity

The Company's Equity are compulsorily traded in electronic (dematerialized) form on BSE. Under the Depository system, the ISIN allotted to Company's Equity Shares is INE545N01019.

Particulars	No. of Shares	Percentage
NSDL	12720377	36.47
CDSL	16823433	48.23
Physical	5336190	15.30
Total	34880000	100

As at March 31, 2022, 74.07% of the Equity Share Capital are held in electronic form

9. Outstanding Convertible Securities

The Company has not issued any Convertible Securities in the past and hence as on March 31, 2022, the Company does not have any outstanding convertible Securities.

10. Commodity price risk or foreign exchange risk and hedging activities

The Company is not materially exposed to commodity price risk. The company also does not carry out any commodity hedging activities.

11. Address for Investor Correspondence :

The Company Secretary & Compliance Officer
Sonal Ratnawat

52 Weeks Entertainment Limited

Tarabai Hall, 1st Floor, Shivprasad Building,
97, Marine Drive, Mumbai - 400002.
Email : 52weeksentltd@gmail.com
Tel No: 022-22842127

Universal Capital Securities Private Limited

C101, 247 Park, LBS Road,
Vikhroli (West), Mumbai - 400083.
Tel Nos: (022) 28207203-05
Fax No : (022) 28207207
Email :- info@unisec.in
Web:- www.unisec.in

DECLARATION ON CODE OF CONDUCT

I, Shantanu Sheorey, hereby confirm that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2022.

For 52 Weeks Entertainment Limited
Sd/-
Shantanu Sheorey
Whole Time Director
DIN: 00443703

Date :- 10.08.2022

Place :- Mumbai

CEO/CFO CERTIFICATE

To,
The Board of Directors of
52 Weeks Entertainment Limited

- A. We have reviewed financial statements and the cash flow statement for the quarter & year ended on 31st March, 2022 and that to the best of our knowledge and belief :
- 1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - 2) These statements together present a true and fair view of the listed entity affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions entered into by the listed entity during quarter & year ended 31st March, 2022 the year which are fraudulent, illegal or violative of the company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee
- i. that there are no significant changes in internal control over financial reporting during the year,
 - ii. that there are no significant changes in accounting policies during the year subject to change in the same and that the same have been disclosed in the notes to the financial statements, if any and
 - iii. that there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Date : 10.08.2022
Place : Mumbai

For and on behalf of Board of Directors	
Sd/-	Sd/-
Shantanu Sheorey	Cyrus Bhot
Whole Time Director	Director & CFO
DIN: 00443703	DIN: 00443874

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
52 Weeks Entertainment Limited

1. I, Suprabhat Chakraborty, the Secretarial Auditors of 52 Weeks Entertainment Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2022, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the company.
3. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI Listing Regulations during the year ended March 31, 2022, except of the non compliances mentioned in Secretarial Audit Report.
4. I further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Sd/-
Suprabhat Chakraborty.
Company Secretary in Practice
ACS No. - 41030
C.P No. - 15878
UDIN No. - A041030D000777251

Date: 10.08.2022
Place: Kolkata

INDEPENDENT AUDITOR'S REPORT

To the Members of
52 WEEKS ENTERTAINMENT LIMITED

Report on the Audit of the Financial Statements**Opinion**

We have audited the financial statements of 52 WEEKS ENTERTAINMENT LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2022, the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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, of the state of affairs of the Company as at March 31, 2022, and profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter**We draw your attention to the following points:**

- The Company has written-off Sundry Creditors of Rs.53,01,170/-, Sundry Creditor for Expenses of Rs.5,47,260/-, Short Term Loans and Advance of Rs.42,00,000/- and Loans as per the view of the Management of the Company such balance are not payable since long time no demand was made by them. Hence, Such balance is written-off without any confirmation from respective person

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of each key audit matter in accordance with SA 701.

The Key Audit Matter	How the matter was addressed in our Audit
<p>Company has Write- off Short-term Loans and Advances of Rs.1 Cr given to Divine Alloys & Power Co Ltd.which is material to picture presented by the financial statement hence, a significant amount of Write- off affects the revenue.</p> <p>This amount being significant, the same has been considered by us as a key audit matter.</p> <ul style="list-style-type: none"> ● Whether Divine Alloys & Power Co Ltd. agrees with the Company for said write-off. ● Reason for the write- off and measures taken by Company. 	<p>This Short-term Loans and Advances represent the more significant matters arising during the audit or those which have involved the greatest amount of attention on the part of the auditor.</p> <p>These key audit matters have high informational value because they relate specifically to the entity being audited.</p> <ul style="list-style-type: none"> ● The write-off of Short-term Loans and Advances to Divine Alloys & Power Co Ltd. has addressed this by scrutiny of ledger as well as communication in between the parties, produced by management of the Company and relied upon by us. ● Divine Alloys & Power Co Ltd. had been in the process of insolvency since 7th March, 2019 under regulation 6 of the Insolvency and Bankruptcy Board of India.(Insolvency Resolution Process for Corporate Persons) Regulation, 2016. ● According to the Order, the Financial creditor were supposed to submit their claims on or before 21st March, 2019. The Company had no knowledge about this Order and therefore they had not filed any claims for the due amount.

The Key Audit Matter	How the matter was addressed in our Audit
	<ul style="list-style-type: none"> When the Company was made aware of the Order, they communicated with Insolvency Professional Rajesh Kumar Agrawal for such recovery, he had stated the period for claim was lapsed, hence no such claim could be considered. In this matter the Order of the Insolvency and Bankruptcy Board of India and further communication with Insolvency Professional was verified by us. <p>Our audit procedures included understanding and evaluating processes and controls designed and implemented by the management for assessment of said transaction and testing their operating effectiveness; obtaining the list of documents and communications, inspecting the supporting evidence, legal documents and confirmation reports submitted to us and critically assessing management's evaluation through discussions with management on the said transaction.</p>

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the

financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

That Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists

related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by 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 Companies Act, 2013, we give in "Annexure A" a statement on the matters specified in paragraphs 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 it appears from our examination of those books
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended.
- (e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 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".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Motilal & Associates LLP

(Formerly Known as Motilal & Associates)

Chartered Accountants

ICAI FRN: 106584W/W100751

CA Rishabh M Jain

Partner

Mem. No. 179547

UDIN:22179547AJVXHN5543

Place: Mumbai

Date: 30th May, 2022

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of 52 WEEKS ENTERTAINMENT LIMITED of even date)

(i) In respect of the Company's fixed assets:

- a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The Company does not have any intangible assets.
- b) The PPE were physically verified by the management in accordance with a regular programme of verification at reasonable intervals. According to information and explanation given to us, no such material discrepancies were noticed on such verification.
- c) The Company does not own any Immovable property. Accordingly, paragraph 3(i)(c) of the order is not applicable to the Company.
- d) The Company does not make any revaluation of PPE during the year. Accordingly, paragraph 3(i)(d) of the order is not applicable to the Company.
- e) No proceeding has been initiated or pending against Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, paragraph 3(i)(e) of the order is not applicable to the Company.

