



Date: 07/09/2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal
Street,
Mumbai-400001.

Scrip Code-501314

Sub: Submission of Annual Report of the Company for the Financial Year 2021-2022 pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

Dear Sir(s),

In terms of Regulation 34(1) of the Listing Regulations, please find enclosed the Annual Report for the Financial Year 2021-2022 along with the Notice of the Annual General Meeting being dispatched to shareholders of the Company through electronic mode whose e-mail addresses are registered with the Company /Depository Participants/Registrar and Transfer Agent.

The 49th Annual General Meeting ('AGM') of the Company will be held on Friday, 30th September, 2022 AT 02.00 P.M. through Video Conference / Other Audio Visual Means, in accordance with the General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ('MCA'), and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 further SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and further SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India ('SEBI').

The Annual Report of the Company is also available on the website of the Company at www.gromotrade.com. Kindly take the aforesaid information on record in compliance of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We request you to kindly take the above on your record.

Thanking You,
Yours Faithfully,

For Prismx Global Ventures Limited

RAVINDRA
BHASKAR
DESHMUKH
Date: 2022.09.07
15:53:39 +05'30'

Ravindra Bhaskar Deshmukh
Executive Director
DIN - 00290973



+91 9136993920

infogromo@gmail.com

www.gromotrade.com

1st Floor, Purva Building, Tejpal Scheme Road
No. 3, Vile Parle (East), Mumbai - 400057



ANNUAL REPORT

2022

PRISMx GLOBAL VENTURES LIMITED

REGISTERED OFFICE

REGISTERED OFFICE

1st Floor, Purva Building, Tejpal Scheme Road
No. 3, Vile Parle (East), Mumbai MH 400057

Email: infogromo@gmail.com

Website: www.gromotrade.com

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Corporate Information

BOARD OF DIRECTORS

Mr. Tejas Vinodrai Hingu	:	Managing Director (Resigned w.e.f. 09/07/2022)
Mr. Harish kumar Patel	:	Non-Executive Independent Director (Resigned w.e.f. 22/10/2021)
Mrs. Narmadaben Patel	:	Non-Executive Independent Director (Resigned w.e.f. 22/10/2021)
Mr. Mehulkumar Kadiya	:	Non-Executive Independent Director (Resigned w.e.f. 22/10/2021)
Mr. Bhikhubhai Kishanbhai Bait	:	Non-Executive Non-Independent Director (Resigned w.e.f. 04/02/2022)
Mr. Ravindra Bhaskar Deshmukh	:	Executive Director & CEO
Ms. Ankita Hasumukhdas Sethi	:	Additional Director (Appointed w.e.f. 22/10/2021)
Mr. Sandeep Kumar Sahu	:	Additional Director (Appointed w.e.f. 22/10/2021)
Mr. Ketan Vyas	:	Additional Director (Appointed w.e.f. 22/10/2021)
Ms. Priyanka Keshav Kumar Chaurasia	:	Additional Director (Appointed w.e.f. 10/05/2022)
Ms. Priyanka Ramesh Shethye	:	Additional Non-Executive Director (Appointed w.e.f. 30/08/2022)
Ms. Pratiksha Mashkariya	:	Chief Financial Officer
Ms. Shreya Garg	:	Company Secretary

AUDITORS

Statutory Auditors	:	M/s Dassani & Associates
Internal Auditors	:	Mr. Ravi Toshniwal
Secretarial Auditors	:	M/s. Nitesh Chaudhary & Associates

REGISTRAR & TRANSFER AGENTS

Purva Share Registry India Private Limited
9 Shiv Shakti Industrial Estates, J.R. Boricha Marg
Lower Parel (east), Mumbai-400011
Tel: 022-23010771 / 49614132
Email: support@purvashare.com

LISTING OF EQUITY SHARES

BSE Limited
Phiroze Jeejeebhoy
Towers, Dalal Street, Mumbai-400001

BANKERS

RBL Bank - Andheri (West)
Au Small Finance Bank - (Andheri West)

REGISTERED OFFICE

1st Floor, Purva Building,
Tejpal Scheme Road No. 3,
Vile Parle (East), Mumbai MH 400057
Email: info@gromotrade.com
Website: www.gromotrade.com

NOTICE is hereby given that the 49TH ANNUAL GENERAL MEETING of the members of PRISMX GLOBAL VENTURES LIMITED will be held on Friday, 30th September, 2022, at 2.00 P.M. IST through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') to transact the following businesses, in compliance with the provisions of General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14 /2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No.02/2021 dated January 13,2021 and General Circular No. 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ('MCA'), and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and further SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India ('SEBI') to transact the following businesses:

ORDINARYBUSINESS

1. ADOPTION OF FINANCIALSTATEMENT:

To consider and adopt (a) the standalone audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolutions with or without modification, if any, as Ordinary Resolutions:

a) **"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

"RESOLVED FURTHER THAT Shreya Garg, Company Secretary or any of the Director of the company be and are hereby authorized, as the case may be, and file necessary form(s) with concerned ROC, to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution."

2.APPOINTMENT OF DIRECTOR WHO RETIRES BY ROTATION:

To appoint a Director in place of Mr. Ravindra Bhaskar Deshmukh (DIN: 00290973) Director, who is retiring by rotation to enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013 (hereinafter called "the Act") and being eligible, offers himself for re-appointment, and in this regard, to consider and if thought fit, to pass the following resolutions with or without modifications, if any, as Ordinary Resolutions:

"RESOLVED THAT Mr. Ravindra Bhaskar Deshmukh (DIN: 00290973) Director of the Company, who retires by rotation at this 49th Annual General Meeting and being eligible offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company and that his period of office be liable to determination by retirement of Directors by rotation."

SPECIAL BUSINESS:

3.TO REGULARIZE APPOINTMENT OF MR. SANDEEP KUMAR SAHU (DIN: 06396817) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY:

To consider and if thought fit to pass, the following resolution with or without modifications, if any, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and Regulation 17(1C), 25(2A) and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Sandeep Kumar Sahu (DIN: 06396817) who was appointed as an additional director of the company, categorized as independent, by the Board of Directors with effect from October 22, 2021, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director for a term of five consecutive years effective from 22nd October, 2021 up to 21st October, 2026 and shall not liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

4. TO REGULARIZE APPOINTMENT OF MR. KETAN VYAS (DIN: 09053821) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY:

To consider and if thought fit to pass, the following resolution with or without modifications, if any, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and Regulation 17(1C), 25(2A) and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Ketan Vyas (DIN: 09053821) who was appointed as an additional director of the company, categorized as independent, by the Board of Directors with effect from October 22, 2021, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director for a term of five consecutive years effective from 22nd October, 2021 up to 21st October, 2026 and shall not liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

5. TO REGULARIZE APPOINTMENT OF MS. ANKITA HASMUKHDAS SETHI (DIN: 08467476) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and Regulation 17(1C), 25(2A) and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Ankita Has Mukhdas Sethi (DIN: 08467476) who was appointed as an additional director of the company, categorized as independent, by the Board of Directors with effect from October 22, 2021, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director for a term of five consecutive years effective from 22nd October, 2021 up to 21st October, 2026 and shall not liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

6. TO REGULARIZE / APPOINTMENT OF MS. PRIYANKA RAMESH SHETYE (DIN: 09719611) AS NON - INDEPENDENT AND NON-EXECUTIVE DIRECTOR OF THE COMPANY:

To consider and if thought fit to pass, the following resolution with or without modification, if any, as an Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and Regulation 17(1C), 25(2A) and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Priyanka Ramesh Shetye (DIN: 09719611) who was appointed as an additional director of the company, categorized as Non-Independent & Non- Executive, by the Board of Directors with effect from 30th August, 2022 in terms of Section 161 of the Companies Act, 2013 and in respect of whom the company has received notice in writing under Section 160 of the Companies Act, 2013, has been received in the prescribed manner, be and is hereby appointed as Non-Independent / Non- Executive Director of the Company and shall be liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

7. TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61(1)(a), 64 and all other applicable provisions of the as amended, (including any statutory modification(s) or re-enactment thereof for the time being in force) ('Companies Act') and the Articles of Association of the Company, approval of the Members be and is hereby accorded to increase , the Authorized Share Capital of the Company from Rs. 43,25,00,000 (Rupees Forty Three Crores Twenty Five Lacs Only) divided into 43,25,00,000 (Forty-Three Crores Twenty-Five Lacs) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each to Rs. 44,25,00,000 (Rupees Forty Four Crores Twenty Five Lacs Only) divided into 44,25,00,000 (Forty Four Crores Twenty Five Lacs) Equity Shares of Face Value of Re.

1/- (Rupee One Only) each."

"RESOLVED FURTHER THAT any of the director of the company be and is hereby authorized to all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms with the registrar of companies in order to give effect to the above resolution."

8. ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 (including any Statutory modification or re-enactment thereof for the time being in force), approval of the Members be and is hereby accorded to substitute the existing Clause V of the Memorandum of Association of the Company by the following:

V. "The Authorized Share Capital of the Company is Rs 44,25,00,000 (Rupees Forty Four Crores Twenty Five Lacs Only) divided into 44,25,00,000 (Forty Four Crores Twenty Five Lacs) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each."

"RESOLVED FURTHER THAT any of the director of the company be and is hereby authorized to do all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms with the registrar of companies in order to give effect to the above resolution."

9. TO APPROVE ISSUE OF EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS FOR CONSIDERATION OTHER THAN CASH (SHARE SWAP):

To consider and if thought fit to pass, with or without modifications, if any, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 42 and 62, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the "CA 2013"); and in accordance with the provisions of the Memorandum and Articles of Association of the Company (ii) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended ("SEBI ICDR Regulations"); iii) and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015 ("SEBI LODR Regulations"), (iv) any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), stock exchange and/or any other statutory / regulatory authority; (v) the Listing Agreement entered into by the Company with the stock exchange, and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot 3,47,72,490 (Three Crores Forty Seven Lakhs Seventy Two Thousand Four Hundred Ninety) equity shares of the Company of face value of Re. 1/- (Rupee One Only) each ("Equity Shares"), in dematerialized form, on Preferential allotment basis, to non-promoters at a price of Rs. 6/- (including premium of Rs. 5/-) as determined in accordance with Regulation 164 read with 166A of SEBI ICDR Regulations, to the following persons, for consideration other than cash (share swap), being discharge of total purchase consideration of Rs. 20,86,34,940/- (Rupees Twenty Crores Eighty Six Lakhs Thirty Four Thousand Nine Hundred Forty Only) ("Purchase Consideration") for the acquisition of 25,75,740 (Twenty Five Lakhs Seventy Five Thousand Seven Hundred Forty) equity shares ("Sale Shares") of Prime Filx Private Limited ("PFPL") from the Proposed Allottees at a price of Rs. 81/- (Rupees Eighty-One Only) per equity share of PFPL, on such terms and conditions as agreed and set forth in the agreements, deeds and other documents:

Sr. No.	Name of the proposed Allottees	Nature of persons who are the ultimate beneficial owner	Equity Shares proposed to be allotted	Category	Allottee is: QIB/MF/FI/Trust/Banks
1	Sushil Sudhakar Deshpande	Individual	95,68,800	Non-Promoter	Not applicable
2	Delna Sushil Deshpande	Individual	6,75,000	Non-Promoter	Not applicable

3	Wassup Media Private Limited	Private Limited Company: Shareholders: 1. Sushil Sudhakar Deshpande 2. Sushil Deshpande HUF a. Sushil Deshpande b. Delna Deshpande c. Shaun Deshpande 3. Shaun S. Deshpande 4. Delna Sushil Deshpande 5. Deshpande Agro Farm (Proprietorship concern of Sushil S. Deshpande)	2,45,28,690	Non-Promoter	Not applicable
	Total		3,47,72,490		

“RESOLVED FURTHER THAT in accordance with the provisions of SEBI ICDR Regulations, the “Relevant Date” for the purpose of determination of the price of the equity shares to be issued and allotted as above shall be 30th August, 2022, being the working day immediately preceding the date 30 (thirty) days prior to the date of General Meeting to approve this offer.”

“RESOLVED FURTHER THAT the Equity Shares proposed to be issued and allotted to the Proposed Allottees shall inter-alia be subject to the following:

- (a) The Equity Shares shall be allotted by the Company to the Proposed Allottees in dematerialized form within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution passed; or (ii) receipt of last of the approval/permission required for such allotment from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the Stock Exchanges for issuance of the Equity Shares to Proposed Allottees);
- (b) The Equity Shares to be issued and allotted shall be subject to lock-in for such period as specified under Chapter V of the SEBI ICDR Regulations or for such longer period provided under the terms of the share purchase agreement executed amongst the Company, PFPL and Proposed Allottees, subject to approval by the board of directors of the Company;
- (c) No partly paid-up Equity Shares shall be issued and allotted;
- (d) Allotment of the Equity Shares shall only be made in dematerialised form;
- (e) The Equity Shares to be issued and allotted pursuant to the preferential issue shall be listed and traded on BSE Limited subject to the receipt of necessary regulatory permissions and approvals;
- (f) The Equity Shares shall be allotted to the Proposed Allottees subject to the receipt of Sale Shares from the Proposed Allottees i.e. for consideration other than cash; and
- (g) The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof and shall be subject to the provisions of the memorandum and articles of association of the Company and applicable laws.

“RESOLVED FURTHER THAT the equity shares to be issued and allotted pursuant to this resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

“RESOLVED FURTHER THAT the Company hereby takes note of the certificate from **Mr. Nitesh Chaudhary & Associates**, Practicing Company Secretary (FCS No. 10010, CP No. 16275) certifying that the above issue of equity shares of the Company is being made in accordance with the SEBI ICDR Regulations.

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

“RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to engage depositories, registrars, bankers, and other consultants and advisors to the issue and to remunerate them by way of fees and/or other charges and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such

agencies, as may be required and as permitted by law.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors, any other director(s), and/or officer(s) of the Company.”

10. TO GIVE LOANS, OR GIVE GUARANTEES AND ACQUIRE BY WAY OF SUBSCRIPTION, PURCHASE OR OTHERWISE THE SECURITIES OF ANY OTHER BODY CORPORATE IN EXCESS OF THE LIMITS PRESCRIBED IN SECTION 186 OF THE COMPANIES ACT 2013:

To consider and if thought fit to pass, the following resolution with or without modifications, if any as a Special Resolution:

“RESOLVED THAT in supersession to all resolutions passed earlier, pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force), if any, consent of the shareholders of the Company be and is hereby accorded to (a) give any loan to any person(s) or other body corporate(s) ; (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s) ; and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs.150,00,00,000 (Rupees One Hundred Fifty Crores Only) outstanding at any time, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above, Executive Directors and/or Company Secretary of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

11. TO INCREASE THE LIMITS OF BORROWING BY THE BOARD OF DIRECTORS OF THE COMPANY UNDER SECTION 180(1) (C) OF THE COMPANIES ACT, 2013:

To consider and if thought fit to pass, the following resolution with or without modifications, if any as a Special Resolution:

“RESOLVED THAT in supersession to all Special resolutions passed earlier in 41st Annual General Meeting held on 14th June, 2014, and pursuant to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or any body corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of Rs.150,00,00,000 (Rupees One Hundred Fifty Crores Only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

12. APPROVAL FOR RELATED PARTY TRANSACTIONS:

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

“RESOLVED THAT in continuation of earlier resolution passed in this behalf and pursuant to the provisions of Section 188, if and to the extent applicable, and other applicable provisions of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 23(4) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, as amended from time to time, consent of the Company be and is hereby accorded to the Board to enter into any and all transactions/contracts/arrangements with the 'related party' as defined in the Act and Regulation 2(zb) of the Listing Regulation and mentioned in below table, relating to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate or promoter group Company, making of loans to, and/or giving of guarantees or providing security and/or making of investments and the purchase from and/or sale to it of any securities by the Company, or any combination thereof, etc on such terms and conditions as the Board in its absolute discretion may deem fit

provided however that the aggregate amount/value of all such transactions/contracts/arrangements that may be entered into and remaining outstanding at any time shall not exceed Rs. 150 Crores with each related parties respectively during any financial year."

Sr. No	Name of Related Parties	Nature of Relationship	Nature of transaction	Amount
1	M/s. Esaar (India) Ltd	Promoter Interest Company	To enter in to transaction relating sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate Company, making of loans to, and/or giving of guarantees or providing security on behalf of the Company (Related Party) and/or making of investments in the securities of the Company and the purchase from and/or sale to it of any securities by the Company, or any combination thereof, etc.	Rs. 150 crores with each related Parties
2	M/s. Atman Infotech Pvt. Ltd	Promoter Interest Company		
3	Mr. Dheeraj Shah	Promoter		
4	Mr. Paresb Bhai Shah	Relative of Promoter		
5	Mr. Ravindra Bhaskar Deshmukh	Executive Director		
6	M/s. Tmart Platform Private Limited	Subsidiary Company		
7	Any other Related Part or Entity			

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to the above resolution."