- (ii)**
- a) As explained to us, the nature of the inventories of the Company is such that it cannot be physically verified. Accordingly, the provisions of the Clause 3(ii)(a) of the Order are not applicable to the Company and hence not commented upon.
 - b) During the period no working capital limits had been sanctioned to the Company in excess of 5 crore rupees, in aggregate, from Bank and Financial institutions on the basis of security of current assets. Accordingly, the provisions of the Clause 3(ii)(b) of the Order are not applicable to the Company and hence not commented upon.

- (iii)** According to the information and explanations given to us, 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. Hence, clause (iii) of paragraph 3 of the Order is not applicable to the Company.

- (iv)** In our opinion and according to information and explanations given to us, the Company has not advanced loans to Directors/Company in which the director is interested to which the provisions of Section 185 of the Companies Act, 2013 apply and hence not commented upon.

Also, in our opinion and according to the information and explanation given to us, the Company has not made investment and given guarantee/provided security which falls under the purview of section 186 of the Companies Act, 2013 and hence not commented upon.

- (v) According to the information and explanations given to us, the Company has not accepted deposits during the year and does not have any unclaimed deposits as at 31st March, 2022 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- (vi) As per the information and explanation given to us, the maintenance of cost records specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not applicable to the Company and hence not commented upon.
- (vii) a) The Company has generally been regular in depositing undisputed statutory dues including Provident fund, Employees' State Insurance, Income-tax, Goods & Service Tax, Sales-tax, Service Tax, Customs duty, Excise duty, Value Added Tax, cess and any other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Provident fund, Employees' State Insurance, Income-tax, Goods & Service Tax, Sales tax, Service Tax, Customs duty, Excise duty, Value Added Tax, cess and any other material statutory dues in arrears, as at March 31, 2022 for a period of more than six months from the date they became payable, except the following:

Name of the Statute	Nature of Dues	Amount (inRs)	Period to which Demand relates	Date of Demand	Date of Payment
Central Goods and Services Tax Act, 2017	Output Central Goods and Services Tax	21,60,000	F.Y.2019-20	20/04/2019	Unpaid till Date
State Goods and Services Tax Act, 2017	Output State Goods and Services Tax	21,60,000	F.Y.2019-20	20/04/2019	Unpaid till Date
Central Goods and Services Tax Act, 2017	Interest on Output Central Goods and Services Tax	3,44,063	From F.Y.2019-20	Various Dates	Unpaid till Date
State Goods and Services Tax Act, 2017	Interest on Output State Goods and Services Tax	3,44,063	From F.Y.2019-20	Various Dates	Unpaid till Date

Central Goods and Services Tax Act, 2017	Late Fees on Output State Goods and Services Tax	52,580	From F.Y.2019-20	Various Dates	Unpaid till Date
Central Goods and Services Tax Act, 2017	Late Fees on Output State Goods and Services Tax	52,580	From F.Y.2019-20	Various Dates	Unpaid till Date

NOTE: The above Outstanding dues relating to GST (Principal amount, Interest & Late Fees) are computed & included for the dues outstanding for more than 6 months from the date they became payable. However, GSTR 1 & 3B - were not filed from March 2019 to March 2022 and the Outstanding GST Liability is unpaid as on 31st March, 2022.

Hence Provision for entire FY 2021-22 has been made in Financial Statements for Late fees for late filing of GST Returns & Interest on late payment of GST Liability as per the applicable Law at the time.

- b) Details of dues of Income Tax, Sales Tax, Service Tax, Excise Duty and Value Added Tax which have not been deposited as at March 31, 2022 on account of dispute are given below:

Name of the Statute	Nature of dues under section	Amount (Rs.)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	40,78,376	F.Y.2017-18	CIT (A)
Income Tax Act, 1961	Income Tax	16,63,738	F.Y.2016-17	CIT (A)
Income Tax Act, 1961	Income Tax	48,230	F.Y.2015-16	CIT (A)
Income Tax Act, 1961	Income Tax	15,09,715	F.Y.2014-15	CIT (A)

- (viii) No transactions has been recorded in the books of account which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), Accordingly, paragraph 3(viii) of the order is not applicable to the Company.
- (ix) According to the information and explanations given to us, the Company has not taken any loans or borrowings from financial institutions, banks and government or

has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.

- (x) a) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, paragraph 3(x)(a) of the Order is not applicable to the Company and hence, not commented upon.
- b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, paragraph 3(x)(b) of the Order is not applicable to the Company and hence, not commented upon.
- (xi) a) To the best of our knowledge and according to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the year.
- b) Since, no material fraud by Company or on the Company has been noticed or reported during the year, hence, no reporting under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- c) According to the information and explanations given to us, the Company has not received any whistle-blower complaints, hence, the provisions of the clause 3 (xi)(c) of the Order are not applicable to the Company.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Consequently, provisions of clause 3(xii) of the Order are not applicable to the Company and hence, not commented upon.
- (xiii) In our opinion and according to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details of related party transactions have been disclosed in the Financial Statements, as required by the applicable Indian accounting standards.
- (xiv) a) According to the information and explanations given to us, the Company has an appropriate internal audit system commensurate with the size and nature of its business;
- b) The reports of the Internal Auditors of the Company were considered by the statutory auditor.

- (xv) According to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(x)(a) of the Order is not applicable to the Company and hence, not commented upon.
- (xvii) The Company has incurred cash losses during the year of Rs.12,31,507 /- and in the immediately preceding financial year the Company has not incurred cash losses.
- (xviii) There has been no resignation of the statutory auditors during the year; hence provisions of clause 3(xviii) of the Order are not applicable to the Company.
- (xiv) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- (xv) Since, the provisions of Corporate Social Responsibility under section 135 of the companies Act, 2013 is not applicable to the Company, and hence there is no reporting requirement under clause 3(xx) of the order.
- (xvi) Since, the Company does not have any group Company and no consolidated financial statements are prepared. Accordingly provisions of clause 3(xxi) of the Order are not applicable to the Company and hence, not commented upon.

For, Motilal & Associates LLP
(Formerly Known as Motilal & Associates)
Chartered Accountants
Firm Registration No. 106584W/W100751

CA RishabhM Jain
Partner
Mem. No. 179547

Place : Mumbai
Date : 30th May, 2022

ANNEXURE "B"
TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under Report on Other Legal and Regulatory Requirements section of our report to the members of 52 WEEKS ENTERTAINMENT LIMITED of even date)

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 52 WEEKS ENTERTAINMENT LIMITED ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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. 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.

Auditor's 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

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, to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, 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 Motilal & Associates LLP

(Formerly Known as Motilal & Associates)

Chartered Accountants

ICAI FRN:106584W/W100751

CA Rishabh M Jain

Partner

Mem.No. 179547

Place : Mumbai

Date : 30th May, 2022

BALANCE SHEET AS AT 31 MARCH 2022

(Amount in Rupees)

Particulars	Note No.	As at 31 March 2022	As at 31 March 2021
ASSETS			
Non-current assets			
Property, Plant and Equipment	2	101	101
Financial Assets			
Investments	3		
Deferred tax assets (net)	3	-	6,763,361
Other non-current assets	4	5,858,739	6,616,249
Current assets			
Inventories	5	1,600,000	1,600,000
Financial Assets			
i. Trade receivables	6	25,900,000	25,900,000
ii. Cash and cash equivalents	7	88,117	44,793
iii. Loans	8	60,766,683	74,966,683
Other current assets	9	105,093,430	105,114,154
Total Assets		199,307,070	221,005,340
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	10	348,800,000	348,800,000
Other Equity	11	(189,673,257)	(171,381,865)
Liabilities			
Current liabilities			
Financial Liabilities			
i. Borrowings	12	36,064,442	34,274,442
ii. Trade payables	13	-	5,303,378
Other current liabilities	14	4,115,887	4,009,387
Current Tax Liabilities (Net)			
Total EQUITY AND LIABILITIES		199,307,070	221,005,340

See accompanying notes forming Part of
Financial Statement

1 to 42

For Motilal & Associates LLP(Formerly Known as Motilal & Associates)
Chartered Accountants
ICAI FRN : 106584W/W100751

On Behalf of the Board

For 52 Weeks Entertainment Limited
(CIN : L93000MH1993PLC072467)**CA Rishabh M Jain**Partner
Membership No. 179547**(Cyrus Bhot)**Director & CFO
DIN: 00443874**(Shantanu Sheorey)**Whole time Director
DIN: 00443703Date : 30th May, 2022
Place : Mumbai**Sonal Ratnawat**
Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2022

(Amount in Rupees)

Particulars	Note No.	As at 31 March 2022	As at 31 March 2021
I Revenue From Operations	15	-	-
I Revenue From Operations	15	-	-
II Other Income	16	-	42,664
III Total Income (I+II)		-	42,664
IV EXPENSES			
Cost of production including theoretical rights	17	-	13,269
Changes in inventories of Movies & Theoretical rights	18	-	69,789,474
Employee benefits expense	19	141,774	851,370
Finance costs	20	12,307	12,420
Depreciation and amortization expense	2	-	-
Other expenses	21	10,593,716	1,745,892
Total expenses (IV)		10,747,797	72,412,425
V Profit/(loss) before exceptional items and tax (III- IV)		(10,747,797)	(72,369,761)
VI Exceptional Items			80,385,591
VII Profit/(loss) before tax (V-VI)		(10,747,797)	8,015,830
VIII Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
(3) Excess/Short provision of tax		780,234	-
(4) MAT Credit Written off		6,763,361	-
IX Profit (Loss) for the period from continuing operations (VII-VIII)		(18,291,391)	8,015,830
X Profit/(loss) from discontinued operations		-	-
XI Tax expense of discontinued operations		-	-
XII Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII Profit/(loss) for the period (IX+XII)		(18,291,391)	8,015,830
XIV Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		(18,291,391)	8,015,830
XVI Earnings per equity share (for continuing operation):			
(1) Basic		(0.52)	0.23
(2) Diluted		(0.52)	0.23
XVII Earnings per equity share (for discontinued operation):			
(1) Basic		-	-
(2) Diluted		-	-
XVIII Earnings per equity share (for discontinued & continuing operations)	22		
(1) Basic		(0.52)	0.23
(2) Diluted		(0.52)	0.23

For Motilal & Associates LLP
(Formerly Known as Motilal & Associates)
Chartered Accountants
ICAI FRN : 106584W/W100751

CA Rishabh M Jain
Partner
Membership No. 179547

Date : 30th May, 2022
Place : Mumbai

On Behalf of the Board
For 52 Weeks Entertainment Limited
(CIN : L93000MH1993PLC072467)

(Cyrus Bhot)
Director & CFO
DIN: 00443874

(Shantanu Sheorey)
Whole time Director
DIN: 00443703

Sonal Ratnawat
Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED AS AT 31ST MARCH 2022

(Amount in Rupees)

Particulars	Note No.	As at 31 March 2022	As at 31 March 2021
Cash flows from Operating Activities			
Net Profit before Tax		(10,747,797)	8,015,830
Adjusted For :			
Excess/Short provision of tax		(780,234)	-
Mat Credit Written off		(6,763,361)	-
Finance costs		12,307	12,420
Operating profit / (Loss) before working capital changes		(18,279,085)	8,028,250
Changes in Working Capital:			
(Increase)/Decrease in Trade Receivables		-	45,000
(Increase)/Decrease in Non-Current Assets		6,763,361	-
(Increase)/Decrease in Other Non-Current Assets		757,510	1,706,746
(Increase)/Decrease in Other Current Asset		20,724	69,789,474
(Increase)/Decrease in Loans		-	-
(Increase)/Decrease in Other Assets		-	-
Increase/(Decrease) in Trade Payables		(5,303,378)	(22,487)
Increase/(Decrease) in Other current liabilities		106,500	565,086
Cash Generated from /(used in) Operation		(15,934,369)	80,112,069
Tax paid (net of refunds)		-	-
Net cash flow from operating activities	A	(15,934,369)	80,112,069
Cash flows from Investing Activities			
Net cash flow from / (used in) investing activities	B	-	-
Cash flows from Financing Activities			
Increase in Borrowings		1,790,000	-
Repayment from short-term borrowings		14,200,000	(80,235,591)
Finance cost		(12,307)	(12,420)
Net cash flow from / (used in) Financing activities	C	15,977,693	(80,248,011)
Net increase / (decrease) in Cash and Cash Equivalents	(A+B+C)	43,324	(135,943)
Cash and cash equivalents as at the beginning of the year		44,793	180,736
Cash and cash equivalents as at end of the year		88,117	44,793

See accompanying notes forming part of the financial statements

Note :

- a) The above cash flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (INDAS-7) - Statement of Cash Flow
- b) There are no non-cash item transactions noted during the year.