13. UTILIZATION OF FUNDS OTHER THAN LETTER OF OFFER FOR RIGHT ISSUE DATED MARCH 08, 2022:

To consider and, if thought fit, to pass, the following resolution with or without modifications, if any as a Special Resolution:

"RESOLVED THAT pursuant to provision of section 27 read with section 179(3)(e) and any other applicable provisions of the Companies Act, 2013 read with Rules there under (including any statutory modification or re-enactment thereof, for the time being in force) and subject to the limits envisaged under Section 186 read with Rule 11 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Consent of the member of the Company be and is hereby accorded to the company and its management to invest/utilize/spend the funds raised and to be raised through Right Issue as per the offer Letter dated 08 th March, 2022 towards business objects as contained in the Memorandum of Association of the Company in addition to the objects mentioned in the offer letter dated 08 th March, 2022.

"RESOLVED FURTHER THAT any of the directors of the Company be and hereby authorized to sign and submit all papers, deeds and Documents and to do all such acts, deeds and things as may be deemed expedient and incidental thereto to give effect to this resolution."

14. TO CONSIDER AND APPROVE REMUNERATION OF MR. RAVINDRA BHASKAR DESHMUKH AS CEO OF THE COMPANY:

To consider and, if thought fit, to pass, the following resolution with or without modifications, if any as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and Schedule V of the Companies Act, 2013 and read with rules and amendment thereof, and any other applicable provisions of the Companies Act, 2013 if any, Mr. Ravindra Bhaskar Deshmukh (DIN: 00290973), Executive Director & CEO of the Company, be paid the following remuneration with effect from July 9, 2022:

1. Basic Salary (including perquisites): Rs. 50,00,000/- per annum effective 1ST October, 2022.

"RESOLVED FURTHER THAT where in any financial year during the continuity of his tenure, if the Company has no profits or its profits are inadequate, the remuneration payable to Mr. Ravindra Bhaskar Deshmukh, Executive Director & CEO by way of salary, perquisites and allowances shall not exceed the maximum remuneration payable in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 with liberty to the Board / Committee to decide the breakup of the remuneration from time to time in consultation with the Board."

"RESOLVED FURTHER THAT any one of the Directors of the Company or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, things and take such actions as may be required to give effect to this resolution.

By order of the Board of Directors

Sd/-

Ravindra Bhaskar Deshmukh

Executive Director

DIN:(00290973)

Place: Mumbai

Date: 30th August, 2022



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 EGM/AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. 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 EGM/AGM through VC/OAVM.
4. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
5. The Members can join the EGM/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 EGM/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 EGM/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 EGM/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 EGM/AGM has been uploaded on the website of the Company at infogromo@gmail.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com respectively and the EGM/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. EGM/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 view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020, 13 April 2020 and 13 January, 2021 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12 May 2020 read with circular dated 15 January, 2021 permitted holding of the annual general meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM herein after called as 'e-AGM'.

11. 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 e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.
12. Since the AGM will be held through VC, the Route Map is not annexed to this Notice. The registered office of the Company shall be deemed to be the venue for the AGM.
13. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
14. Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said resolution / authorization shall be sent to the scrutinizer by email through its registered email address to csniteshchaudhary@gmail.com with a copy marked to evoting@nsdl.co.in.
15. Brief details of the directors, who are being re-appointed, are annexed hereto as per requirements of regulation 36(3) of the SEBI Listing Regulations and as per provisions of the Act.
16. Pursuant to section 91 of the Companies Act, 2013 The Register of Members and the Transfer Book of the Company will remain closed from 24/09/2021 to 30/09/2021 (both days inclusive).
17. The Securities & Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, are, therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat Account. Members holding their shares in Physical Form can submit their PAN details to the share transfer agent (Purva Shareregistry (India) Pvt Ltd) of the Company.
18. Members are requested to notify immediately any change in their address details to the Company's Registrar and share transfer agents for shares held in demat/physical format Purva Shareregistry (India) Pvt Ltd, at 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Lower Parel (E), Mumbai – 400 011.
19. Pursuant to the provisions of Sections 101 and 136 of the Act read with 'The Companies (Accounts) Rules, 2014 electronic copy of the Annual Report for financial year 2021-2022 along with Notice of 49th Annual General Meeting of the company is being sent to all the members whose email id is registered with the Registrar/Depository Participant(s). Members may note that the Notice and Annual Report for FY 2022 will also be available on the Company's website at www.gromotrade.com website of the stock exchanges i.e., BSE Limited at www.bseindia.com, Notice and Annual Report is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com
20. To receive communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. In case of shares held in physical form, members are advised to register their e-mail address with RTA Purva Shareregistry (India) Pvt. Ltd. Members may also note that the Notice of the 49th Annual General Meeting and the Annual Report for 2021-2022 will also be available on the Company's website www.gromotrade.com, website of the stock exchanges i.e., BSE Limited at www.bseindia.com, Notice and Annual Report is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com which can be downloaded from the site.
21. SEBI vide its notification dated 8 June 2018 as amended on 30 November 2018, has stipulated that w.e.f. 1 April 2019, the transfer of securities (except transmission or transposition of shares) shall not be processed, unless the securities are held in the dematerialized form, Members who still hold share certificates in physical form are advised to dematerialize their shareholding to also avail of numerous benefits of dematerialization, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
22. 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 e-AGM.
23. All the work related to share registry in terms of both physical and electronic are being conducted by Company's Registrar & Transfer Agent, Purva Shareregistry (India) Pvt. Ltd. 9, Shiv Shakti Ind. Estt. J. R. Boricha Marg, Off. N. M. Joshi Marg, Near Lodha Excelus, Lower Parel (East), Mumbai -400011. The Shareholders are requested to send their communication to the aforesaid address or via email at support@purvashare.com
24. Members, who would like to express their views or ask questions during the e-AGM will have to register themselves as a speaker may register themselves as a speaker may send their request mentioning their name, demat account number/ folio number, email id, mobile number at infogromo@gmail.com and mark cc to RTA @ support@purvashare.com during the period starting from 25th September, 2022 (from 9.00 a.m.) to 27th September, 2022 (up to 5.00p.m.). Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the e-AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the e-AGM. Please note that only questions of the members holding the shares as on cut-off date will be considered.

25. In case a person becomes a member of the Company after dispatch of e-AGM Notice, and is a member as on the cut-off date for e-voting, i.e., Friday, 23rd September 2022, such person may obtain the user id and password from RTA by email request on support@purvashare.com.

26. Members holding the equity shares under multiple folios in identical order of names are requested to consolidate their holdings in to one folio.

27. Members are requested to send all communications relating to shares, unclaimed dividend, change of address etc. to the Registrar and Share Transfer Agents at the following address: Purva Sharegistry (India) Private Limited Shiv Shakti Industrial Estates, Unit No. 9, 7-B J. R. Boricha Marg, Sitaram Mills Compound, Mumbai 400011. Tel: 02223010771/022-49614132, Email: support@purvashare.com if the shares are held in electronic form, then change of address and change in the Bank Accounts etc. should be furnished to their respective Depository Participants.

28. Members who have not yet registered their e-mail address with the Company or their respective Depository are requested to do so. In the context of General Meeting through VC/OAVM, availability of email id of shareholders will play key role for sending notice or other important communication to shareholders. Hence, Purva Sharegistry (India) Pvt. Ltd. is offering the facility for all shareholders (physical as well as demat) to update their email id with it for sending the notice of AGM and annual report. The facility for updating of e-mail id of the shareholders shall be available on their website <https://www.purvashare.com> and the same can be updated by shareholders any time during the year.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to NSDL/RTA email id evoting@nsdl.co.in; support@purvashare.com; Tel. No. 02223010771/022-49614132.

2. For Demat shareholders, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID +CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to NSDL/RTA email id evoting@nsdl.co.in; support@purvashare.com; Tel. No. 022-23016761; 02223012517/8261.

PROCEDURE AND INSTRUCTION OF E-VOTING

In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Listing Regulations, 2015, the Company provides to its members, the facility to exercise their right to vote on resolutions proposed to be considered at the 49th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The facility for voting through E-voting shall also be made available at the AGM and the members attending the meeting shall be able to exercise their right to vote at the meeting through e-voting in case they have not casted their vote by remote e-voting.

The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

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, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 05, 2022 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 49th AGM through VC/OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this 49th AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the 49th AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the 49th 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 49th AGM through VC/OAVM will be made available for 100 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 39th AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the 49th AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. 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 49th 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 49th AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the 49thAGM has been uploaded on the website of the Company at www.gromotrade.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the 49thAGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. 49thAGM 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, MCA Circular No. 2/2021 dated January 13, 2021 and MCA Circular No. 2/2022 dated May 05, 2022.

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

The remote e-voting period begins on 27th September, 2022 at 09:00 A.M. and ends on 29th 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. 23rd 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 23rd September, 2022.

How do I vote electronically using NSDL e-Voting system?

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





Step1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 one-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 & 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

	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site where in 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> <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> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. 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 My easi.</p> <p>2. 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.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com homepage. 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.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider 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>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider 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>

Important note: Members who are unable to retrieve UserID/Password are advised to use Forget UserID and Forget Password option available at above mentioned website.

Help desk 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

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 NO. 121841**" 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 csniteshchaudhary@gmail.com with a copy marked to evoting@nsdl.co.in.
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 at 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 infogromo@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 (infogromo@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 49thAGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the 49thAGM 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. Members who have voted through Remote e-Voting will be eligible to attend the 9thAGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE 49thAGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the 49thAGM 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.

D) General Instructions:

- i. The Board of Directors has appointed Nitesh Chaudhary, Practicing Company Secretary (Membership No. F-10010), (M/s. Nitesh Chaudhary & Associates), has been appointed as the Scrutinizer to the e-voting process, and voting at the e-AGM in a fair and transparent manner.
- ii. The Chairman shall formally propose to the members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of the Forty-Ninth e-AGM and announce the start of the casting of vote through the e-voting system of NSDL <https://www.evoting.nsdl.com>.
- iii. The Scrutinizer shall, immediately after the conclusion of voting at the e-AGM, first count the votes cast at the meeting, thereafter unblock the votes through e-voting and make a Scrutinizers' report of the total votes cast in favour or against, if any, to the Chairman or in his absence Vice-Chairman of the Company.
- iv. The scrutinizer shall submit his report to the Chairman or Vice-Chairman of the Company, as the case may be, who shall declare the result of the voting. The results declared along with the scrutinizer's report shall be placed on the Company's website www.gromotrade.com and on the website of NSDL <https://www.evoting.nsdl.com>. And shall also be communicated to the stock exchanges. The resolutions shall be deemed to be passed at the e-AGM of the Company on which the requisite votes will be given by members in favor of Resolution.
- v. The Results declared along with the report of the Scrutinizer will be placed on the website of the Company www.gromotrade.com and on the website of NSDL immediately after the declaration of results by the Chairman or by a person duly authorized. The results shall also be immediately forwarded to the BSE Limited, where the equity shares of the Company are listed.
- vi. 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.: 1800-222-990 or send a request to RTA at support@purvashare.com or NSDL at evoting@nsdl.co.in
- vii. Members, who would like to express their views or ask questions during the e-AGM will have to register themselves as a speaker may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at infogromo@gmail.com and mark cc to RTA @ support@purvashare.com during the period starting from 25thSeptember, 2022 (from 9.00 a.m.) to 27th September, 2022 (up to 5.00 p.m.). Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the e-AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the e-AGM. Please note that only questions of the members holding the shares as on cut-off date will be considered.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**ITEM NO. 3****APPOINTMENT OF MR. SANDEEP KUMAR SAHU (DIN: 06396817) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY**

The Board Members of the Company in their meeting held on 22nd October, 2021 approved the appointment of Mr. Sandeep Kumar Sahu (DIN: 06396817) as an Additional Independent Director of the Company w.e.f 22nd October, 2021.

The Nomination and Remuneration Committee ("the Committee") and the Board of the Company ("the Board") are of the view that it would be appropriate that Mr. Sandeep Kumar Sahu continues to serve on the Board for a further period of five years. The Company has obtained consent and declaration of Independence from Mr. Sandeep Kumar Sahu to act as Independent Director for the a term of five (5) years from i.e. 22nd October, 2021 up to 21st October, 2026. Mr. Sandeep Kumar Sahu is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. Brief Profile of Mr. Sandeep Kumar Sahu in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to the notice.

Mr. Sandeep Kumar Sahu may be deemed to be concerned or interested in the Special Resolution.

None of the other Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested financially or otherwise in the proposed Special Resolution. The Board recommends the Special Resolution as set out in Item No. 3 for the approval of the members.

ITEM NO. 4**APPOINTMENT OF MR. KETAN VYAS (DIN: 09053821) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY**

The Board Members of the Company in their meeting held on 22nd October, 2021 approved the appointment of Mr. Ketan Vyas (DIN: 09053821) as an Additional Independent Director of the Company w.e.f 22nd October, 2021.

The Nomination and Remuneration Committee ("the Committee") and the Board of the Company ("the Board") are of the view that it would be appropriate that Mr. Ketan Vyas continues to serve on the Board for a further period of five years. The Company has obtained consent and declaration of Independence from Mr. Ketan Vyas to act as Independent Director for the a term of five (5) years from i.e. 22nd October, 2021 up to 21st October, 2026. Mr. Ketan Vyas is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. Brief Profile of Mr. Ketan Vyas in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to the notice.

Mr. Ketan Vyas may be deemed to be concerned or interested in the Special Resolution.

None of the other Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested financially or otherwise in the proposed Special Resolution. The Board recommends the Special Resolution as set out in Item No. 4 for the approval of the members.

ITEM NO. 5**APPOINTMENT OF MS. ANKITA HASMUKHDAS SETHI (DIN: 08467476) AS AN INDEPENDENT NON EXECUTIVE DIRECTOR OF THE COMPANY**

The Board Members of the Company in their meeting held on 22nd October, 2021 approved the appointment of Ms. Ankita Hasmukhdas Sethi (DIN 08467476) as an Additional Independent Director of the Company w.e.f 22nd October, 2021.

The Nomination and Remuneration Committee ("the Committee") and the Board of the Company ("the Board") are of the view that it would be appropriate that Ms. Ankita Hasmukhdas Sethi continues to serve on the Board for a further period of five years. The Company has obtained consent and declaration of Independence from Ms. Ankita Hasmukhdas Sethi to act as Independent Director for the a term of five (5) years from i.e. 22nd October, 2021 up to 21st October, 2026. Ms. Ankita Hasmukhdas Sethi is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. Brief Profile of Ms. Ankita Hasmukhdas Sethi in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to the notice.

Ms. Ankita Hasmukhdas Sethi may be deemed to be concerned or interested in the Special Resolution.

None of the other Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested financially or otherwise in the proposed Special Resolution. The Board recommends the Special Resolution as set out in Item No. 5 for the approval of the members.

ITEM NO. 6**APPOINTMENT OF MS. PRIYANKA RAMESH SHETYE (DIN: 09719611) AS NON -INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY**

The Board Members of the Company in their meeting held on 30th August, 2022 approved the appointment of Ms. Priyanka Ramesh

Shetye (DIN: 09719611) as an Additional Non-Independent Non-Executive Director of the Company w.e.f 30th August, 2022.

The Nomination and Remuneration Committee ("the Committee") and the Board of the Company ("the Board") are of the view that it would be appropriate that Ms. Priyanka Ramesh Shetye continues to serve on the Board for a further period. The Company has obtained consent to act as Director of the Company. Ms. Priyanka Ramesh Shetye is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. Brief Profile of Ms. Priyanka Ramesh Shetye in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to the notice.

Ms. Priyanka Ramesh Shetye may be deemed to be concerned or interested in the Special resolution.

None of the other Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested financially or otherwise in the proposed Special Resolution. The Board recommends the Ordinary Resolution as set out in Item No. 6 for the approval of the members.

ITEM NO. 7 & 8

INCREASE IN THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

Your Board at its meeting held on 30th August, 2022 subject to the approval of the shareholders, and receipt of such other statutory/regulatory approvals, as may be required, has proposed to increase the Authorised Capital of the Company by addition of Rs. 1,00,00,000/- (Rupees One Crores Only) in the Authorised Capital of the company i.e. from Rs. 43,25,00,000 (Rupees Forty-Three Crores Twenty-Five Lacs Only) divided into 43,25,00,000 (Forty-Three Crores Twenty-Five Lacs) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each to Rs. 44,25,00,000 (Rupees Forty Four Crores Twenty Five Lacs Only) divided into 44,25,00,000 (Forty Four Crores Twenty Five Lacs) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each.

Considering the requirements of funds and raising of funds/capital by way of issue and allotment of securities by the Company, it is therefore considered necessary to increase the Authorized Share Capital of the Company from present Authorised Capital of Rs. 43,25,00,000 (Rupees Forty Three Crores Twenty Five Lacs Only) divided into 43,25,00,000 (Forty-Three Crores Twenty-Five Lacs) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each to Rs. 44,25,00,000 (Rupees Forty Four Crores Twenty Five Lacs Only) divided into 44,25,00,000 (Forty Four Crores Twenty Five Lacs) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each by creation of additional Rs. 1,00,00,000/- (Rupees One Crores Only) divided in to 1,00,00,000 (One Crores) Equity Shares of Re. 1/- each.