For Motilal & Associates LLP

(Formerly Known as Motilal & Associates)
Chartered Accountants
ICAI FRN : 106584W/W100751

On Behalf of the Board
For 52 Weeks Entertainment Limited
(CIN : L93000MH1993PLC072467)

CA Rishabh M Jain

Partner
Membership No. 179547

(Cyrus Bhot)

Director & CFO
DIN: 00443874

(Shantanu Sheorey)

Whole time Director
DIN: 00443703

Date : 30th May, 2022

Place : Mumbai

Sonal Ratnawat

Company Secretary

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022**

1.1. Company Overview:

52 Weeks Entertainment Limited (the 'Company') is a company limited by share, incorporated and domiciled in India with its registered office located at Tarabai Hall, 1st floor, Shivprasad Building 97, Marine Drive, Mumbai City Maharashtra, Mumbai - 400002, India. The Company is engaged in the business of Film & TV Serial Productions.

1.2. Basis of Preparation & Measurement of Financial Statements

These financial statements have been prepared in accordance with Indian Accounting standards (hereinafter referred to as the 'Ind AS') notified by the Ministry of Corporate Affairs under section 133 of the Companies Act, 2013 ('Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and the relevant provisions of the Act.

Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31 March, 2022, the Statement of Profit and Loss for the year ended 31 March 2022, the Statement of Cash Flows for the year ended 31 March 2022 and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'financial statements').

These Financial Statements were approved by the Board of Directors and authorised for issue on 30th May, 2022

The financial statements have been prepared on an accrual system, based on the principle of going concern and under the historical cost convention, unless otherwise stated.

The Financial Statements have been presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded off to the nearest rupee, unless otherwise stated.

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

1.3. Critical Accounting Estimates And Judgements

The preparation of Financial Statements in conformity with Ind AS requires management to make certain judgments, estimates and assumptions which affects the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Actual results may differ from these estimates.

This note provides an overview of the areas where there is a higher degree of judgment or complexity. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation.

Information about areas involving a higher degree of judgment or complexity or critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities are included in the following notes:

- (a) Estimation of useful life - Note on Property, Plant and Equipment
- (b) Recognition of deferred tax assets - Note on Deferred Tax

1.4. Significant Accounting Policies:

The principal accounting policies adopted in the preparation of the financial statements are set out below. The policies have been consistently applied to all years presented, unless otherwise stated. The presentation of financial statements requires the use of certain accounting estimates. The areas where significant judgments and estimates have been made in preparing the financial statements and their effects are disclosed.

A. Property Plant & Equipment:

(a) Initial Measurement & Recognition

Property, plant and equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of an item of Property, plant and equipment comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the assets to its working condition for its intended use with any trade discounts or rebates being deducted in arriving at purchase price. Cost of the assets also includes interest on borrowings attributable to acquisition, if any, of qualifying fixed assets incurred up to the date the asset is ready for its intended use.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of Property, plant and equipment.

Cost of Property, plant and equipment not ready for intended use as on the balance sheet date, is disclosed as capital work in progress. Advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed as Capital Advances under Other non-current Assets.

Any gain or loss on disposal of an item of property plant and equipment is recognised in statement of profit and loss.

(b) Subsequent expenditure

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Profit and Loss during the period in which they are incurred.

(c) Depreciation:

Depreciation is provided based on estimated useful life prescribed under Schedule II to the Companies Act, 2013 on Written Down Value Method. Depreciation on assets added/disposed off during the year is provided on pro-rata basis from the date of addition or up to the date of disposal, as applicable.

The residual values, useful lives and method of depreciation of property, plant and equipment is reviewed at each financial year end and adjusted prospectively, if appropriate. Accordingly, in the current Financial year 2021-22, as the asset has reached upto the scrap value as decided by the Management judgement (i.e.: 5%), no Depreciation is provided for the assets held by the Company during the entire Financial year.

B. Inventories

Inventories are valued at the lower of cost and net realisable value. Cost is computed on a weighted average basis. Cost of finished goods and work-in-progress include all costs of purchases, conversion costs and other costs incurred in bringing the inventories to their present location and condition. The net realisable value is the

estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale.

C. Cash and Cash Equivalents

Cash and cash equivalents are short-term (three months or less from the date of acquisition), highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

D. Financial Instruments:

(A) Financial Assets

Recognition and measurement

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument. On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost is recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Financial assets are subsequently classified as measured at

- amortised cost
 - fair value through profit and loss (FVTPL)
 - fair value through other comprehensive income (FVOCI)
- (a) Measured at amortised cost: Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any, is recognised in the Statement of Profit and Loss.
- (b) Measured at fair value through other comprehensive income: Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and `1collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other

comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

- (c) Measured at fair value through profit or loss: A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Company changes its business model for managing financial assets.

Trade Receivables and Loans:

Trade receivables and loans are initially recognised at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Equity Instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of direct issue costs.

All investments in equity instruments classified under financial assets are subsequently measured at fair value. Equity instruments which are held for trading are measured at FVTPL. For all other equity instruments, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument shall be recognised as 'other income' in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Impairment of Financial Assets

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financials assets in FVTPL category. For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall. The impairment losses and reversals are recognised in Statement of Profit and Loss, if any.

(B) Financial Liabilities:**Initial recognition and measurement**

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest method.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

E. Provisions and Contingent Liabilities

Provisions are recognised when the Company

- (a) has a present obligation (legal or constructive) as a result of a past event,
- (b) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and
- (c) a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

F. Revenue Recognition

Revenue is recognized, net of sales related taxes, when persuasive evidence of an arrangement exists, the fees are fixed or determinable, the product is delivered or services have been rendered and collectability is reasonably assured. The Company considers the terms of each arrangement to determine the appropriate accounting treatment. Theatrical -Contracted minimum guarantees are recognized on the theatrical release date. The Company's share of box office receipts in excess of the minimum guarantee is recognized at the point they are notified to the Company. Revenue from operations includes sale of goods and services measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates and excluding taxes or duties collected on behalf of the government. In respect of films produced / co-produced / acquired, revenue is recognised in accordance with the terms and conditions of the agreements on or after the first theatrical release of the films.

G. Other Income

Interest income is recognised/accounted on accrual basis.

Dividend Income on investments is recognised for when the right to receive the dividend is established.

Interest on Investments is recognised on a time proportion basis taking into account the amounts invested and the rate of interest.

H. Employee benefits/ Retirement Benefits:

Employee benefits include provident fund, superannuation fund, gratuity fund, compensated absences, long service awards and post-employment medical benefits, if applicable.

SHORT-TERM OBLIGATION:

Short-term employee benefits like salaries, wages, bonus and welfare expenses payable wholly within twelve months of rendering the services are accrued in the year in which the associated services are rendered by the employees and are measured at the amounts expected to be paid when the liabilities are settled.

LONG-TERM OBLIGATION

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the Balance Sheet date less the fair value of the plan assets out of which the obligations are expected to be settled. Long Service Awards are recognised as a liability at the present value of the defined benefit obligation as at the Balance Sheet date.

DEFINED CONTRIBUTION PLANS

Contributions to defined contribution schemes such as employee's state insurance, labour welfare fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company's provident fund contribution, in respect of certain employees, is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

I. Impairment Of Non-Financial Assets:

Assessment for impairment is done at each Balance Sheet date as to whether there is any indication that a non-financial asset maybe impaired. If any indication of impairment exists, an estimate of the recoverable amount of the individual asset/cash generating unit is made. Asset/cash generating unit whose carrying value exceeds their recoverable amount are written down to the recoverable amount by recognising the impairment loss as an expense in the Statement of Profit and Loss. Recoverable amount is higher of an asset's or cash generating unit's fair value less cost of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life.

Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. An impairment loss recognised for goodwill is not reversed in subsequent periods.

J. Taxation:

Income tax expense for the year comprises of current tax and deferred tax. It is recognised in the Statement of Profit and Loss except to the extent it relates to a business combination or to an item which is recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable/receivable on the taxable income/ loss for the year using applicable tax rates at the Balance Sheet date, and any adjustment to taxes in respect of previous years. Interest income/ expenses and penalties, if any, related to income tax are included in current tax expense.

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is recognized using the tax rates enacted, or substantively enacted, by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle

the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

K. Earnings Per Share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

L. Segment reporting

The Company is primarily engaged in the business of "Production of Movies and TV Serial", which, in the context of IndAS 108 on Operating Segments, constitutes a single reportable segment.

As Per our Report on Even Date

For Motilal & Associates LLP

(Formerly Known as Motilal & Associates)

Chartered Accountants

ICAI FRN : 106584W/W100751

On Behalf of the Board

For 52 Weeks Entertainment Limited

(CIN : L93000MH1993PLC072467)

CA Rishabh M Jain

Partner

Membership No. 179547

(Cyrus Bhot)

Director & CFO

DIN: 00443874

(Shantanu Sheorey)

Whole time Director

DIN: 00443703

Sonal Ratnawat

Company Secretary

Date : 30th May, 2022

Place : Mumbai

Note 02: Property, Plant & Equipment

Particulars	Computer	HP Laser Jet Printer	Total
Gross Carrying Amount March 31, 2022			
Opening Gross Carrying Amount	33,500	17,300	50,800
Additions	-	-	-
Disposals	-	-	-
Closing gross carrying amount	33,500	17,300	50,800
Accumulated Depreciation			
Opening Accumulated Depreciation	33,440	17,259	50,699
Depreciation charged during the year	-	-	-
Closing Accumulated Depreciation	33,440	17,259	50,699
Net carrying amount March 31, 2022	60	41	101
Net carrying amount March 31, 2021	60	41	101

Note: The WDV of the assets have been reduced to 5% of the Cost in the previous financial year 2019-20, which is the estimated Scrap Value as per the Companies Act, 2013. Hence no depreciation is charged for financial year 2021-22

(Amount in Rupees)

Note No.	Particulars	As at 31 March 2022	As at 31 March 2021
3. Deferred tax assets (net)			
	Deferred tax assets	-	-
	MAT Credit Entitlement	-	6,763,361
	Total	-	6,763,361

Deferred tax asset has not been recognised since it is not probable that taxable profit will be available in future against which the deductible temporary difference can be utilised.

4. Other non-current assets			
	Capital Advances	-	-
	Balance with Revenue Authorities	469,873	1,227,383
	Deposit with Custodian Special Court	5,388,866	5,388,866
	Total	5,858,739	6,616,249

Note on Deposit with Custodian Special Court :

A sum of Rs. 50 lacs was payable to Jainam Securities P Ltd., which was declared as a benami Co and belonged to Pallav Sheth. Pallav Sheth is a judgement debtor of Fairgrowth Financial

Services Ltd. (FFSL). All properties belonging to FFSL and Pallav Sheth stand statutorily and automatically attached under Special Court (Trial of Offences Relating to Transactions in Securities) Act, 1992. Huge Amount were outstanding to be paid by FFSL to the Custodian of Special Court. Pallav Sheth was adjudged an insolvent. On default made by FFSL and Pallav Sheth, the Custodian applied to recover the dues from Jainam Securities and its debtors. On receipt of the order to pay the dues of 50 lakhs along with the Interest, Company has deposited Rs. 53,88,866 with the Court during the financial year ended 2020. However, as on the reporting date of current financial year 2020-21 the matter is still under Litigation and Judgement over the same is pending

(Amount in Rupees)

Note No.	Particulars	As at 31 March 2022	As at 31 March 2021
5. Inventories			
	Work-in-progress	-	-
	Finished goods	1,600,000	1,600,000
	Total	1,600,000	1,600,000
There is a stock write-off amounting to Rs. 6,97,89,474 during the current Financial year 2020-2021. The stock write-off pertain to expiry of the rights to use picture distribution			
6. Trade Receivables (Current)			
	Unsecured Considered Good	25,900,000	25,900,000
	Total	25,900,000	25,900,000
7. Cash and Cash Equivalents			
	Balances With Banks	67,268	24,043
	Cash on hand	20,850	20,750
	Total	88,117	44,793
8. Current Loans			
	Unsecured, considered good		
	Loans to related parties	-	200,000
	Other loans	60,766,683	74,766,683
	Total	60,766,683	74,966,683
9. Other current assets			
	Capital Advances	105,000,000	105,000,000
	Advances other than capital advances		
	Security Deposits	50,000	50,000
	Other advances	-	-
	Advance for Expenses	2,000	-
	Advance to Creditors	-	-
	Balance with Revenue Authorities	41,430	64,154
	Total	105,093,430	105,114,154