The Proposed resolution under this item No. 7 & 8 seeks to obtain Members' approval to alter Clause V as mentioned in the Memorandum of Association of the Company.

The proposed increase in the Authorized Share Capital requires the approval of Members. Consequent upon increase in the Authorized Share Capital, the Capital Clause of Memorandum of Association will require alteration so as to reflect the increased Authorized Share Capital. The proposed Resolution is in the interest of the Company and your Directors recommend the same for your approval.

Copy of the Altered Memorandum and Articles of Association of the Company with the proposed amendment will be available for inspection by the Members at the Registered Office of the Company during business hours on all working days between 11:00 A.M. to 01:00 P.M. until the date of last day of E-voting i.e. 29th September, 2022.

None of the Directors, Key Managerial Personnel or their relatives thereof, is in any way, interested or concerned in the proposed Resolutions at Item No. 7 & 8 of the Notice except to the extent of their shareholding.

ITEM NO. 9

TO APPROVE ISSUE OF EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS FOR CONSIDERATION OTHER THAN CASH (SHARE SWAP):

As per Section 42, 62, and 108 of the Companies Act, 2013, approval of shareholders passed through E-Voting is required for Issue of Equity Shares on preferential basis and hence the resolution is placed before the shareholders.

In terms of the provisions of the Companies Act, 2013 and as per Regulation 163 and other applicable regulation of Chapter V – Preferential Issue of SEBI ICDR Regulations, the required disclosures regarding proposed issue are as under:-

1. Objects of this issue:

To acquire 25,75,740 equity shares of Prime Flix Private Limited ('PFPL') equivalent to 100% of paid-up share capital of PFPL.

2. Intent of Promoters Directors / Key Management Persons to subscribe to the preferential issue:

None of the promoters / directors / key management personnel of the Company intend to subscribe in the proposed issue of Equity Shares.

3. Maximum number of specified securities to be issued:

The Company intends to issue a maximum of 3,47,72,490 equity shares of face value Re. 1/- per share at a price of Rs. 6/- (including premium of Rs.5/- per share) as determined under Regulation 164 read with Regulation 166A of SEBI (ICDR)

Regulations, 2018.

4. The shareholding pattern before and after completion of the proposed preferential issue would be as under:-

SR.N O.	CATEGORY	PRE-ISSUE *		POST-ISSUE (Upon conversion in 18 months from date of allotment)	
		No. of Shares Held	% of Share Holding	No. of Shares Held	% of Share Holding
A	Promoters' holding:				
	Individual	56,80,818	1.40	56,80,818	1.29
	Bodies Corporate	-	-	-	-
	Sub Total (A)				
B	Non-Promoters' holding:				
	Individual	35,18,12,283	86.66	36,20,56,083	82.15
	Bodies Corporate	2,23,66,957	5.51	4,68,95,647	10.64
	Others [including HUF, NRI, IEPF Authorities, etc.]	2,61,16,942	6.43	2,61,16,942	5.93
	Sub Total (B)	40,02,96,182	98.60	43,50,68,672	98.71
	GRAND TOTAL (A+B)	40,59,77,000	100.00	44,07,49,490	100.00

***Notes:-**

- The above shareholding pattern has been prepared on the basis of shareholding as on June 30, 2022 as provided by the Registrar and Share Transfer Agent and filed by the Company with the Stock Exchanges.
- Includes Partly Paid shares as follows:
 - Promoter Shareholders – 17,08,218 equity shares
 - Non-Promoter Shareholders – 12,03,68,782 equity shares

5. Proposed time within which the preferential issue shall be completed:

The Company shall complete the allotment of the Equity Shares within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution; or (ii) receipt of last of the approval/permission required for such allotment from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the Stock Exchanges for issuance of the Equity Shares to Proposed Allottees).

6. The Identity of the proposed Allottee and the percentage of post preferential issue capital that may be held by them:

Sr. N o.	Name of the proposed allottee	The natural persons who are ultimate beneficial owner	Pre-Issue			Number of Equity Shares proposed to be allotted	Post-Issue (Refer Note 1 below)		
			Category (Promoter /Non-8 Promoter)	No. of Shares	Percentage holding (%)		Category (Promoter /Non-Promoter)	No. of Shares	Percentage holding (%)
1	Sushil Sudhakar Deshpande	Individual	Non-Promoter	-	-	95,68,800	Non-Promoter	95,68,800	2.17
2	DelnaSushil Deshpande	Individual	Non-Promoter	-	-	6,75,000	Non-Promoter	6,75,000	0.15
3	Wassup Media Private Limited	Private Limited Company: Shareholders: 1. Sushil Sudhakar Deshpande 2. Sushil Deshpande HUF c. Sushil Deshpande d. Delna Deshpande 3. Shaun Deshpande Shaun S. Deshpande 4. Delna Sushil Deshpande 5. Deshpande Agro Farm (Proprietorship)	Non-Promoter	-	-	2,45,28,690	Non-Promoter	2,45,28,690	5.57

		concern of Sushil S. Deshpande)							
	Total			-	-	3,47,72,490		3,47,72,490	7.89

7. Lock in period:

The Equity Shares to be issued and allotted shall be subject to lock-in for such period as specified under Chapter V of the SEBI ICDR Regulations or for such longer period provided under the terms of the Definitive Agreement (if any) subject to approval by the board of directors of the Company.

8. Change in the control, if any:

There will neither be any change in the composition of the Board nor any change in the control of the company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to issue of equity shares allotted on preferential allotment.

9. Price of the issue: -

The offer price of equity shares of face value Re. 1/- (Rupees One only) per equity share is Rs. 6/- (Rupees Six Only) per share (including premium of Rs. 5/- per share) as determined under Regulation 164 read with Regulation 166A of Chapter V (Preferential Issue) of SEBI ICDR Regulations, 2018. The Pricing Certificate so obtained from the IBBI Registered Valuer is available at the registered office of the Company for your review and is placed on the website of the Company at www.gromotrade.com

10. Relevant Date:

The Relevant Date on the basis of which the price of the Proposed issue of equity shares on preferential basis is determined is 30th August, 2022.

11. Compliance Certificate from Practicing Company Secretary:

A copy of the Compliance Certificate as issued by the Practicing Company Secretary, Mr. Nitesh Chaudhary (FCS: 10010, CP 16275) of M/s. Nitesh Chaudhary & Associates, Practicing Company Secretaries certifying that the issue is being made in accordance with the requirements of the SEBI ICDR Regulations shall be available for inspection at the registered office of the Company on all working days till the date of declaration of voting results. Further, a copy of the Compliance Certificate is also available in the "Investors" tab on the website of the Company at the following link: www.gromotrade.com

12. Undertakings

- The Issuer Company undertakes that they shall re-compute the price of the Equity Shares in terms of the provisions of SEBI (ICDR) Regulations, 2018, as amended, where it is required to do so.
- The Issuer Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in terms of the provision of SEBI (ICDR) Regulations, 2018, the equity shares issued shall continue to be locked-in till the time such amount is paid by the allottees.
- The entire pre-preferential holding, if any, of the proposed allottees shall be locked in for the period as prescribed under SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018.

13. Willful Defaulter or Fraudulent Borrower

Neither the issuer nor any of its promoters or directors are willful defaulters or fraudulent borrowers.

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors, therefore, recommends the resolution for your approval.

None of the Promoters, Directors, Key Managerial personnel of the Company are in any way, directly or indirectly concerned or interested in the resolution.

The copies of the related documents will be open for inspection by the members of the Company at the registered office of the Company at the Registered Office of the Company on all working days, during business hours up to the last date of remote e-voting.

The Board recommends the Special Resolution set out at Item No. 9 of the Notice for approval of Members.

ITEM NO. 10**TO GIVE LOANS, OR GIVE GUARANTEES AND ACQUIRE BY WAY OF SUBSCRIPTION, PURCHASE OR OTHERWISE THE SECURITIES OF ANY OTHER BODY CORPORATE IN EXCESS OF THE LIMITS PRESCRIBED IN SECTION 186 OF THE COMPANIES ACT 2013:**

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general

meeting In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 150 Crores, as proposed in the Notice.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No.10 for approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item no. 10 of the accompanying notice.

The Board recommends the resolution at Item no.10 to be passed as Special Resolution.

ITEMNO. 11

TO INCREASE THE LIMITS OF BORROWING BY THE BOARD OF DIRECTORS OF THE COMPANY UNDER SECTION 180(1) (C) OF THE COMPANIES ACT, 2013:

In supersession to all the resolutions passed earlier, the Board of Directors in their Meeting held on 30th August, 2022 authorised to borrow monies (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) from time to time on behalf of the Company amount in excess of aggregate of the Paid up Share Capital and free reserves but not exceeding Rs 150.00 crores (Rs. One Hundred Fifty Crores Only). Section 180(1) (c) of the Companies Act, 2013, provides that the Board of Directors of a Company shall not borrow money in excess of the aggregate of Paid up Share Capital and free reserves without the consent of the Members of the Company is accorded by a Special Resolution.

The Board of Directors feels that it may be necessary for the Company to raise further monies from various sources which may exceed aggregate of Paid up Share Capital and free reserves. Accordingly the Special Resolution as set out in item No. 11 of the Notice is proposed for approval of Members.

None of the Directors, Key Managerial Personnel and their relative is concerned or interested in the resolution.

ITEMNO. 12

APPROVAL FOR RELATED PARTY TRANSACTIONS:

Pursuant to the provisions of Section 188, if and to the extent applicable, and other applicable provisions of the Act, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force), all related party transactions beyond the thresholds mentioned in Rule 15(3) (a) require prior approval of the Members in general meeting.

Further, as per the provisions of Regulation 23(2) (4) of the SEBI (LODR), Regulation 2015, as amended from time to time, all related party transactions require prior approval of the Audit Committee and all material transactions with related parties require approval of the members of a public listed company through an Ordinary resolution and the related parties are required to abstain from voting on such resolution whether the entity is a related party to the particular transaction or not.

"Material Related Party Transaction" under Regulation 23(1) of listing Regulation means any transaction to be entered into individually or taken together with previous transactions during a financial year exceeding 10% of the annual consolidated turnover of a company as per its last audited financial statements. The annual consolidated turnover of the Company for the financial year 2021-2022 is Rs. 9.00 Crores.

Accordingly, any transaction(s) by the Company with a related party (except with its wholly owned subsidiaries) exceeding Rs. 9.00 Crores (10% of the Company's annual consolidated turnover) shall be considered as material transaction and hence, the approval of the Members is required for the same.

Accordingly the Special Resolution as set out in item No. 12 of the Notice is proposed for approval of Members.

None of the Directors, Key Managerial Personnel and their relative is concerned or interested in the resolution.

ITEMNO. 13

UTILISATION OF FUNDS:

The Company had issued Letter of Offer dated March 08, 2022 for subscribing Shares on Right Issue Basis by its shareholders. The Board of the Directors of the Company at their meeting held on April 8, 2022 had allotted of 12,20,77,000 Partly Paid up Equity Shares of Rs.2.00 Per share (Including a Premium of Rs 1.50/- each) at a Issue Price Rs. 4/- each (Including a Premium of Rs 3/- each).

The Company had collected Rs. 24,41,54,000/- (Rupees Twenty Four Crores Forty One Lakhs and Fifty Four Thousand Only) from the allottees on Application and balance will be through the First and Final Call Money Notice dated July 29, 2022 between the period 16th August, 2022 to 30th August, 2022.

The main object for raising funds through Right Issue as per the offer letter dated 08 th March, 2022 was to fulfill the additional fund requirements for Working capital expenditure and other General corporate purposes:

The total proceeds of Rs 48,83,08,000.00/- is to be utilized as stated in Letter of Offer as follows:

Particulars	Amount
Working capital requirements	Rs. 39,38,23,000.00/-
General Corporate Purposes	Rs.8,94,60,000.00/-
*Estimated Issue related Expenses	Rs.50,25,000.00/-
TOTAL	Rs. 48,83,08,000/-

*The Company has currently utilized approximately 36,00,000 for the issue related expenses.

The working capital requirement is given below as stated in the Letter of Offer:

Particulars	Audited for the Financial Year ending March 31, 2021	Estimated for the Financial Year ending March 31, 2022	Projected for the Financial Year ending March 31, 2023	Projected for the Financial Year ending March 31, 2024
Current Assets				
Trade Receivables	₹1,32,61,907.00/-	₹2,00,00,000.00/-	₹2,50,00,000.00/-	₹4,50,00,000.00/-
Cash and Cash Equivalents	₹2,06,79,769.00/-	₹2,00,00,000.00/-	₹4,50,00,000.00/-	₹6,50,00,000.00/-
Short-term loans and advances	₹36,97,89,242.00/-	₹40,00,00,000.00/-	₹40,00,00,000.00/-	₹40,00,00,000.00/-
Other assets	₹3,92,90,983.00/-	₹4,00,00,000.00/-	₹20,00,00,000.00/-	₹20,00,00,000.00/-
Other Current Assets	₹56,37,574.00/-	₹4,00,000.00/-	₹22,00,00,000.00/-	₹16,00,00,000.00/-
Total Current Assets (1)	₹44,86,59,475.00/-	₹48,04,00,000.00/-	₹89,00,00,000.00/-	₹87,00,00,000.00/-
Current Liabilities				
Trade Payables	₹1,26,84,673.00/-	₹1,50,00,000.00/-	₹3,07,27,000.00/-	₹2,50,00,000.00/-
Other Financial liabilities	₹1,24,80,548.00/-	₹1,24,80,548.00/-	₹1,24,80,548.00/-	₹1,24,80,548.00/-
Other Current Liabilities	₹5,400.00/-	₹1,00,000.00/-	₹1,50,000.00/-	₹1,50,000.00/-
Short Term Provision	₹8,85,915.00/-	₹10,00,000.00/-	₹10,00,000.00/-	₹10,00,000.00/-
Total Current Liabilities (2)	₹2,60,56,536.00/-	₹2,85,80,548.00/-	₹4,43,57,548.00/-	₹3,86,30,548.00/-
Working Capital (1-2)	₹42,26,02,939.00/-	₹45,18,19,452.00/-	₹84,56,42,452.00/-	₹83,13,69,452.00/-
Short Term Borrowings	₹1,24,80,548.00/-	₹1,24,80,548.00/-	₹1,24,80,548.00/-	₹1,24,80,548.00/-
Company's Funds	₹42,24,15,152.00/-	₹43,76,02,393.00/-	₹87,31,10,393.00/-	₹87,31,10,393.00/-
Current Years Profits	₹ (1,87,241.00/-)	₹1,50,00,000.00/-	₹2,00,00,000.00/-	₹2,50,00,000.00/-
Total	₹43,47,08,459.00/-	₹46,50,82,941.00/-	₹90,55,90,941.00/-	₹91,05,90,941.00/-

The Board of Directors in their Board Meeting held on 30th August, 2022, approved and recommended to utilize the funds raised by the company through right issue of 12,20,77,000 Equity Shares towards the Main Objects, Other Objects and Anxillary Objects as mentioned in the Memorandum of Association of the Company in addition to the Objects as disclosed in the Letter of offer dated March 08, 2022 for the interest and beneficial of the company and its shareholders .

To further confirm and approve the resolution passed by the Board of Directors, the consent of the members is required pursuant to the provisions of Section 27 of the Companies Act, 2013. Your Board recommend passing of the above Special resolution as set out in the Notice.

None of the Directors of the Company is interested/ concerned in the resolution except as members of the Company.

ITEMNO. 14

TO CONSIDER AND APPROVE REMUNERATION OF MR. RAVINDRA BHASKAR DESHMUKH AS CEO OF THE COMPANY:

The Board of Directors in their Meeting held on 09th July, 2022 approved and appointed Mr. Ravindra Bhaskar Deshmukh, as CEO (Chief Executive Officer) of the Company in addition to his current designation as Executive Director.

The Board of Directors & Nomination and Remuneration Committee also further approved the remuneration payable to Mr. Ravindra Bhaskar Deshmukh as CEO of the Company i.e. Basic Salary Rs. 50.00 lacs per annum inclusive of perquisites w.e.f. 01st October, 2022, subject to the approval of the Shareholders in their ensuing Annual General Meeting.

Mr. Ravindra Bhaskar Deshmukh is Graduate. He has decades of experience in the field of Technology more than Having good experience in various fields including designing, and implementing business operations, establishing policies that promote company culture and vision to achieve good performance and growth.

In benefit of the Company the Board recommend passing of the above Ordinary resolution as set out in the Notice.

None of the Directors of the Company other than MR. Ravindra Bhaskar Deshmukh is interested/ concerned in the resolution.