Note No.	Particulars	As at 31 March 2022		As at 31 March 2021	
		No. of Shares	Amount	No. of Shares	Amount
10	Share Capital				
	Authorised Share Capital :				
	Equity shares of Rs 10/- each fully paid up	36,000,000	360,000,000	36,000,000	360,000,000
	Issued, Subscribed and fully paid up				
	Equity shares of Rs 10/- each fully paid up	34,880,000	348,800,000	34,880,000	348,800,000
		348,800,000		348,800,000	

Terms / Rights attached to equity shares

The Company has only one class of equity share having par value of Rs 10 per share. Each holder of equity share is entitled to one vote per share held. All the equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and rights issue. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all liabilities in proportion to their shareholding.

Details of Promoter holding equity shares of the Company

Shares held by Promoter at the end of the year			% Change in shareholding during the year
Sr.No.	Promoter Name	No. of shares	No Change in shareholding during the year
1	Shantanu Sheorey	3231300	

Details of shareholders having more than 5% of the total equity shares of the Company

Class of shares/ Name of shareholder	As at 31 March 2022		As at 31 March 2021	
	No. of Shares	% Held	No. of Shares	% Held
Shantanu Sheorey	3,231,300	9.26%	3,231,300	9.26%

Reconciliation of number of shares outstanding and amount at the beginning and at the end of the year

Particulars	As at 31 March 2022		As at 31 March 2021	
	No. of Shares	Amount	No. of Shares	Amount
Outstanding at the beginning of the year	34,880,000	348,800,000	34,880,000	348,800,000
Add: Issued during the year	-	-	-	-
Outstanding at the end of the year	34,880,000	348,800,000	34,880,000	348,800,000

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2022

(Amount in Rupees)

A. Equity Share Capital

Particulars	Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
34880000 Equity shares of Rs.10 each	348,800,000	-	348,800,000

B. Other Equity

	Reserves and Surplus			
	Capital Reserve	Securities Premium Reserve	Retained Earnings	Total
Balance at the beginning of the reporting period	-	62,920,000	(234,301,865)	(171,381,865)
Total Comprehensive Income for the year	-	-	(18,291,391)	(18,291,391)
Transfer to retained earnings	-	-	-	-
Balance at the end of the reporting period	-	62,920,000	(252,593,257)	(189,673,257)

Note No.	Particulars	As at 31 March 2022	As at 31 March 2021
11	Other Equity		
	Share Premium Account		
	Balance at the beginning of the year	62,920,000	62,920,000
	Addition / (Utilisation during the Year	-	-
	Balance at the end of the year	62,920,000	62,920,000
	Retained Earnings		
	Balance at the beginning of the year	(234,301,865)	(242,317,696)
	Profit for the year	(18,291,391)	8,015,830
	Balance at the end of the year	(252,593,257)	(234,301,865)
	Total	(252,593,257)	(171,381,866)

Nature and Purpose of Reserves

- (a) Securities Premium Reserve: The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve.
- (b) Retained Earnings: Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

12	Current Borrowings		
	Unsecured Considered Good		
	Unsecured Loans		1,940,000
	150,000		
	Loans repayable on demand from banks	27,465,725	27,465,725
	Loans from related parties	6,658,717	6,658,717
	Total	36,064,442	34,274,442

(Refer Note 32 of Notes to Accounts forming part of Financial statements relating to One time settlement scheme opted by the company explaining the above write off of dues from the Bank)

Note No.	Particulars	As at 31 March 2022	As at 31 March 2021
13	Trade payables		
	Unsecured Considered Good	-	5,303,378
	Total	-	5,303,378
14	Other current liabilities		
	Others		
	Expenses Payable	456,550	1,026,692
	Salary payable	-	3,870
	Director Sitting Fees payable	-	28,000
	GST payable	3,656,887	2,913,794
	TDS Payable	2,250	34,631
	Professional Tax Payable	200	2,400
	Total	4,115,887	4,009,387
15	Revenue From Operations		
	Sale of services		
	Sale of Film Rights	-	-
	Total	-	-
16	Other Income		
	Interest received on IT refund	-	42,664
	Loan written off	-	-
	Interest Income	-	-
	Total	-	42,664
17	Cost of production including theoretical rights		
A	Cost of production		
	Printing and stationery expenses @ 18 %	-	13,269
		-	13,269
B	Acquisition of Theoretical rights	-	-
	Total Cost of production including theoretical rights (A+B)	-	13,269
18	Changes in inventories of Movies & Theoretical rights		
	Stock at the beginning of the year		
	Work-in-Progress - Movies	1,600,000	-
	Stock in Trade - Script & Theoretical Rights	-	71,389,474
	Total	1,600,000	71,389,474

Note No.	Particulars	As at 31 March 2022	As at 31 March 2021
	Stock at the end of the year		
	Work-in-Progress - Movies	-	-
	Stock in Trade - Script & Theoretical Rights	1,600,000	1,600,000
	Total	1,600,000	1,600,000
	Changes In Inventories	-	69,789,474
19	Employee benefits expense		
	Salaries and wages	135,774	828,870
	Leave salary	6,000	22,500
	Total	141,774	851,370
20	Finance costs		
	Interest Expense	-	-
	Other borrowing costs		
	- Bank Charges	12,307	12,420
	Total	12,3007	12,420
21	Other expenses		
	Payments to the auditor		
	For Audit	100,000	100,000
		100,000	100,000
	Other Expenses		
	Advertisement Expense @ 5 %	30,330	21,060
	Annual Issuer Fees @18%	150,000	150,000
	Court Fees	12,980	-
	Computer maintenance expenses	2,500	2,000
	Director Sitting Fees	32,000	32,000
	E - Voting Charges	16,000	16,000
	Late fees & Interest on GST Payment	865,080	839,310
	Interest paid on delay in payment	1,466	5,528
	Interest on Late Payment of TDS	-	750
	Legal Fees	480,000	-
	Annual Listing Fees @ 18 %	300,000	300,000
	MCA Fees	15,800	8,300
	Office Expenses	69,000	-
	Postage Expenses	-	50
	Printing & Stationery Expenses	8,200	464
	Profession Tax (Company)	2,500	2,500
	Professional Fees	90,000	167,500
	Professional fess @ 18 %	10,000	30,000
	Monitoring Foreign Investement charges	10,000	10,000

Particulars	As at 31 March 2022	As at 31 March 2021
Registrar Fees (Exp) @ 18 %	41,000	53,995
Printing & Stationery Expenses @ 12 %	-	2,770
Telephone Expenses	5,646	4,665
Round off	4	(1,000)
Travelling Expenses	-	-
Sundry Balance Written off	8,351,210	(0)
	10,493,716	1,645,892
Total	10,593,716	1,745,892

22 Earnings per Share (Basic & Diluted)

Particulars	As at 31 March 2022	As at 31 March 2021
Net Profit / (loss) after tax for the year (in Rs.)	(18,291,391)	8,015,830
Profit / loss attributable to equity share holders (in Rs.)	(18,291,391)	8,015,830
Weighted Average Number of equity shares outstanding during the year	34,880,000	34,880,000
Basic and Diluted Earnings Per Share (Rs.)	(0.52)	0.23
Face Value per Share (Rs.)	10	10

Basics Earnings Per Share and Diluted Earnings Per Share are same as the Company has no Dilutive Potential Equity Shares.

23 Fair value measurements

Financial instruments by category:

31st March 2022

Particulars	Carrying Value				Fair Value hierarchy			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
(i) Investments	-	-	-	-	-	-	-	-
(ii) Trade Receivable	-	-	25,900,000	25,900,000	-	-	-	-
(iii) Cash and Cash Equivalents	-	-	88,117	88,117	-	-	-	-
(iv) Loans	-	-	60,766,683	60,766,683	-	-	-	-
TOTAL	-	-	86,754,800	86,754,800	-	-	-	-
Financial Liabilities								
(i) Current Borrowings	-	-	36,064,442	36,064,442	-	-	-	-
(ii) Trade Payables	-	-	-	-	-	-	-	-
TOTAL	-	-	36,064,442	36,064,442	-	-	-	-

31st March 2021

Particulars	Carrying Value				Fair Value hierarchy			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
(i) Investments	-	-	-	-	-	-	-	-
(ii) Trade Receivable	-	-	25,900,000	25,900,000	-	-	-	-
(iii) Cash and Cash Equivalents	-	-	44,793	44,793	-	-	-	-
(iv) Loans	-	-	74,966,683	74,966,683	-	-	-	-
TOTAL	-	-	100,911,476	100,911,476	-	-	-	-
Financial Liabilities								
(i) Current Borrowings	-	-	34,274,442	34,274,442	-	-	-	-
(ii) Trade Payables	-	-	5,303,378	5,303,378	-	-	-	-
TOTAL	-	-	39,577,821	39,577,821	-	-	-	-

The carrying amounts of trade receivables, cash and bank balances, current loans, current borrowings, and trade payables are considered to be approximately equal to the fair value.

I. Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are

- (a) recognised and measured at fair value and,
- (b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the Indian accounting standard. An explanation of each level is as follows :

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. For example, listed equity instruments that have quoted market price.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the- counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

II. Valuation techniques used to determine fair value

Significant valuation techniques used to value financial instruments include:

- Use of quoted market price or dealer quotes for similar instruments
- Using discounted cash flow analysis.

The fair values computed above for assets measured at amortised cost are based on discounted cash flows using a current borrowing rate. They are classified as level 2 fair values in the fair value hierarchy due to the use of unobservable inputs.

24 Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

A. Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The company is exposed to credit risk from its operating activities (primarily for trade receivables and loans) and from its financing activities (deposits with banks and other financial instruments).

Credit risk management

Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

The Company's maximum exposure to credit risk as at 31st March, 2022 and 2021 is the carrying value of each class of financial assets.

I Trade and other receivables

Credit risk on trade receivables is limited based on past experience and management's estimate.

Ageing of trade and other receivables that were not impaired was as follows.

Carrying amount	31-Mar-22	31-Mar-21
Neither Past due nor impaired	-	-
Past due but not impaired	-	-
Past due more than 180 days	25,900,000	25,900,000
TOTAL	25,900,000	25,900,000

ii Cash and Cash Equivalents

The Company held cash and bank balance with credit worthy banks of Rs. 88,117 at March 31, 2022, and (Rs. 44,793 at March 31, 2021). The credit risk on cash and cash equivalents is limited as the Company generally invests

in deposits with banks where credit risk is largely perceived to be extremely insignificant.

B. Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities – trade payables and borrowings.

Liquidity risk management

The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions. A material and sustained shortfall in our cash flow could undermine the Company's credit rating and impair investor confidence.

The Company maintained a cautious funding strategy, with a positive cash balance throughout the year ended 31st March, 2021 and 31st March, 2020. This was the result of cash delivery from the business. Cash flow from operating activities provides the funds to service the financing of financial liabilities on a day-to-day basis. The Company's treasury department regularly monitors the rolling forecasts to ensure it has sufficient cash on-going basis to meet operational needs. Any short term surplus cash generated by the operating entities, over and above the amount required for working capital management and other operational requirements, are retained as cash and cash equivalents (to the extent required).

Maturities of non – derivative financial liabilities

(Amount in Rs.)

Particulars	As at 31 March 2022		As at 31 March 2021	
	Less than 1 year	More than 1 year	Less than 1 year	More than 1 year
Financial Liabilities - Current				
i. Current Borrowings *	36,064,442	-	34,274,442	-
ii. Trade payables	-	-	5,303,378	-
Total	36,064,442	-	39,577,821	-

C. Market risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments. The Company is exposed to market risk primarily related to interest rate risk and the market value of the investments.

I Currency Risk

The functional currency of the Company is Indian Rupee. Currency risk is not material, as the Company does not have any exposure in foreign currency.

ii Interest Rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

According to the Company interest rate risk exposure is only for floating rate borrowings. Company does not have any floating rate borrowings on any of the Balance Sheet date disclosed in this financial statements.

iii Price Risk

Price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. It arises from financial assets such as investments in quoted instruments.

a Fair value sensitivity analysis for fixed rate Instruments

The Company does not account for any fixed rate financial assets or financial liabilities at fair value through Profit or Loss. Therefore, a change in interest rates at the reporting date would not affect Profit or Loss.

b Cash flow sensitivity analysis for variable rate Instruments

The company does not have any variable rate instrument in Financial Assets or Financial Liabilities.