By order of the Board of Directors

Sd/-

Ravindra Bhaskar Deshmukh

Executive Director

DIN - 00290973

Place: Mumbai

Date:30.08.2022

Brief Profile of Directors

Being Appointed/Re-Appointed

(Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015)

Particulars	Mr. Ravindra Bhaskar Deshmukh	Mr. Sandeep Kumar Sahu	Mr. Ketan Vyas
DIN	00290973	06396817	09053821
Date of birth	06/06/1954	20/10/1984	28/12/1993
PAN	AFVPD1041E	CMYPS7873M	AUCPV6527B
Date of Appointment	11.02.2021	22.10.2021	22.10.2021
Shareholding in the Company	NIL	NIL	NIL
Qualifications	Graduate	Graduate	B.Com and Practicing Company Secretary
Experience in Specific Functional areas	Mr. Ravindra Bhaskar Deshmukh is Graduate. He has decades of experience in the field of Technology more than Having good experience in various fields including designing, and implementing, business operations, establishing policies that promote company culture and vision to achieve good Performance and growth.	Mr. Sandeep Sahu is a graduate by profession. He has a wide experience in field of marketing and administration.	Mr. Ketan Vyas is an Associate Company Secretary having experience of more than 5 years in the field of corporate consultancy, liaisoning and listing regulations. His qualifications are B.COM., Company secretary, and LL.B.
Directorship held in other Listed entities	Nil	1. Zenith Steel Pipes & Industries Limited 2. Panorama Studios International Limited	Nil
Membership/Chairmanship of other Public Companies (includes only Audit Committee and Stakeholder Relationship Committee)	NIL	Panorama Studios Audit Committee – Member Nomination and remuneration committee – Member Stakeholders Relationship Committee – Member Zenith Steel Audit Committee – Member Nomination and remuneration committee – Chairperson Stakeholders Relationship Committee – Member	NIL
Relationships, if any Between Directors, interest.	No	No	No

Brief Profile of Directors
Being Appointed/Re-Appointed

(Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015)

Particulars	Ms. Ankita Hasmukhdas Sethi	Ms. Priyanka Ramesh Shetye
DIN	08467476	09719611
Date of birth	02/02/1990	18/01/1998
PAN	CEWPS4902K	HDAPS7811B
Date of Appointment	22.10.2021	30.08.2022
Shareholding in the Company	NIL	NIL
Qualifications	B.Com and Practicing Company Secretary	Post Graduate
Experience in Specific Functional areas	Mrs. Ankita Hasmukhdas Sethi is a qualified Company Secretary with 8+ years of experience in compliances in Company Laws, Listing Agreement taxation and GST.	Ms. Priyanka Shetye has vide knowledge in Information technology.
Directorship held in other Listed entities	1. National Steel And Agro Industries Limited	Nil
Membership/Chairmanship of other Public Companies (includes only Audit Committee and Stakeholder Relationship Committee)	Stakeholders Relationship Committee – Member Nomination and remuneration committee - Member	NIL
Relationships, if any Between Directors, interest.	No	No

DIRECTORS' REPORT F.Y. 2021-22

To,
The Members

Your Directors are pleased to present the 49th Annual Report of the Company together with the Audited Statements of Accounts and Auditors' Report for the year ended 31st March, 2022.

FINANCIAL RESULTS:

Particulars	(Amount In Lakh.)			
	2021-22	2020-21	2021-22	2020-21
	Standalone		Consolidated	
Revenue from Interest Income	171.76	219.82	171.76	219.82
Revenue from Sale of Commodities	715.32	572.20	715.32	572.20
Revenue from Finance and consultancy Services	6.50	0.00	15.00	0.00
Revenue from other Operating Income	4.43	4.91	4.43	4.91
Total Operation Revenue	898.01	796.94	906.51	796.94
Depreciation	2.07	0.00	2.07	0.00
Interest	0.35	0.01	0.45	0.01
Other Expenses	835.55	648.05	845.49	648.05
Total Expenses	837.97	648.06	848.01	648.06
Profit after Dep & Interest and before Tax	60.03	148.88	58.49	148.88
Provision for Taxation	24.10	24.85	24.10	24.85
Provision for Tax (deferred)	0.22	10.57	0.22	10.57
Adjustment of tax relating to earlier periods	1.81	20.27	1.81	20.27
Profit/Loss after Tax	33.90	133.73	32.36	133.76
Other Comprehensive Income	74.46	-1.87	74.46	-1.87
Total Comprehensive Income for the period (Comprising Profit and Other Comprehensive Income for the period)	108.36	131.86	106.82	131.86
Earning per equity share	0.01	0.05	0.01	0.05

PERFORMANCE HIGHLIGHTS:

The Company operates in three segments i.e. Trading in commodities, Finance and activities in Sports and Entertainment. During the Financial Year 2021-22, the Company has recorded Standalone total revenue **Rs.898.01 lakh** during the year as compared to revenue of **Rs. 796.94 lakh** in the last year. The Company has earned net profit after tax of **Rs.33.90 lakh** during the year as compared to profit of **Rs.133.73** in the last year.

Being the first year of Consolidated Financials, the company has recorded Net Profit of **Rs. 32.36 lakhs**. The Directors are optimistic about future performance of the Company with new business venture.

DIVIDEND:

With the view to conserve financial resources of the Company, your Directors do not recommend any dividend on equity shares for the year ended 31st March, 2022.

DEPOSITS:

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

AMOUNTS TO BE TRANSFERRED TO RESERVES:

In the current (previous) year, no amount was transferred to General reserve of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirements under section 134(3) (c) of the companies Act, 2013, with respect to the Directors' Responsibility Statement, it is hereby confirmed:

- In the preparation of the annual accounts for the financial year ended 31st March, 2022 the applicable accounting standards have been followed.
- Accounting policies selected were applied consistently. Reasonable and prudent judgments and estimates were made so as

to give a true and fair view of the State of affairs of the corporation as at the end of 31st March, 2022 and of the profit of the Company for the year ended on that date.

- c) Proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) The Annual Accounts of the Company have been prepared on the on-going concern basis.
- e) That they have laid down internal financial controls commensurate with the size of the Company and that such financial controls were adequate and were operating effectively.
- f) That system to ensure compliance with the provisions of all applicable laws was in place and was adequate and operating effectively.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Pursuant to Section 161 of the Companies Act, 2013 and on the recommendation of the Nomination & Remuneration Committee the Board inducted Mr. Sandeep Kumar Sahu, Mr. Ketan Vyas, Ms. Ankita Hasmukhdas Sethi as an Additional Non Executive Independent Director(s) of The Company w.e.f. 22/10/2021. Board has recommended their re-appointment in the upcoming AGM as Non-Executive Independent Director of the Company for Consecutive 5 years.

Pursuant to Section 152 of the Companies Act, 2013 Mr. Ravindra Bhaskar Deshmukh, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. Your Board has recommended his re-appointment.

Mr. Harishkumar Patel, Mrs. Narmadaben Patel, and Mr. Mehulkumar Kadiya resigned from the post of Directorship of the Company w.e.f. 22nd October, 2021.

Mr. Bhikhubhai Kishanbhai Bait resigned from the post of Directorship of the Company w.e.f., 4th February 2022.

The Board has granted their gratitude towards the directors for their time and experience provided to the Company during their tenure.

As required under Regulation 36(3) of the listing Regulations with the stock exchanges, the information on the particulars of Directors proposed for appointment/re-appointment/change in designation has been given in the notice of annual general meeting.

DECLARATION OF INDEPENDENCE BY DIRECTORS:

The Independent Directors have confirmed and declared that they are not disqualified to act as an Independent Director in compliance with the provisions of Section 149 of the Companies Act, 2013 and the Board is also of the opinion that the Independent Directors fulfill all the conditions specified in the Companies Act, 2013 and as specified under Regulation 16(1)(b) of the Listing Regulations in respect of their position as an "Independent Directors."

SUB-DIVISION OF EQUITY SHARES FROM RS. 10/- TO RS. 1/-:

The Board of Directors of the Company at its meeting held on 4TH September, 2021 approved sub-division of equity shares of the Company and the same was also approved by the members at their 48th Annual General Meeting held on 29th September, 2021 for Sub -division of Nominal value of equity share of the Company from Rs. 10/- (Rupees Ten only) each fully paid-up into equity share to Rs. 1/- (Rupee One Only) each fully paid-up.

Consequently, the Authorized Equity Share Capital of the Company of 3,32,50,000 Equity Shares of Rs. 10/- (Rupees Ten only) each shall be Sub-divided to 33,25,00,000 (Thirty Three Crores Twenty Five Lakhs) Equity Shares of Rs. 1/- (Rupee one only) each amounting to Rs. 33,25,00,000/- (Rupees Thirty Three Crores Twenty Five Lakhs only) with effect from the "Record Date i.e. 25th October, 2021".

The Board hereby confirms that the Company has complied with all the provision related to sub-division of Shares.

SHIFTING OF REGISTERED OFFICE OF THE COMPANY:

The Board of Directors in their meeting held on 22nd October, 2021 approved shifting of registered office of the Company from 412, Hubtown Solaris, Sai Wadi, N S Phadkemarg, Andheri (East) Mumbai - 400069 to 1ST Floor, Purva Building, Tejpal Scheme Road No. 3, Vile Parle (East), Mumbai City MH 400057 w.e.f. 1st November, 2021.

INCREASE IN AUTHORISED SHARE CAPITAL AND ALTERATION IN MOA AND AOA

During the year under review, the Board of Directors in their Meeting held on 22nd October, 2021 has passed resolution for Increase in Authorized Share capital and Alteration in Memorandum of Association and Article of Association for the purpose of raising of funds through Right Issue of Equity Shares to the Existing Equity Shareholders of the Company, same was approved by the Shareholders through Postal Ballot on 22nd November, 2021.

Subsequently, the Authorised Capital of the Company after Sub-division is as below:

"The Authorized Share Capital of the Company from Rs. 33,25,00,000 (Rupees Thirty Three Crores Twenty Five Lacs Only) divided into 33,25,00,000 (Thirty-Three Crores Twenty-Five Lacs) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each to Rs. 43,25,00,000 (Rupees Forty Three Crores Twenty Five Lacs Only) divided into 43,25,00,000 (Forty Three Crores Twenty Five Lacs) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each."

RIGHT ISSUE OF SHARES

During the year under review, the Board of Directors in their Meeting held on 27th November, 2021 approved Raising of funds through issuance and allotment of equity shares having face value of Rs.1.00/- (Rupee One Only) ('Equity Shares') for an aggregate amount of up to 49,70,00,000/- (Rupees Forty Nine Crores Seventy Lakhs Only) on right issue basis, to the eligible equity shareholders of the Company, as on the record date (March 3, 2022) through Letter of offer dated March 8, 2022.

Right issue Size: 12,20,77,000 Equity Shares face value of Rs.1 each, for an aggregate amount not exceeding Rs. 48,83,08,000.00/- (Rupees Forty Eight Crores and Eighty three Lacs Eight Thousand Only);

Right Issue Price

Amount Payable Per Rights Equity Share	Face Value	Premium	Total
On Application	Rs.0.50/-	Rs.1.50/-	Rs.2.00/-
One or more subsequent Call(s) as determined by our Board at its sole discretion, from time to time	Rs.0.50/-	Rs.1.50/-	Rs.2.00/-
Total	Rs.1.00/-	Rs.3.00/-	Rs.4.00/-

Right Entitlement Ratio: 43 (Forty three) Rights Equity Share(s) for every 100 (Hundred) fully paid-up Equity Share(s) held by the eligible shareholders as on the record date.

The Board of Director of the Company in their Meeting held on 8th April, 2022 has approved allotment of 122077000 (Twelve Crore Twenty Lakhs Seventy Seven Thousand) partly paid-up Equity Shares of face value of Re.1.00/- (Rupees One Only) per Equity Share at price of Rs.4.00/- (Rupees Four Only) per Right Share with Rs.2.00/- (Rupees Two Only) paid on application and balance of Rs.2.00/- (Rupees Two Only) which shall be paid in one or more calls as determined by the Board of Directors of the Company) to the eligible applicants.

Subsequent to the said allotment, the issued, subscribed, and paid-up equity share capital of the Company stands increased from Rs.28,39,00,000.00/- (Rupees Twenty Eight Crores Thirty Nine Lakhs Only) divided in 28,39,00,000 (Twenty Eight Crores Thirty Nine Lakhs) Equity Shares to Rs.40,59,77,000.00/- (Rupees Forty Crores Fifty Nine Lakhs Seventy Seven Thousand Only) divided into 40,59,77,000 (Forty Crores Fifty Nine Lakhs Seventy Seven Thousand Shares comprising of 28,39,00,000 (Twenty Eight Crores Thirty Nine Lakhs) fully paid-up Equity Shares of face value Rs. 1.00/- (Rupees One Only) and 12,20,77,000 (Twelve Crore Twenty Lakhs Seventy Seven Thousand) partly paid up.

FIRST & FINAL CALL PAYMENT

The Board of Directors of the Company has, at its meeting held on 21st July, 2022 approved relating to payment of Rs. 24,41,54,000/- (Rupees Twenty-Four Crores and Forty One Lakhs and Fifty Four Thousand Only) towards first and final call on 12,20,77,000 partly paid up equity shares of face value of Rs. 1/- each which were issued and allotted on 8th April, 2022 on right basis pursuant to the Letter of Offer dated 8th March, 2022.

The Board of Directors of the Company has fixed Tuesday, 26th July, 2022 as the record date for the purpose of determining the holders of partly paid-up equity shares to whom the Call notice will be dispatched for payment of the Call. The Call payment period will open on Tuesday, 16th August, 2022 and close on Tuesday, 30th August, 2022.

UTILISATION OF THE PROCEEDS FROM RIGHT ISSUE OF EQUITY SHARES

The Utilizations of funds raised have been mentioned hereunder:

(Amount in Lacs)

Purpose of Issue	Allocation of Funds	Funds Utilized
Working Capital Requirement	3938.23	Nil
General Corporate Purposes	894.60	Nil
Net proceeds	4832.83	Nil

There has been no deviation in the use of proceeds of the right Issue from the objects stated in the Offer document as per Regulation 32 of SEBI Listing Regulations. The Company has been disclosing on a quarterly basis to the Audit Committee, the usage & application of proceeds of the funds raised from Right Issue and also intimate the Stock Exchange(s) on a quarterly basis, as applicable.

"GUDGUDI"

During the year under review, the Company has entered into the growing Digital Media Space with the launch of "GudGudi" the first OTT Channel dedicated to humour.

OTT Services are amongst the fastest growing Segment of Electronic Media in India and the Company aims to be a committed Player with long term plans to be part of the transformation. The Viewers would have free access to GudGudi and enjoy both professionally produced Content as well as User Generated Content. It would stream Comedy Movies and TV Series, Stand-up Comedy and humorous Poetry (Hasya Kavi) Sessions. It would include Classic Shows and Movies from yesteryears to take Viewers

down memory lane. It would also be streaming freshly produced Content made exclusively for Gudgudi as well to attract young Viewers.

The Management is positively hopeful for the generation of good profit from the new venture.

POLICIES ON DIRECTORS' APPOINTMENT AND REMUNERATION:

The Company follows a policy on remuneration of Directors and Senior Management Employees. The policy is approved by the Nomination and Remuneration Committee and the Board. The policy is available on the website of the company viz www.gromotrade.com

EVALUATION OF BOARD OF DIRECTORS ITS COMMITTEES AND OF INDIVIDUALS:

Pursuant to the provisions of the Act and Schedule V of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015, the Nomination and Remuneration Committee of the Board carried out the annual evaluation of the performance of the Board as a whole, the Directors individually as well as of various Committees of the Board. The performance evaluation of the Independent Directors was carried out by the entire Board.

The performance evaluation of the Chairman and non-independent Directors was also carried out by the Independent Directors at their separate meeting held on 4th February, 2022. The Directors expressed their satisfaction with the evaluation process, quality, quantity and timeliness of flow of information between the Company's Management and the Board.

STATUTORY AUDITORS:

M/s Dassani & Associates FRN: 009096C who has submitted their consent and eligibility certificate under Section 139 and sec 141 of the Companies Act, 2013 has been re-appointed in the shareholders Meeting held on 30th September, 2020 and to hold the office for a period of 5 consecutive years from the conclusion of 47th Annual General Meeting till the Conclusion of 52nd Annual General Meeting of the Company.

Vide notification dated May 7, 2018 issued by Ministry of Corporate Affairs, the requirement of seeking ratification of appointment of statutory auditors by members at each AGM has been done away with. Accordingly, no such item has been considered in notice of the 49th AGM.

AUDITORS REPORT:

No Observations made in the Auditors' Report and therefore do not call for any further comments under Section 134(1) of the Companies Act, 2013.

INTERNAL AUDITOR

In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed an Internal Auditor to Mr. Ravi Toshniwal for the financial year 2021-2022 to 2022-2023 in their Board Meeting held on 26th June, 2021, who reports to the Audit Committee. Quarterly internal audit reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary action.

SECRETARIAL AUDIT:

M/s Nitesh Chaudhary & Associates, Practicing Company Secretary has been appointed, pursuant to the requirements of Section 204(1) of the Act, and Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, to conduct the Secretarial Audit for the financial year 2021-2022. The Secretarial Audit Report as received from Mr. Nitesh Chaudhary is appended to this Report as **Annexure I**.