25 Capital Management

The company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-today needs. We

consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets.

The management monitors the return on capital as well as the level of dividends to shareholders. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

26 Related Party Transactions & Related Party Disclosures under Ind AS-24 “Related Party”

As per Indian Accounting standard 24 “Related Party Disclosures” the Company’s related parties and transactions with them are disclosed below.

A) Directors, Key Management Personnel (KMP) & relatives of KMP

	Name of Related Party	Relation with company
1	Shantanu Shreedhar Sheorey	Whole-time Director
2	Cyrus Manek Bhot	CFO & Director
3	Preeti Jayesh Doshi	Independent Director
4	Suryakant Kadakane	Independent Director
5	Vipin Champawat	Independent Director
6	Kartik Sharma	Company Secretary (Resigned from 14.08.2021)
7	Sonal Ratnawat	(Company Secretary) (W.e.f.13.11.2021)

B) Transactions during the year

Nature of Transaction	GP/F	KMP	Total
Director Sitting Fees Preeti Jayesh Doshi	Nil (Nil)	8,000 (8,000)	8,000 (8,000)
Director Sitting Fees Suryakant Kadakane	Nil (Nil)	12,000 (12,000)	12,000 (12,000)
Director Sitting Fees Vipin Champawat	Nil (Nil)	12,000 (12,000)	12,000 (12,000)
Salary Expense Kartik Sharma	Nil (Nil)	77,174 (3,870)	77,174 (3,870)
Salary Expense Sonal Ratnawat	Nil (Nil)	67,900 (Nil)	67,900 (Nil)
Loans & Advances Taken by Company Cyrus Manek Bhot	Nil (Nil)	1,790,000 (150,000)	1,790,000 (150,000)

C) Outstanding balances as on 31st March 2022

Nature of Transaction	GP/F	KMP	Total
Loans & Advances Taken by Company Cyrus Manek Bhot	Nil (Nil)	1,940,000 (150,000)	1,940,000 (150,000)
Loans & Advances Taken by Company Shantanu Shreedhar Sheorey	Nil (Nil)	6,658,717 (6,658,717)	6,658,717 (6,658,717)
Salary Expense Sonal Ratnawat	Nil (Nil)	14,800 (Nil)	14,800 (Nil)

Note No.	Particulars	As at 31 March 2022	As at 31 March 2021
27	INCOME TAX EXPENSE		
A.	Components of Income Tax Expense		
	Tax Expense recognised in the Statement of Profit and Loss		
	Current Tax		
	Current Tax on the profits for the year	-	-
	Adjustments for current tax of prior periods	-	-
	Total a	-	-
	Deferred Tax		
	Origination and Reversal of Temporary Differences	-	-
	Total b	-	-
	Total (a+b)	-	-
B.	Reconciliation of Tax Expense and the Accounting profit multiplied by India's Tax rate		
	Profit/(loss) for the period	(10,747,797)	8,015,830
	Tax at the Indian Tax rate of 26%	-	-
	Tax effects of amounts which are not deductible (taxable) in computing taxable income	-	-
	Adjustments of current tax of prior periods	-	-
	Tax losses for which no Deferred income tax was recognised	-	-
	Income exempt from income tax	-	-
	Income Tax Expense	-	-
	Effective Tax Rate	0.00%	0.00%

28 Financial Ratios:

Ratio	Formula	Ratio
Current Ratio	Current Assets/Current Liability	4.81
Debt-Equity Ratio	Not Applicable	
Return on Equity Ratio	Net Profit/Shareholder's Equity	-10.3%
Return on Capital employed	EBIT(1-t)/Capital Employed	-10.3%
Return on investment	Net Profit/Investment	-312.2%
Net capital turnover ratio	Not Applicable Since Company has no Turnover	
Net profit ratio		
Inventory turnover ratio		
Trade Receivables turnover ratio		
Trade payables turnover ratio		
Debt Service Coverage Ratio	Not Applicable Since Company has no Loan from Bank or Financial Institution	

Where,

Shareholder's Equity	=	Equity Share Capital + Reserve and Surplus
EBIT	=	Earning before interest and Tax
Capital Employed	=	Share holder's Equity + Long term debt
Net Assets	=	Total Assets - Current Liability
t	=	Tax Rate

29. Trade Receivables outstanding

Particular	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1years	1-2 years	2-3 years	More than 3 years	
i) Undisputed - considered good	-	-	-	-	25,900,000.00	25,900,000.00
ii) Undisputed - considered doubtful	-	-	-	-	-	-
iii) Disputed - considered good	-	-	-	-	-	-
iv) Disputed - considered doubtful	-	-	-	-	-	-

30 Trade payable outstanding

The Company had no Trade Payable at the end of Financial year, hence No Ageing is required to disclose for Trade Payable

31 Micro, Small AND Medium Enterprises:

None of the parties are identified as being registered under the Micro, Small and Medium enterprises Development Act, 2006 ("MSME Act") on the basis of information available with the Company. Hence the disclosure as per MSME Act is not applicable to the Company. The same has been relied upon by the auditors.

32 In the opinion of the management, the current assets, loans and advances have the values on realization in the ordinary course of business at least equal to the amounts at which they are stated in the balance sheet except the trade receivables and loans and advances which falls under management's policy for bad and doubtful debts as taken in the previous years.**33** Cash Credit, Packing Credit and demand working capital loan from banks were secured by hypothecation of stock and book debts and term loan from banks were secured by pari-passu charge on all the immoveable properties of the Company and hypothecation of moveable assets. On sale of said properties including moveable assets by the banks under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, the amount against said facilities and loans has been categorized as unsecured loans of the accounts.**34** Debtors and Creditors Balances are subject to Confirmation. Debtors & Creditors Balances are as per Management Representation and relied upon by the Auditors.**35** The Company has not made any transaction with the struck off companies during the previous Year.**36** The Company has not have any Virtual Currency / Crypto Currency during the previous Year.**37** As certified by the Management there is no obligation in respect of gratuity and leave encashment during the year. The same is relied upon by the Director**38** The Company has not been declared wilful defaulter by any bank or financial institution or government or any**39** The Company does not have any pending creation of charge and satisfaction as well as registration with ROC

- 40** No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- 41** The Company has adopted new scheme for Income Tax under Section 115BAA, hence MAT Credit is written off by the Company.
- 42** The Company has not given any Loan & Advances to Related Party, Promoter, Director and KMP During the Year

NOTES

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