There are following qualifications, reservations or adverse remarks made Secretarial Auditors in their report for the financial year ended March 31, 2022:

1. Company has received a notice from BSE that the Company has made Non -submission of Standalone Results for the Quarter ended 30th September, 2021.

Management Comments on Secretarial Auditors Observations:

1. The Management of the Company informed that, at the time of conversion of PDF file in Machine Readable format due to technical glitched of software some of the documents were skipped in file downloaded and inadvertently Consolidated Cash Flow Statement was skipped to upload.

The Company has also informed that clarifications and waiver application was filed by the Company with the Stock Exchange and also has submitted revised outcome and Un-audited Standalone & Consolidated Financial Results for the quarter ended 30th September, 2021. Waiver application filed to BSE Ltd in this respect the same is pending with BSE Ltd and management is awaiting the reply of Stock Exchange, no other action has been taken against the promoter of the Company in this regard.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During the financial year 2021-2022, there are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company

at large.

The policy on Related Party transaction has been devised by your Company for determining the materiality of transaction with Related Parties and dealing with them. AOC-2 is attached as **Annexure II**.

EXTRACT OF ANNUAL RETURN:

Pursuant to the under Section 92(3) and Section 134(3) of the Act read with Rule 12 of Companies (Management and Administration) Rules, 2014, an extract of Annual Return in prescribed Form MGT-9 requirements is given in the Report as **Annexure III**.

SUBSIDIARIES / HOLDING / JOINT VENTURE / ASSOCIATE:

The Company has made an Investment of 51% Equity Shares of **Tmart Platform Private Limited**, resulting the Company (TMARTPLATFORM) has become the subsidiary of the Company w.e.f April, 2021.

No other company is holding / joint venture / associate company during the year under review.

A separate statement containing the salient features of financial statements of Subsidiary Company of your Company forms part of Annual Report in the prescribed Form AOC-1 as **Annexure IV** in compliance with Section 129 and other applicable provisions, if any, of the Companies Act, 2013.

The Financial Statements of the Subsidiary company and related information are available for inspection by the Members at the Registered Office of the Company during the business hours on all days except Saturdays, Sundays and public holidays up to the date of the Annual General Meeting (AGM) as required under Section 136 of the Companies Act, 2013. Further in line with the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and in accordance with IND AS - 110, Consolidated Financial Statement prepared by the Company includes financial information of its Subsidiary Company.

CORPORATE SOCIAL RESPONSIBILITY

Pursuant to Section 135 of the Companies Act, 2013 and the relevant rules, the Company is not required to spend any amount towards CSR Expenditure as none of the thresholds limits as specified in Section 135 is crossed.

CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

Company have taken Certificate from Practicing Company Secretary that none of the Directors on the Board of the Company are disqualified as on 31st March, 2022 in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 annexed as **Annexure V**.

MANAGERIAL REMUNERATION AND PARTICULARS OF EMPLOYEES:

In terms of the provisions of Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement containing the disclosures pertaining to remuneration and other details as required under the Act and the above Rules are provided in the Annual Report. The disclosures as specified under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, have annexed as **Annexure VI**.

REPORTS ON CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS:

The reports on Corporate Governance and Management Discussion and Analysis for the year under review, as stipulated under regulation 34 and Schedule V of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015 form part of the Annual Report, have been appended to this Report as **Annexure VII and Annexure VIII** respectively.

NUMBER OF MEETINGS OF THE BOARD:

The Board meets at regular intervals to discuss. The intervening gap between the two consecutive meetings did not exceed 120 days as prescribed under the Companies Act, 2013.

The details of the number of meetings of the Board held during the Financial Year 2021-2022 forms part of the Corporate Governance Report.

COMMITTEES OF THE BOARD:

The Board of Directors has the following Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee

The details of the Committees along with their composition, number of meetings and attendance at the meetings are provided in the Corporate Governance Report.

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE AND MANAGEMENT REPORT ON CODE OF CONDUCT:

For details, kindly refer the **Annexure IX** to this Report

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**AFTER COMPLETION OF FINANCIAL YEAR AND BEFORE ADOPTION OF BOARD REPORT FOR 2021-2022:**

1. The Board of Director of the Company in their Meeting held on 8th April, 2022 has approved allotment of 122077000 (Twelve Crore Twenty Lakhs Seventy Seven Thousand) partly paid-up Equity Shares of face value of Re.1.00/- (Rupees One Only) per Equity Share at price of Rs.4.00/- (Rupees Four Only) per Right Share with Rs.2.00/- (Rupees Two Only) paid on application and balance of Rs.2.00/- (Rupees Two Only) which shall be paid in one or more calls as determined by the Board of Directors of the Company) to the eligible applicants,

Subsequent to the said allotment, the issued, subscribed, and paid-up equity share capital of the Company stands increased from Rs.28,39,00,000.00/- (Rupees Twenty Eight Crores Thirty Nine Lakhs Only) divided in 28,39,00,000 (Twenty Eight Crores Thirty Nine Lakhs) Equity Shares to Rs.40,59,77,000.00/- (Rupees Forty Crores Fifty Nine Lakhs Seventy Seven Thousand Only) divided into 40,59,77,000 (Forty Crores Fifty Nine Lakhs Seventy Seven Thousand Shares comprising of 28,39,00,000 (Twenty Eight Crores Thirty Nine Lakhs) fully paid-up Equity Shares of face value Rs. 1.00/- (Rupees One Only) and 12,20,77,000 (Twelve Crore Twenty Lakhs Seventy Seven Thousand) partly paid up.

2. The Board in their Meeting held on 13th May, 2022 approved the alteration in Article of Association by amending and substituting the following Article (32)(i) titled 'Calls on shares', subject to approval of the Shareholders through postal ballot vide Notice dated 13th May, 2022.
3. The Board also appointed Ms. Priyanka Keshav Kumar Chaurasia as Additional Independent Non Executive Director of the Company w.e.f. 10th May, 2022, for consecutive 5 years Later on, Ms. Priyanka Keshav Kumar Chaurasia appointed as Independent Non Executive Director for a period of 5 Years which was approved by the Shareholders through Postal Ballot Dated 16th June, 2022.
4. The Board in their meeting approved and called Balance call money of Rs. 24,41,54,000/- (Rupees Twenty-Four Crores and Forty One Lakhs and Fifty Four Thousand Only) towards first and final call on 12,20,77,000 partly paid up equity shares of face value of Rs. 1.

No Other material changes and commitments affecting the financial position of the Company occurred during Financial Year 2021-2022, till the date of this report.

CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION:

The Chief Financial Officer Certification as required under Schedule IV of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015 and Chief Executive Officer Declaration about the Code of Conduct is Annexed to this Report as **Annexure 'X'**.

RISK MANAGEMENT AND INTERNAL CONTROLS:

The Company has the Risk Management and Internal Control framework in place commensurate with the size of the Company. However Company is trying to strengthen the same. The details of the risks faced by the Company and the mitigation thereof are discussed in detail in the Management Discussion and Analysis Report that forms part of the Annual Report.

FOREIGN EXCHANGE:

The Company does not have any Foreign exchange earnings / expenses during the year under review and therefore the information in respect of Foreign Exchange Earnings and Outgo as required by Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is not provided.

LISTING OF SHARES:

Equity shares of your Company are listed on Bombay Stock Exchange only and the Company has paid the necessary Listing fees for the year 2021-2022.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of investments covered under section 186 of the Companies Act, 2013 will be produced for verification to the members at the Registered Office of the company on their request.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

The Company is not required to give information relating to conservation of energy and technology absorption as the Company is not engaged in any activities referred to in Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988.

VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The Company is committed to the high standards of Corporate Governance and stakeholder responsibility. The Company has established a vigil mechanism to be known as the 'Whistle Blower Policy' for its Directors and employees, to report instances of unethical behavior, actual or suspected, fraud or violation of the Company's Code of Conduct.

The aim of the policy is to provide adequate safeguards against victimization of whistle blower who avails of the mechanism and also provide direct access to the Chairman of the Audit Committee, in appropriate or exceptional cases.

Accordingly, 'Whistle Blower Policy' has been formulated with a view to provide a mechanism for the Directors and employees of the Company to approach the Chairman of the Audit Committee of the Company.

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees willing to raise a concern about serious irregularities within the Company.

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY:

The Company has put in place adequate internal financial controls with reference to the Financial Statements commensurate with the size of the Company. The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of fraud, error reporting mechanism, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

POLICY FOR PREVENTION OF INSIDER TRADING & REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading insecurities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee has also been setup to redress complaints received on sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy. Your Directors state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

No such order passed during the Financial Year 2021-2022.

POLICY ON ORDERLY SUCCESSION FOR APPOINTMENT:

The Board has framed a policy which lays down a framework in relation to Orderly succession of Directors senior Management based on recommendation made by Nomination and Remuneration Committee.

The key features of the policy are as follows:

- Criteria for appointment and removal of Director, key managerial personnel and senior management.
- Criteria for performance evaluation.
- Criteria for fixing the remuneration of Director, key managerial personnel and senior management.

FAMILIARIZATION PROGRAMME FOR THE INDEPENDENT DIRECTORS:

Your company has organized a familiarization programme for the independent directors as per the requirement of the Companies Act, 2013 alongwith the requirements of SEBI (LODR), Regulations 2015.

DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016:

During the year under review, there were no applications made or proceedings pending in the name of the Company under the Insolvency Bankruptcy Code, 2016.

DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS

During the year under review, there has been no one time settlement of Loans taken from Banks and Financial Institutions.

GREEN INITIATIVE IN CORPORATE GOVERNANCE:

The ministry of corporate Affairs (vide circular nos.17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken 'Green initiative in corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support their green initiative by registering/updating their email addresses, in respect of shares held in dematerialized form with their respective depository participants and in respect of shares held in physical form with RTA of Company.

INVESTOR RELATIONS:

Your company always endeavors to keep the time of response to shareholders request/grievance at the minimum. Priority is accorded to address all the issues raised by shareholders and provide them a satisfactory reply at the earliest possible time. The Stakeholder Relationship Committee of the board meets periodically and reviews the status of the Shareholders' Grievances.

ACKNOWLEDGEMENT:

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

**For & on behalf of Board of Directors
For PRISMx GLOBAL VENTURES LIMITED**

**Sd/-
Ravindra Bhaskar Deshmukh
(Executive Director)
DIN:00290973**

**Sd/-
Priyanka Ramesh Shetye
(Additional Non – Executive Director)
DIN: 09719611**

**Place: Mumbai
Date: 30.08.2022**

ANNEXURE-IForm No. MR-3SECRETARIAL AUDIT REPORTFor 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
Prismx Global Ventures Limited
1ST Floor, Purva Building, Tejpal Scheme Road No. 3, Vile
Parle (East), Mumbai City MH 400057 IN.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by “**Prismx Global Ventures Limited**” (hereinafter called the Company) for the audit period covering the Financial Year from 01st April, 2021 to 31st March, 2022 (‘the audit period’). Secretarial Audit was conducted in a manner that provided us reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the company and also the information provided by the company, its Directors, officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the company has, during the audit period complied with the statutory provisions listed hereunder and also that the company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
 2. The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
 3. The Depositories Act, 1996 and the Regulations and Bye-laws framed hereunder;
 4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment;
- (a) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India, 1992 (SEBI Act);
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;;
- i. *During the period of Audit i.e. F Y 2021-2022, the Company has sub-divided its Equity Shares from Rs. 10/- to Rs. 1/- per Equity Share resulting into, the Authorized Equity Share Capital of the Company of 3,32,50,000 Equity Shares of Rs. 10/- (Rupees Ten only) each shall be Sub-divided to 33,25,00,000 (Thirty Three Crores Twenty Five Lakhs) Equity Shares of Rs. 1/- (Rupee one only) each amounting to Rs. 33,25,00,000/- (Rupees Thirty Three Crores Twenty Five Lakhs only).*
 - ii. *During the year the company initiated the process of issue and allot equity shares by way of Right issue and Board of Directors proposed & Approved in its meeting dated 27th November, 2021 to issue Equity Shares and Raising of funds through issuance and allotment of equity shares having face value of ₹1.00/- (Rupee One Only) (‘Equity Shares’) for an aggregate amount of up to 49,70,00,000/- (Rupees Forty Nine Crores Seventy Lakhs Only) on right issue basis.*
The company on 08th April, 2022 allotted 12,20,77,000 Equity Shares of Re. 1/- each partly paid-up of Re. 0.50/- issued on Rights Basis @ a price of Rs. 4/- (Rs. 2/- paid on application and Rs. 2/- to be paid on One or more subsequent calls as determined by the Board of the Company from time to time)
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **As the Company has not issued any shares/options to directors/employees under the said guidelines / regulations during the year under review;**
 - (f) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021 - **As the Company has not issued any debt securities which were listed during the year under review, the said regulations are not applicable to the Company;**
 - (g) The Securities and Exchange Board of India (Registration to an Issue and Share Transfers Agents) Regulations, 1993;
 - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **The equity shares of the Company are neither delisted nor propose to be delisted;**
 - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **The Company has not bought back or propose to buy-back any of its securities during the year under review, the said regulation are not applicable to the**

company;

5. Having regards to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the following laws are also applicable on company;
 - i. The Equal Remuneration Act, 1976
 - ii. The Bombay Shops and Establishments Act, 1948.
 - iii. The Maharashtra State Tax on Professions, Trades, Callings and Employments act 1975

I have also examined compliance with the applicable clause of the following;

- I. Secretarial Standards with respect to Meeting of Board of Director(SS-1), General Meeting (SS-2) and Dividend (SS-3) issued by The Institute of Company Secretaries of India related to Board meetings, General Meeting and Dividend;
- II. The Listing Regulations Issued by the SEBI i.e., SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc mentioned above except the observation of statutory auditors if a n y in their Audit Report on financial and taxation matters and the other observation stated below:

1. The Company has received a notice from BSE Ltd. for not filing of Consolidated Cash Flow Statement for the Quarter ended 30th September, 2021.

The Management has informed to us, that revised Standalone & Consolidated Un-audited Financials results has been submitted to the BSE alongwith clarification letter and waiver application, and Company requested for waiver of penalty. The Company has not received any approval of waiver application filed by Company and management is awaiting for BSE reply, Stock Exchange after receiving waiver application has not initiated any action of freezing the Demat Account of Promoters.

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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Proper notice is given to all Directors to schedule the Board meetings in compliance with the provisions of Section 173(3) of the Companies Act, 2013, agenda and detailed notes on agenda were 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.
- Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of majority. There were no dissenting views by any member of the Board of Directors during the period under review.

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:

During the audit period, there were no instances of:

- (i) Redemption /buy-back of securities.
- (ii) Merger/amalgamation/reconstruction etc.
- (iii) Foreign technical collaborations.

**For Nitesh Chaudhary & Associates
Practicing Company Secretary**

Sd/-

**Nitesh Chaudhary,
Proprietor
FCS No.10010; CP No.: 16275
Date: 12th August, 2022
Place: Indore
UDIN: F010010D000789987**

Note: 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
Prismx Global Ventures Limited
1ST Floor, Purva Building, Tejpall Scheme Road No. 3,
Vile Parle (East), Mumbai City MH 400057 IN.

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

Management's Responsibility

1. It is the Responsibility of Management of the Company to maintain Secretarial records, device proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along-with explanations where so required.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Where ever required, I have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.

5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

Disclaimer

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Nitesh Chaudhary & Associates
Practicing Company Secretary

Sd/-

Nitesh Chaudhary,
Proprietor
FCS No.10010; CP No.: 16275
Date: 12th August, 2022
Place: Indore
UDIN: F010010D000789987

ANNEXURE-II**Form AOC- 2****(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

Form for disclosure of particulars of contracts /arrangements entered in to by the company with related parties referred to in sub-section(1) of section 188 of the Act including certain arm's length transactions under third proviso thereto:

1) Details of material contracts or arrangements or transactions not at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount Paid as advances, if any	Date on Which the special resolution was passed in general meeting as required under first proviso to Section 188
N.A.-As there were no transactions during the year which were not at arm's length.							

2) Details of contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions	Nature of Relationship	Date(s) of approval by the Board	Amount paid as advances, If any
Shreya Garg	Salary paid Rs.1,60,100	Continue	Company Secretary	22.07.2020	N.A
Ravindra Bhaskar Deshmukh	Share Purchase of 5,10,000	Continue	Executive Director	26.04.2021	N.A
Ravindra Bhaskar Deshmukh	Remuneration paid Rs. 3,60,000	Continue	Executive Director	11.02.2021	N.A
Tejas Hingu	Remuneration paid of Rs.6,99,400	Continue	Managing Director	26.09.2018	N.A
Pratiksha Mashkariya	Remuneration paid of Rs.24,639	Continue	CFO	15.05.2014	N.A

For & on behalf of Board of Directors
For PRISMx GLOBAL VENTURES LIMITED

Sd/-
Ravindra Bhaskar Deshmukh
(Executive Director)
DIN:00290973

Sd/-
Priyanka Ramesh Shetye
(Additional Non - Executive Director)
DIN: 09719611

Place: Mumbai
Date:30.08.2022

ANNEXURE-III

Form No. MGT – 9
(EXTRACT OF ANNUAL RETURN)
As on the financial year ended on March 31, 2022
[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I	REGISTRATION & OTHER DETAILS:	
I	CIN	L74110MH1973PLC016243
ii	Registration Date	15.01.1973
iii	Name of the Company	PRISM GLOBAL VENTURES LIMITED
iv	Category/Sub-category of the Company	Public Limited Company
v	Address of the Registered office & contact details	1ST FLOOR, PURVA BUILDING, TEJPAL SCHEME ROAD NO. 3, VILE PARLE (EAST), MUMBAI MH 400057 IN Tel:9136993917/18 Website: www.gromotrade.com Emailid: infogromo@gmail.com
vi	Whether Listed Company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Purva ShareRegistry(India) Pvt.Ltd 9 ShivShakti Industrial Estate, JR Boricha Marg, Opp. Kasturba Hosp., Lower Parel (E), Mumbai-400011 Tel:91-22-022-23010771 / 49614132 Fax:91-22-23012517 Email:support@purvashare.com

II.	PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY		
All the business activities contributing 10% or more of the total turnover of the company shall be stated			
Sl. No.	Name & Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1	Finance Business	9971	19.95%
2	Commodity Trading	9962	80.05%
3	Business of Sports and Entertainment	9391	0.0%

III	PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES				
Sl. No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of Shares Held	Applicable Section
1.	Tmart Platform Private Limited	U72900MH2021PTC356996	Subsidiary	51000	2(87)(ii)

IV.SHAREHOLDING PATTERN(Equity Share capital Break up as %to total Equity)										
(i)CATEGORY OF SHAREHOLDERS AS ON 31.03.2022	No. of Shares held at the Beginning of the year 01.04.2021				No. of Shares held at the End of the year 31.3.2022				Chang e during the year	% change during the Year
	Demat	Physical	Total	% of TotalShares	Demat	Physical	Total	% ofTotal Shares		
A. Promoters and promoter Group Shareholding										
(1)Indian										
a)Individual/HUF	397260	0	397260	1.40	397260 0	0	397260 0	1.40	357534 0	0
b)Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0	0
c)Bodies Corporate	0	0	0	0	0	0	0	0	0	0
d)Bank/FI	0	0	0	0	0	0	0	0	0	0
e)Any other	0	0	0	0	0	0	0	0	0	0
SUB TOTAL:	397260	0	397260	1.40	397260 0	0	397260 0	1.40	357534 0	0

(A)(1)										
(2) Foreign										
a) NRI-Individuals	0	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0	0
SUBTOTAL(A)(2)	0	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	397260	0	397260	1.40	397260	0	3972600	1.40	3575340	0
B. Public Shareholding										
(1) Institutions	0	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0	0
g) FIIS	0	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0	0
SUB TOTAL(B)(1):	0	0	0	0	0	0	0	0	0	0
(2) Non -Institutions										
a) Bodies Corporate	0	0	0	0	0	0	0	0	0	0
i) Indian	431979	0	431979	1.52	348585	0	348585	0.12	-83394	-1.40
ii) Overseas	0	0	0	0	0	0	0	0	0	0
b) Individuals										
i) Individual shareholders holding nominal share capital up to Rs.1 lakhs	338256	550	338806	1.19	43770103	5500	43775603	15.42	43436797	14.23
ii) Individuals shareholders holding nominal share capital in excess of Rs.1 Lakhs	24738249	0	24738249	87.14	210637224	0	210637224	74.19	185898975	-12.95
c) Others										
i) Clearing Member	28949	0	28949	0.10	323470	0	323470	0.11	294521	0.01
ii) Hindu Undivided Family (HUF)	945648	40	945688	3.33	9769727	400	9770127	3.44	8824439	0.11
iii) NRI	1509069	0	1509069	5.32	15072301	0	15072301	5.31	13563232	-0.01
SUB TOTAL(B)(2)	27992150	590	27992740	98.60	279921500	5900	279927400	98.60	0.00	0.00
Total Public Shareholding(B)=(B)(1)+(B)(2)	27992150	590	27992740	98.60	279921500	5900	279927400	98.60	0.00	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0	0

Grand Total (A+B+C)	28389410	590	28390000	100	283894100	5900	283900000	100	0	100
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(ii) SHAREHOLDING OF PROMOTERS:

Sr. No.	Shareholder's Name	Shareholding at the beginning of The year 01/04/2021			Shareholding at the end of the year 31/03/2022			% change in shareholding during the year
		No. of shares	% of total share of the Co.	% of shares/pledged/encumbered to total shares	No. of shares	% of total share of the Co.	% of shares/pledged/encumbered to total shares	
1.	Dheeraj Shah	237260	0.84	0	2372600*	0.84	0	0.00
2.	Paresh Shah	160000	0.56	0	1600000*	0.56	0	0.00
	Total	397260	1.40	0	3972600*	1.40	0	0

Note : * Shares after Split from Face Value Rs. 10/- to Face Value Rs. 1/-

(iii) CHANGE IN PROMOTERS' SHAREHOLDING DURING THE YEAR

Sr. No.	Shareholder's Name	Shareholding as on 01.04.2021		Date	Increase/Decrease in Share Holding	Reason	Cumulative Shareholding during the year (01-04-21 to 31-03-22)	% of total Shares of the Company
		No. of Shares	% of total Shares of the Company				No. of Shares	
1.	Dheeraj Shah	237260	0.84	-				
				29/10/2021	2135340	Sub-division on 26/10/2021	2372600	0.84
				31/03/2022			2372600	0.84
2.	Paresh Shah	160000	0.56	-				
				29/10/2021	1440000	Sub-division on 26/10/2021	1600000	0.56
				31/03/2022			1600000	0.56

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS & HOLDERS OF GDRS & ADRS) AS ON 31ST MARCH, 2022

Sr. No.	Shareholders Name	Shareholding at the Beginning of the year		Cumulative Shareholding During the Year	
		No. of Shares	% of total shares Of the Co	No. of Shares	% of total shares Of the Co
1	Anand Kamalnayan Pandit				
	Opening Balance	1600000	5.64	-	-
	Transactions during the year ended 31/03/2022 (Sub-division)	14400000	5.28	-	-
	Closing Balance	-	-	16000000	5.64
2	Amardeep Kadam				
	Opening Balance	1500000	5.28	-	-
	Transactions during the year ended 31/03/2022 (Sub-division)	13500000	4.76	-	-
	Closing Balance	-	-	15000000	5.28
3	Desai Kamini Arvind Desai				
	Opening Balance	800000	2.82	-	-
	Transactions during the year ended 31/03/2022 (Sub-division)	7200000	2.54	-	-
	Closing Balance	-	-	8000000	2.82

4	Arvind bhai Danabhai				
	OpeningBalance	800000	2.82	-	-
	Transactions during the year ended 31/03/2022 (Sub-division)	7200000	2.54	-	-
	Closing Balance	-	-	8000000	2.82
5	Dinesh Sinh				
	OpeningBalance	572852	2.02	-	-
	Transactions during the year ended 31/03/2022 (Buy)	20903	0.07		
	Transactions during the year ended 31/03/2022 (Sale)	(593755)	(2.09)	-	-
	Closing Balance	-	-	0	0.00
6	Amarnath Agarwal				
	Opening Balance	570000	2.01	-	-
	Transactions during the year ended 31/03/2022 (Sub-division)	5130000	-	-	-
	Closing Balance	-	-	5700000	2.01
7	Ambrish Agarwal				
	OpeningBalance	550000	1.94	-	-
	Transactions during the year ended 31/03/2022 (Sub-division)	4950000	1.74	-	-
	Closing Balance	-	-	5500000	1.94
8	Bimal J Desai				
	Opening Balance	540000	1.90	-	-
	Transactions during the year ended 31/03/2022 (Sub-division)	4860000	1.71	-	-
	ClosingBalance	-	-	5400000	1.90
9	Sonu Argal				
	Opening Balance	469844	1.65	-	-
	Transactions during the year ended 31/03/2022 (Purchase)	31940	0.10	-	-
	Transactions during the year ended 31/03/2022(Sale)	(501784)	(1.75)		
	Closing Balance	-	-	0	0.00
10	Arvindra Kumar				
	Opening Balance	411332	1.45	-	-
	Transactions during the year ended 31/03/2022 (sale)	(411332)	(1.45)		
	Closing Balance			0	0.00
11	Nitin Nana saheb				
	Opening Balance	400000	1.41	-	-
	Transactions during the year ended 31/03/2022 (sale)	3600000	1.27	-	-
	Closing Balance	-	-	4000000	1.41

(v) SHAREHOLDING PATTERN OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year		Date	Increase /Decrease in Share Holding	Reason	Cumulative Shareholding During the year	
		No. of Shares	% of total Shares Of theCo.				No. of Shares	% of total Shares Of the Co.

1.	Harishkumar Patel #	0	0	-	0	-	0	0
2	Mehul Kadiya #	0	0	-	0	-	0	0
3	Narmadaben Patel #	0	0	-	0	-	0	0
4	Tejas Hingu	0	0	-	0	-	0	0
5	Ravindra Bhaskar Deshmukh	0	0	-	0	-	0	0
6	Bhikhubhai Kishanbhai Bait ##	0	0	-	0	-	0	0
7	Sandeep Kumar Sahu *	0	0	-	0	-	0	0
8	Ketan Vyas*	0	0	-	0	-	0	0
9	Ankita Hasmukh Sethi *	0	0	-	0	-	0	0
10	Priyanka Keshav Kumar Chaurasia **	0	0	-	0	-	0	0
11	Shreya Garg	0	0	-	0	-	0	0
12	Pratiksha Mashkariya	0	0	-	0	-	0	0

Note: #Mr. Harish Kumar Patel, Mr. Mehul Kadiya and Ms. Narmadaben Patel has resigned from Directorship of the Company w.e.f. 22nd October, 2021.

Mr. Bhikhubhai Kishanbhai Bait has resigned from Directorship of the Company w.e.f. 04th February, 2022.

*Mr. Sandeep Kumar Sahu, Mr. Ketan Vyas and Mr. Ankita Hasmukhdas Sethi have been appointed as Additional Non-Executive Independent Director of the Company w.e.f. 22nd October, 2021.

** Ms. Priyanka Keshav Kumar Chaurasia has been appointed as Additional Non-Executive Independent director of the company w.e.f. 10th May, 2022.

Vi. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	1,24,80,548	-	1,24,80,548
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	0	1,24,80,548	0	1,24,80,548
Change in Indebtedness during the financial year				
Additions	-	-	-	-
Reduction	-	-	-	-
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	-	1,24,80,548	-	1,24,80,548
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	0	1,24,80,548	0	1,24,80,548

Vii. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Name of MD/WTD/Manager	Total Amount
		Mr. Tejas Hingu-MD	Mr. Ravindra Deshmukh-ED	
1	Gross salary	6,99,400	3,60,000	10,59,400
a	Salary as per provisions contained in section 17(1) Of the Income-tax Act, 1961	-	-	-
b	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-

c	Profits in lieu of salary under section 17(3) Income-Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity --	-	-	-
4	Commission	-	-	-
	-as % of profit	-	-	-
	-Others, specify...	-	-	-
5	Others, please specify-Seating Fees	-	-	-
	Total(A)	6,99,400	3,60,000	10,59,400
	Ceiling as per the Act	-	-	-

Sr. No.	Particulars of Remuneration	Mr. Mehul Kadiya #	Ms. Narmadaben Patel#	Mr. Hari sh Kumar Patel #	Mr. Bhikhubhai Kishanbhai Bait##	Total Amount
1	Fee for attending board committee meetings	-	-	-	-	-
2	Commission	-	-	-	-	-
3	Others (Fee for attending Independent Directors meeting)	-	-	-	-	-
	Total(1)	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

Sr. No.	Particulars of Remuneration	Mr. Sandeep Kumar Sahu*	Mr. Ketan Vyas*	Ms. Ankita Hashmukhdas sethi*	Total Amount
1	Fee for attending board committee meetings	25,000	30,000	21,000	76,000
2	Commission	-	-	-	-
3	Others (Fee for attending Independent Directors meeting)	-	-	-	-
	Total(2)	25,000	30,000	21,000	76,000
	Grand Total (1) + (2)				76,000
	Overall Ceiling as per the Act	-	-	-	-

Note: #Mr. Harish Kumar Patel, Mr. Mehul Kadiya and Ms. Narmadaben Patel has Resigned from Directorship of the Company w.e.f. 22nd October, 2021.

Mr. Bhikhubhai Kishanbhai Bait has resigned from Directorship of the Company w.e.f. 04th February, 2022.

*Mr. Sandeep Kumar Sahu, Mr. Ketan Vyas and Mr. Ankita Hashmukhdas Sethi has been appointed as Additional Non Executive Independent Director of the Company w.e.f. 22nd October, 2021.

Sr.No	Particulars of Remuneration	Ms. Shreya Garg -CS	Ms. Pratiksha Mashkariya-CFO	Total
1	Gross salary	1,60,100	24,639	1,84,739
a	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
b	Value of perquisites u/s 17(2) IT Act, 1961	-	-	-
c	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	-as% of profit	-	-	-
	-Others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total(A)	1,60,100	24,639	1,84,739

Viii. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES					
Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment /Compounding fees imposed	Authority(R D/NCLT/Court)	Appeal made if any(give details)
A.COMPANY					
*Penalty		Non- Compliance under Regulation 33, Standalone& Consolidated financial results for the Quarter ended September, 2021	1,00,300+18%GST	BSE	NA
Punishment					
Compounding					
B.DIRECTORS					
Penalty			None		
Punishment					
Compounding					
C.OTHER OFFICERS IN DEFAULT					
Penalty			None		
Punishment					
Compounding					

*The Company has filed the representation with Stock Exchange with waiver application, reply of exchange is awaited for the same.

For &on behalf of Board of Directors
For PRISMx GLOBAL VENTURES
LIMITED

Sd/-
Ravindra Bhaskar Deshmukh
(ExecutiveDirector)
DIN:00290973

Sd/-
Priyanka Ramesh Shetye
(Additional Non – Executive Director)
DIN: 09719611

Place: Mumbai
Date:30.08.2022

ANNEXURE- IV**FORM AOC-1****(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)****Statement containing salient features of the Financial Statement of Subsidiaries/Associate Companies/ Joint Ventures**

Part "A": Subsidiaries

Details of Subsidiary	
1. CIN No.	U72900MH2021PTC356996
2. Name of Subsidiary	TMART PLATFORM PRIVATE LIMITED
3. Reporting period for the F Y Subsidiary Concerned, if different from Holding Company's reporting period.	--
4. Reporting Currency and Exchange rate as on the last date of the relevant Financial Year in the case of Foreign Subsidiaries	--
5. Share Capital	10,00,000
6. Reserves & Surplus	(1,53,650)
7. Total Assets	10,66,350
8. Total Liabilities	10,66,350
9. Investments	0
10. Turnover (Gross)	8,50,000
11. Profit Before Taxation	(1,53,650)
12. Provision for Taxation	0
13. Profit After Taxation	(1,53,650)
14. Proposed Dividend	0
15. % of Shareholding	51.00%

1. Names of Associates or Joint Ventures which are yet to commence operations – Not applicable.

2. Names of Associates or Joint Ventures which have been liquidated or sold during the year. – Not Applicable

For & on behalf of Board of Directors

Sd/-
Ravindra Bhaskar Deshmukh
 (Executive Director)
 DIN:00290973

Sd/-
Priyanka Ramesh Shetye
 (Additional Non – Executive Director)
 DIN: 09719611

Place: Mumbai
 Date: 30.08.2022

ANNEXURE-V**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS****{Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}**

To,
 The Members,
 M/s. Prismx Global Ventures Limited
 1st Floor, Purva Building,
 Tejpal Scheme Road No. 3,
 Vile Parle (East), Mumbai MH 400057 IN

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **PRISMx GLOBAL VENTURES LIMITED** (herein after referred to as 'the Company'), having its **Registered Office at 1ST FLOOR, PURVA BUILDING, TEJPAL SCHEME ROAD NO. 3, VILE PARLE (EAST), MUMBAI MH 400057 IN**, produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in), BSE as considered necessary and explanations furnished to me by the Company & its officers, I 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 Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

SR. NO.	NAME OF DIRECTORS	DIN	Date of Appointment	Status of the Directors
1	TEJASVINODRAIHINGU	06936684	16/05/2018	Active
2	RAVINDRABHASKARDESHMUKH	00290973	11/02/2021	Active
3	SANDEEP KUMAR SAHU	06396817	22/10/2021	Active
4	ANKITA HASMUKHDAS SETHI	08467476	22/10/2021	Active
5	KETAN VYAS	09053821	22/10/2021	Active

I further hereby inform that, ensuring the eligibility for the appointment / continuity of Director on the Board is the responsibility of the Company. Our responsibility is to issue this certificate based on verification of documents and information available in the public domain. This certificate 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.

For Nitesh Chaudhary & Associates
Practicing Company Secretary

Sd/-
 Nitesh Chaudhary
 Proprietor
 FCS NO.10010
 CPNo.: 16275
 UDIN:F010010D000790075
 Date:12/08/2022
 Place: Indore

ANNEXURE VI

Details Pertaining To Remuneration As Required Under Section 197(12) Of The COMPANIES Act, 2013

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2021-22, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2021-22 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/ KMP For financial Year 2021-22 (inRs.)	% of increase as compare to previous year	Ratio of remuneration of each Director to median remuneration of employees
1.	Mr. Tejas Hingu (Managing Director)	6,99,400	-	6.30
2.	Mr. Ravindra Bhaskar Deshmukh (Executive Director)	3,60,000	-	3.24
3.	Mr. Mehul Kadiya # (Non Executive Independent Director)	-	-	-
4.	Mr. Harish kumar Patel # (Non-Executive Independent Director)	-	-	-
5.	Mrs. Narmadaben Patel # (Non Executive Independent Director)	-	-	-
6.	Ms. Pratiksha Mashkariya (Chief Financial Officer)	24,639	-	0.22
7.	Mr. Bhikhubhai Kishan bhai Bait ## (Non Executive Independent Director)	-	-	-
8.	Mr. Sandeep Kumar Sahu * (Non Executive Independent Director)	25,000	-	0.22
9.	Ms. Ankita Hasmukhdas Sethi* (Non Executive Independent Director)	21,000	-	0.21
10.	Mr. Ketan Vyas* (Non Executive Independent Director)	30,000	-	0.30
11.	Ms. Shreya Garg (Company Secretary & Compliance officer)	2,13,500	-	1.92

Note: # Mr. Harish Kumar Patel, Mr. Mehul Kadiya and Ms. Narmadaben Patel has Resigned from Directorship of the Company w.e.f. 22nd October, 2021.

Mr. Bhikhubhai Kishan bhai Bait has resigned from Directorship of the Company w.e.f. 04th February, 2022.

*Mr. Sandeep Kumar Sahu, Mr. Ketan Vyas and Mr. Ankita Hasmukhdas Sethi has been appointed as Additional Non Executive Independent Director of the Company w.e.f. 22nd October, 2021.

- These Directors/KMP were on the Board of the financial year 2021-22
- There are 6 employees on the roll of the company.
- The median remuneration of the employees is Rs. 1,10,950

For & on behalf of Board of Directors

Sd/-
Ravindra Bhaskar Deshmukh
(Executive Director)
DIN: 00290973

Sd/-
Priyanka Ramesh Shetye
(Additional Non - Executive Director)
DIN: 09719611

Place: Mumbai
Date: 30.08.2022

ANNEXURE VII**CORPORATE GOVERNANCE REPORT**

In accordance with Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and some of the best practices followed internationally on Corporate Governance, the report containing the details of corporate governance systems and processes at Prismx Global Ventures Limited is as under:

COMPANYS' PHILOSOPHY ON CORPORATE GOVERNANCE

The Company recognizes the importance of good Corporate Governance, which is a tool for building a strong and ever lasting beneficial relationship with the customers, suppliers, bankers and more importantly with the investors.

The Company believes that its key decisions must serve the underlying goals of enhancing shareholders' value over a sustained period of time, and achieving the definite and measurable performance targets.

Your Company confirms the compliance of corporate governance, in all material aspects, with the revised SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of which are given below:

A. Composition of the Board

Through out the year the Board of the Company is well structured with adequate blend of Executive and Independent Directors. Presently, the Board comprises of Five Directors viz Mr. Tejas Hingu, Mr. Ravindra Bhaskar Deshmukh, Mr. Sandeep Kumar Sahu, Mr. Ketan Vyas and Mrs. Ankita Hasmukhdas Sethi. Mrs. Pratiksha Mashkariya Continue as the Chief Financial Officer of the Company.

Presently, Three Directors among Five Directors on Board are Independent Directors, namely, Mr. Sandeep Kumar Sahu, Mr. Ketan Vyas and Ms Ankita Hasmukhdas Sethi

Presently, One director among Five Directors on the Board is Executive non-independent director & Chief Executive Officer namely Mr. Ravindra Bhaskar Deshmukh.

The Board has received confirmation from the Non-Executive and Independent Directors that they qualify to be considered as independent as per the definition of 'Independent Director' stipulated in Schedule V of SEBI (Listing Obligations & Disclosure Requirement) regulations, 2015 and Section 149(6) of the Companies Act, 2013 (hereinafter called "the Act"). None of the Directors of the Company is related to each other.

None of the Directors hold directorships in more than 20 companies. Further, any individual director's directorships in public companies do not exceed 10. None of the Directors is serving as a member of more than ten committees or as the Chairman of more than five committees across all the public companies of which he is a Director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2022 have been made by the Directors.

The composition of the Board of Directors and their attendance at the meetings during the period and at the last Annual General Meeting as also number of other directorships, membership of committees are as follows:

Name of Director & DIN	Status	No. of Board meetings Attended	Attendance at last AGM	No. of other Directorships	Committee Membership (including Prismx)	
					Chairman	Member
Mr. Tejas Hingu DIN:06936684	E.D.	10/10	No	1	0	2
Mrs. Narmadaben Patel # DIN:07697346	I.N.E.D	5/6	No	0	0	0
Mr. Mehul Kadiya # DIN:07591755	I.N.E.D	5/6	No	0	0	2
Mr. Harishkumar Patel# DIN:07935626	I.N.E.D	5/6	Yes	0	3	3
Mr. Ravindra Deshmukh DIN:00290973	E.D	10/10	Yes	1	0	0
Mr. Bhikhubhai Bait## DIN:09017123	N.E.D	08/09	No	0	0	0
Mr. Sandeep Kumar Sahu * DIN: 06396817	I.N.E.D	05/05	No	3	0	4
Ms. Ankita Hasmukhdas Sethi* DIN: 08467476	I.N.E.D	05/05	No	2	0	3
Mr. Ketan Vyas* DIN: 09053821	I.N.E.D	05/05	No	1	2	0

Note: #Mr. Harish Kumar Patel, Mr. Mehul Kadiya and Ms. Narmadaben Patel has resigned from Directorship of the Company w.e.f. 22nd October, 2021.

Mr. Bhikhubhai Kishanbhai Bait has resigned from Directorship of the Company w.e.f. 04th February, 2022.

*Mr. Sandeep Kumar Sahu, Mr. Ketan Vyas and Mr. Ankita Hasmukhdas Sethi has been appointed as Additional Non Executive Independent Director of the Company w.e.f. 22nd October, 2021

1. It does not include Alternate Directorship, Directorship in foreign companies, companies registered under Section 8 of the Companies Act, 2013 and private limited companies.
2. Membership / Chairmanship of only Audit Committee and Stakeholder Relationship Committee in all public Limited companies (including Prismx Global Ventures Limited) have been considered.

B. Board Meetings

During the period ended 31st March 2022, **10(Ten)** Board Meetings were held on the following dates: 28th April, 2021, 26th June, 2021, 12th August, 2021, 04th September, 2021, 08th October, 2021, 22nd October, 2021, 27th November, 2021, 31st January, 2022, 04th February, 2022 and 17th February, 2022 as against the minimum requirement of 4 meetings, the maximum time gap between any two meetings was not more than four calendar months. The agenda are pre-circulated with supporting documents and executive summaries, if any, required.

The Board meets at regular intervals. Generally, four meetings are held every year with atleast one meeting in every quarter, inter alia, to consider, review and approve the quarterly results. Additional meetings of the Board are held when deemed necessary. In case of business exigencies or urgencies, the resolutions are passed by way of circulation to the extent permissible under the Act.

C. MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company meet at least once in every financial year without the presence of Non-Independent Directors, Executive Director and any other management personnel. The meeting(s) is conducted in a manner to enable the Independent Directors to discuss matter pertaining to, inter alia, review of performance of Non- Independent Directors and the Board as a whole, assess the quality, quantity and timeliness of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

During the Financial year 2021-2022, One Meeting was held during the period on 31st January, 2022.

The details of familiarization programmes imparted to independent directors is disclosed on website <http://www.gromotrade.com/>

D. CODE OF CONDUCT

The Company has adopted a Code of Conduct ("Code") which applies to all the Board members and Senior Management Personnel of the Company. It is the responsibility of all Board members and Senior Management Personnel to familiarize them with Code and comply with its provisions. The Code has been circulated to all the members of the Board and Senior Management Personnel and they have confirmed compliance with the Code.

The Code of Conduct for the Board Members and Senior Management of the Company has been formulated which is posted on the Company's website www.gromotrade.com. Requisite annual affirmations of compliance with the code have been made by the Directors and Senior Management of the Company.

Company have taken Certificate from Practicing Company Secretary that none of the Directors on the Board of the Company are disqualified as on 31.03.2022 in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 annexed as **Annexure II**

COMMITTEES OF THE BOARD

The Board Committees focus on specific areas as mentioned in their terms of reference and make informed decisions within the authority delegated to them. Each Committee of the Board is guided by its terms of reference. The Committees also make specific recommendations to the Board on various matters required. All observations, recommendations and decisions of the committees are placed before the Board for its information or approval. All the minutes of committee meetings are placed before the Board for its noting.

The Company has following Committees of the Board. Specific terms of reference have been laid out for each of them.

AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of regulation 18 of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015 with the stock exchanges read with Section 177 of the Companies Act, 2013.

Terms of reference:

- a. Review and monitor the Statutory Auditors' independence and performance and their remuneration;
- b. Effectiveness of audit process;
- c. Oversight of the Company's financial reporting process and the disclosure of its financial information;
- d. Reviewing with the management, the quarterly and annual financial statements before submission to the Board for approval, examination of the financial statements and the auditors' report;

- e. Select and establish accounting policies;
- f. Review Reports of the Statutory and the Internal Auditors;
- g. Approval (wherever necessary) of transactions of the Company with its related parties including subsequent modifications thereof;
- h. Scrutiny of intercorporate loans and investments;
- i. Valuation of undertakings or assets of the Company;
- j. Reviewing the risk assessment and minimization procedures, evaluation of internal financial controls and risk management systems;
- k. Monitoring end use of the funds, etc.;
- l. Functioning of the Whistle Blower Policy/ Vigil Mechanism;
- m. Review of Financial Statements and investments of subsidiary companies;
- n. Management Discussion & Analysis of financial condition and results of operations;
- o. Review of material individual transactions with related parties not in normal course of business or which are not on an arm's length basis, if any.

Meetings and Attendance

The Audit Committee met Seven (7) times during the financial year 2021-22 on 28th April, 2021, 26th June, 2021, 12th August, 2021, 04th September, 2021, 22nd October, 2021, 31st January, 2022 and 17th February, 2022. The required quorum was present for all the Audit Committee meetings. The Committee comprises of Mr. Harishkumar Patel as the Chairman and Member along with Mr. Tejas Hingu and Mrs. Narmadaben Patel, Ms. Ankita Hashmukhdas Sethi and Mr. Ketan Vyas as the Members of the Committee. Ms. Pratiksha Mashkariya, CFO of the company is also a part of the committee.

Name & Designation of the Director in the Committee	Chairman/Member	No. of meetings attended
Mr. Harish kumar Patel#	Chairman	4/7
Mr. Tejas Hingu	Member	4/7
Mrs. Narmadaben Patel #	Member	4/7
Ms. Ankita Hashmukhdas Sethi *	Member	3/7
Mr. Ketan Vyas *	Chairman	3/7

Company Secretary and Compliance Officer of our Company would act as the Secretary to the Audit Committee.

#Mr. Harish Kumar Patel and Ms. Narmadaben Patel has resigned from Directorship/ Membership of the Company/ Audit Committee w.e.f. 22nd October, 2021.

* Mr. Ketan Vyas and Mr. Ankita Hashmukhdas Sethi has been appointed as Additional Non-Executive Independent Director / Member of the Company / Committee w.e.f. 22nd October, 2021

➤ STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee of the Company is constituted in line with the provisions of regulation 20 of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015 with the stock exchanges read with Section 178 of the Companies Act, 2013.

Terms of reference

The salient functions of the SRC include, overseeing the allotment/approvals & rejection of transfer/ transmission of shares; issue of duplicate share certificates; review and Redressal of the investors' complaints; and compliance with listing requirements for securities of the company, including dematerialization and/or Rematerialization of securities.

Composition

Presently the Committee comprises of Mr. Ketan Vyas as the Chairman and Member of the committee along with Ms. Ankita Hashmukhdas Sethi and Mr. Tejas Hingu as the Members of the committee.

The composition of the Committee is re-constituting w.e.f. 22nd October, 2021 due to the cessation of Mr. Harishkumar Patel and Mrs. Narmadaben Patel as director of the Company w.e.f. 22nd October, 2021.

Meetings and Attendance

The Stakeholder and Relationship Committee met two(2) times during the financial year 2021-2022 on 26th June, 2021 and 31st January, 2022.

During the financial year 2021-2022 the committee comprises along with the details of attendance of the members at the said meetings are as below:

Name & Designation of the Director in the Committee	Chairman/Member	No. of meetings attended
Mr. Tejas Hingu	Member	2/2
Mrs. Narmadaben Patel #	Member	1/2

Mr. Harishkumar Patel #	Chairman & Member	1/2
Mr. Ketan Vyas *	Chairman & Member	1/2
Ms. Ankita Hashmukhdas Sethi *	Member	1/2

Company Secretary and Compliance Officer of our Company would act as the Secretary to the Stakeholder and Relationship Committee.

Note:

#Mr. Harish Kumar Patel and Ms. Narmadaben Patel has resigned from Directorship / Membership of the Company / Committee w.e.f. 22nd October, 2021.

* Mr. Ketan Vyas and Mr. Ankita Hashmukhdas Sethi has been appointed as Additional Non-Executive Independent Director / Member of the Company / Committee w.e.f. 22nd October, 2021

Details of Shareholders' Complaints

As per the report from the Registrar & Share Transfer Agents, Zero Complaints were received from the shareholders /Investor during the year ended 31st March 2022.

Compliance Officer

During the year under review, Ms. Shreya Garg act as the Company Secretary cum Compliance officer of the Company.

➤ **NOMINATION & REMUNERATION COMMITTEE**

The Nomination & remuneration Committee of the Company is constituted in line with the provisions of regulation 19 of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015 with the stock exchanges read with Section 178 of the Companies Act, 2013.

Composition

Presently the Committee comprises of Mr. Ketan Vyas as the Chairman and Member of the committee, along with Ms. Ankita Hashmukhdas Sethi and Mr. Sandeep Kumar Sahu as the members of the committee.

The composition of the Committee is re-constituting w.e.f. 22nd October, 2021 due to the cessation of Mr. Harishkumar Patel, Mrs. Narmadaben Patel and Mr. Mehul Kadiya as director of the Company w.e.f 22nd October, 2021

Scope and Function

The broad terms of reference of the Nomination and Remuneration Committee are:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director;
- Identify and recommend to the Board of Directors, the appointment of persons considered capable and fit for the role of a director based on the criteria so formulated;
- Evaluation of Directors' performance;
- Recommend to the Board of Directors a policy relating to the remuneration for the directors, key managerial personnel and other senior employees of the Company; and
- Recommending the appointment of Key Managerial Personnel (KMPs) and approving their remuneration.

Meetings and Attendance

The Nomination and Remuneration Committee meeting was held on 04th September, 2021, and 22nd October, 2021. The details of attendance of the members at the said meetings are as below:

Name & Designation of the Director in the Committee	Chairman/Member	No. of meetings attended
Mr. Ketan Vyas *	Chairman & Member	1/2
Mr. Sandeep Kumar Sahu*	Member	1/2
Mr. Ankita Hashmukhdas Sethi*	Member	1/2
Mr. Harish kumar Patel#	Chairman & Member	1/2
Mr. Mehul Kadiya#	Member	1/2
Mrs. Narmadaben Patel#	Member	1/2

Company Secretary and Compliance Officer of our Company would act as the Secretary to the Nomination and Remuneration Committee.

Note:

#Mr. Harish Kumar Patel, Ms. Narmadaben Patel and Mr. Mehul Kadia has resigned from Directorship / Membership of the Company / Committee w.e.f. 22nd October, 2021.

* Mr. Ketan Vyas, Mr. Ankita Hasmukhdas Sethi and Mr. Sandeep Kumar Sahu has been appointed as Additional Non Executive Independent Director / Member of the Company / Committee w.e.f. 22nd October, 2021

F. SUBSIDIARY & ASSOCIATE COMPANIES

During the year under review, the Company has made an Investment of 51% Equity Shares of Tmart Platform Private Limited, resulting the Company (TMARTPLATFORM) has become the subsidiary of the Company w.e.f April, 2021.

G. GENERAL BODY MEETINGS

The last three Annual General Meetings were held as under:-

Date of AGM/EGM	Venue	Time
48 th Annual General Meeting 29 th September, 2021	Through Video Conferencing (VC) or Other Audio Visual Means (OAVM)	03.00 P.M.
47 th Annual General Meeting 30 th September, 2020	Through Video Conferencing (VC) or Other Audio Visual Means (OAVM)	01.00 P.M.
46 th Annual General Meeting 16 th September, 2019	412, Hubtown Solaris, Sai Wadi, Andheri (East), Mumbai-400069	03.00 P.M.

H. DISCLOSURES

➤ **Disclosure on Material Related Party Transactions**

During the year/period ended 31st March 2022, there has been no materially significant transaction entered by the Company with any party, which is considered to have potential conflict with the interest of the Company at large. The details of all related party transactions are placed and approved by the audit committee and the Board of Directors on periodical basis. The said policies are available on the Company's website at www.gromotrade.com.

➤ **Code of Conduct for Prevention of Insider Trading**

The Company has adopted a code of conduct for prevention of insider trading with a view to regulate trading in securities by the Directors and employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of the Company's shares by the Directors and employees while in possession of unpublished price sensitive information in relation to the Company or its securities. The Company has appointed the Compliance Officer to ensure compliance of the said Code by all the Directors, Senior Management Personnel and employees likely to have access to unpublished price sensitive information.

➤ **Vigil Mechanism/Whistle Blower Policy**

The Vigil Mechanism/Whistle Blower Policy has been adopted to provide appropriate avenues to the employees to bring to the attention of the management, the concerns about any unethical behaviour, by using the mechanism provided in the Policy. In cases related to financial irregularities, including fraud or suspected fraud, the employees may directly approach the Chairman of the Audit Committee of the Company. We affirm that no director or employee has been denied access to the Audit Committee during financial year 2021-2022. The Policy provides that no adverse action shall be taken or recommended against an employee in retaliation to his/her disclosure in good faith of any unethical and improper practices or alleged wrongful conduct. This Policy protects such employees from unfair or prejudicial treatment by anyone in the Group. The policy is available on the website of the company www.gromotrade.com

➤ **Disclosures of Accounting Treatment**

While preparation of the Financial Statements, the Accounting Standards, issued by The Institute of Chartered Accountants of India (ICAI), have generally been followed.

I. MEANS OF COMMUNICATION

Effective communication of information is an essential component of Corporate Governance. It is the process of sharing information, ideas, thoughts, opinions and plans to all stakeholders which promotes management – shareholder relations. The Company regularly interacts with its members through multiple channels of communication such as results announcement, annual reports, media releases, and Company's website and through green initiatives.

- **Intimation to Stock Exchange-** Your Company believes that all the stakeholders should have access to adequate information about the Company. All information, which could have a material bearing on the share prices, is released at the earliest to the BSE in accordance with the requirements of listing Regulations.
- **Newspapers** - The financial results and other communications of the Company were normally published in 'Financial Express and 'Mumbai Lakshadweep.

- **Website**-The Financial Results were also displayed on the Company's website www.gromotrade.com. The Company also keeps on updating its website with other relevant information, as and when required. The company did not make any official news releases nor made any presentations to the institutional investors or analysts, during the period under review.
- **Annual Report** - Annual Report containing, inter alia, the Standalone & Consolidated Financial Statements, Directors' Report, Auditors' Report and other important information is circulated to members of the Company prior to the AGM. The Report on Management Discussion and Analysis forms part of the Annual Report. The Annual Report of the Company is also available on the website of the Company in a user friendly and downloadable format.
- **SECRETARIAL STANDARDS:** Company is in compliance of applicable Secretarial Standards.

J. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting Day, Date, and Time	
Financial Calendar 2022-2023 (Tentative)	
Financial Year	April 1, 2022 to March 31, 2023
Results for quarter ending June 30, 2022	On or before August 14, 2022
Results for quarter ending September 30, 2022	On or before November 14, 2022
Results for quarter ending December 31, 2022	On or before February 14, 2023
Results for quarter ending March 31, 2023	On or before May 30, 2023
Annual General Meeting for the year ending March 31, 2023	On or before September 30, 2023
Listing Details	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001
Stock Codes	Fully Paid up Share Capital Scrip Code: 501314 ISIN: INE286N01028 Partly Paid Up Share Capital Scrip Code: 890166 ISIN: IN9286N01018 CIN: L74110MH1973PLC016243
Registrar & Share Transfer Agents	Purva Share Registry (India) Private Limited Unit no 9, Shiv Shakti Ind. Estate, J.R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (East), Mumbai 400011
Compliance Officer/Company Secretary	Ms. Shreya Garg
Depository System	Currently 99.998% of the share capital is held in dematerialized form. For any assistance in converting physical shares in electronic form, investor may approach Purva Share Registry (India) Pvt Ltd or Ms. Shreya Garg, Company Secretary
Furnish copies of Permanent Account Number (PAN)	The members are requested to furnish their PAN which will help us to strengthen compliance with KYC norms and provisions of Money Laundering Act, 2002. For transfer of shares in physical form SEBI has made it mandatory to the transferee to submit copy of PANCARD to the company.
Investor complaint to be addressed to	Purva Share Registry (India) Pvt Ltd or Ms. Shreya Garg, Company Secretary
Email ID of Grievance Redressal Division	info@gromo@gmail.com
Payment of Listing Fees	Annual Listing fees for the year 2022-23 has been paid by the Company to BSE
Payment of Depository fees	Annual custody/ Issuer fee for the year 2022-23 has been paid By the Company to both CDSL and NSDL

(i) Book Closure Date

The Company's Share Transfer Books and Register of Members of equity shares shall remain closed from the 24/09/2022 to 30/09/2022 (both days inclusive).

(ii) Share Transfer System

Transfer of shares in physical form is processed by the Company's Registrars & Transfer Agents (RTA) generally within fifteen days from the date of receipt, provided the documents are complete in all respects. All requests for transfer/transmission in physical form after they are processed by the RTA are submitted to the Company for the necessary approval. The Chairman & Managing Director is authorized by the Board to consider and approve the share transfer/transmission requests received in physical form from time to time.

Investors may kindly take note that SEBI has mandated that in case of securities market transactions and off market/private transactions involving transfer of shares of a listed company in physical mode, it shall be compulsory for the transferee(s) to furnish a copy of the PAN card to the Company/RTA, together with the transfer documents for registering transfer of such shares.

Mode	No.ofshares	%Shares
WithCDSL	165836850	59.68
WithNSDL	118057250	40.30
Physical	5900	0.01
Total	283900000	100.00

K. MARKET PRICE SENSITIVE INFORMATION

The monthly 'high' and 'low' closing prices of the shares traded during the period from April 2021 to March 2022 on BSE are given below:

Month	High	Low	Close	No.ofsharestraded
April2021	80.35	55.40	78.25	186523
May2021	80.30	65.35	68.90	283398
June2021	72.00	61.40	63.80	33265
July2021	99.50	60.65	88.35	195588
Aug2021	108.20	78.85	99.75	1340499
Sept2021	152.80	95.00	114.65	4829104
Oct2021	125.45	9.05	9.05	4916813
Nov2021	9.75	7.48	9.15	12682167
Dec2021	10.58	8.22	9.20	13756967
Jan2022	9.60	8.50	8.64	9934703
Feb2022	8.95	6.61	8.29	7440732
March2022	7.70	6.00	6.01	5418320

L. SHAREHOLDING PATTERN OF THE COMPANY AS ON 31STMARCH, 2022

Category		No.of Fully Paid Up shares held	% of shareholding
A	Promoter's Holding		
1	Promoters		
	-Indian Promoters	3972600	1.40
	-Foreign Promoters	0	0
2	Persons acting in concert	0	0
	Sub-Total	3972600	1.40
B	Non-Promoter's Holding		
3	Institutional Investors	0	0
a)	Mutual Funds and UTI	0	0
b)	Banks, Financial Institutions, Insurance Companies	0	0
	(Central/State Govt. Institutions/Non Government Institutions)		
C	FII's	0	0
	Sub-Total	0	0
4	Others - LLP	90	0.02
a)	Private Corporate Bodies	348585	4.04
b)	Indian Public	254412185	87.84
c)	NRI's/OCB's -NRI	15072301	3.71
d)	Any Other(Please specify)-HUF	9769522	2.91
e)	Clearing Members	324717	0.08
	Sub-Total	279927400	98.60
	GrandTotal	283900000	100.00

M. DISTRIBUTION OF SHAREHOLDING AS ON 31STMARCH, 2022

No. of Shares Held	No. of shareholders	% of total shareholders	In. Rs.	%of total shares
Upto 5000	41675	96.25	25346649	8.93
5,001-10,000	937	2.16	7087580	2.50
10,001-20,000	368	0.85	5268078	1.86
20,001-30,000	88	0.20	2163074	0.76
30,001-40,000	35	0.08	1228350	0.43

40,001-50,000	25	0.06	1155696	0.41
50,001-1,00,000	40	0.09	2840749	1.00
1,00,001 and above	132	0.30	238809824	84.12
Total	43300	100.00	283900000	100.00

N. QUARTERLY AUDIT OF SHARE CAPITAL

As required by the Securities and Exchange Board of India (SEBI), quarterly audit of the Company's share capital is being carried out by a Practicing Company Secretary with a view to reconcile the total share capital admitted with NSDL and CDSL and held in physical form, with the total issued and listed capital of the Company. The certificate received from the Practicing Company Secretary is submitted to BSE and is also placed before the Stakeholder Relationship Committee on a quarterly basis.

O. INVESTOR CORRESPONDANCE

For Transfer/ dematerialization of Shares, payment of dividend on shares, interest and any other query relating to the shares of the Company.

Purva Sharegistry(India) Pvt.Ltd.

Unit No.9, ShivShakti Indl. Estate.

J.R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (East), Mumbai-400011.

For Any other query

Prismx Global Ventures Limited

1st Floor, Purva Building, Tejpal Scheme Road No. 3,

Vile Parle (East), Mumbai City MH 400057 IN

Website: www.gromotrade.com

Email: info@prismo@gmail.com

P. OTHER DISCLOSURES

Details of Non-Compliance by the Company, penalties, structures imposed on the Company by Stock Exchanges or the Board or any statutory authority, on any matter related to capital markets, during the last three years-DETAILS AS BELOW

Sr. No	Details of Non-Compliance	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	Regulation 29(2)/29(3) Delay -Submission of Intimation under Regulation 29(2) for the quarter ended September 2020	Penalty levied of Rs. 11,800/- plus including GST	The Company has submitted the clarification letter and waiver application with the reason of delay for the late filing under Regulation 29(2) however BSE Ltd. has not accepted the reasons of delay submission and waiver not granted by BSE Ltd., Company made the fine payment of Rs. 11,800/- including GST.
2	Regulation 6(1) Non-compliance with the requirement to appoint a qualified Company Secretary as the Compliance Officer	Penalty levied of Rs. 80,000/- plus including GST and later on BSE granted the waiver on submission of clarification by company	The Company has appointed Mrs. Shreya Garg Company secretary as the Compliance Officer on 22 nd July, 2020. The Company also filed the clarification letter and waiver application with the Stock exchange stating reason of delay due to Covid -19 pandemic and difficulty faced in selection and appointment of Company Secretary cum Compliance Officer. The BSE Ltd has accepted and approved waiver application and no penalty has been paid by the Company.
3	Non- Compliance under Regulation 33, Standalone & Consolidated financial results for the Quarter ended September, 2021	Penalty levied of Rs. 1,00,300/- including GST	The company has submitted its clarification letter and waiver application to BSE Ltd in this respect the same is pending with BSE Ltd and management is awaiting the reply of Stock Exchange, No other action has been taken against the promoter of the Company in this regard.

1. Details of Subsidiary and Associate Companies:

During the year under review, the Company has holds 51% share capital of **Tmart Platform Private Limited**, resulting the Company (TMARTPLATFORM) has become the subsidiary of the Company w.e.f April, 2021.

Details of TMARTPLATFORM are as below:

Sr. No	Particulars	
1	Company Name	TMART PLATFORM PRIVATE LIMITED
2	CIN	U72900MH2021PTC356996
3	Registered Address	M/5, 1st Floor Guruprasad CHS Ltd Hanuman Road, Vileparle, (E) Mumbai Mumbai City MH 400057 IN

2. Policy Determining Material Subsidiaries and Related Party Transactions:

The Company has adopted the policy on determining material subsidiaries is hosted on its website and Policy on dealing with related party transactions is hosted on its website at www.gromotrade.com

3. Disclosure on Material Related Party Transactions

All material transactions entered into with related parties as defined under the Act and Regulation 23(1) of the SEBI (LODR) Regulations 2015 during the financial year 2021-22 were in the ordinary course of business. No materially significant related party transactions have been entered into during financial year 2021-22 having potential conflict with the interest of the Company at large. A list of related parties as per the Accounting Standard 18 and the transactions entered into with them in prescribed Form AOC-2 is given separately in this Annual Report under **Annexure II** of the Board Report as well as in the Notes to Accounts annexed to the Balance Sheet as at 31st March, 2022 and Statement of Profit & Loss of the Company for the Financial Year ended on that date.

The Company's Policy on materiality of related party transactions is hosted on website at www.gromotrade.com

4. The Company has financial statements with unmodified audit opinion.

5. Compliance with Mandatory Requirements and adoption of Non-Mandatory Requirements

The Company has complied with all mandatory requirements of the Listing Regulations. The Company has adopted the following non-mandatory requirements of Regulation 27(1) read with Part E of Schedule II of the Listing Regulations:

- (a) Unmodified opinion(s) in audit report: The Company is in the regime of financial statements with modified audit opinion.
 (b) Reporting of Internal Auditor: The Internal Audit or reports directly to the Audit Committee.

6. Disclosures of compliance with Corporate Governance requirements specified in Regulation 17 to 27 and Regulation 46(2)(b) to (i) of the Listing Regulations:

Sr. No.	Particulars	Regulation	Compliance status Yes/No/N.A.	Compliance observed for the following:
1.	Board of Directors	17	Yes	<ul style="list-style-type: none"> Board Composition Meeting of Board of Directors Review of compliance reports Plans for orderly succession for appointments Code of Conduct Fees/compensation Minimum information to be placed before the Board Compliance Certificate Risk Assessment & Management Performance Evaluation of Independent Directors
2.	Audit Committee	18	Yes	<ul style="list-style-type: none"> Composition Meeting of Audit Committee Role of Audit Committee and review of information by the Committee
3.	Nomination and Remuneration Committee	19	Yes	<ul style="list-style-type: none"> Composition Role of the Committee
4.	Stakeholders Relationship Committee	20	Yes	<ul style="list-style-type: none"> Composition Role of the Committee
5.	Risk Management Committee	21	Not Applicable	<ul style="list-style-type: none"> The Company is not in the list of top 100 listed entities by market capitalization
6.	Vigil Mechanism	22	Yes	<ul style="list-style-type: none"> Formulation of Vigil Mechanism for Directors and employees Direct access to Chairperson of Audit Committee

7.	Related Party Transactions	23	Yes	<ul style="list-style-type: none"> • Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions • Related Party Transactions of the Company are pursuant to contracts duly approved by the Audit Committee, Board of Directors and Shareholders of the Company • Review of transactions pursuant to aforesaid contracts
8.	Corporate Governance requirements with respect to subsidiary Of listed entity	24	Not Applicable	<ul style="list-style-type: none"> • The Company does not have any subsidiary
9.	Obligations with respect to Independent Directors	25	Yes	<ul style="list-style-type: none"> • Maximum Directorship and Tenure • Meeting of Independent Directors • Familiarization of Independent Directors
10.	Obligations with respect to Directors and Senior Management	26	Yes	<ul style="list-style-type: none"> • Memberships/Chairmanships in Committees • Affirmation with compliance to Code of Business Conduct and Ethics from Directors and Management Personnel • Disclosure of shareholding by Non-executive Directors • Disclosures by Senior Management about potential conflicts of interest
11.	Other Corporate Governance requirements	27	Yes	<ul style="list-style-type: none"> • Compliance with discretionary requirements • Filing of quarterly compliance report on Corporate Governance
12.	Website	46(2)(b) to(i)	Yes	<ul style="list-style-type: none"> • Terms and conditions of appointment of Independent Directors • Composition of various Committees of Board of Directors • Code of Business Conduct and Ethics for Directors and Management Personnel • Details of establishment of Vigil Mechanism/Whistle Blower Policy • Policy on dealing with Related Party Transactions • Details of familiarization programmes imparted to Independent Directors

ANNEXURE VII**MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Your Directors have pleasure in presenting the management discussion and analysis report for the year ended on March 31, 2022. The Management Discussion and Analysis have been included in consonance with the Code of Corporate Governance as approved by The Securities and Exchange Board of India (SEBI). Investors are cautioned that these discussions contain certain forward looking statements that involve risk and uncertainties including those risks which are inherent in the Company's growth and strategy. The company undertakes no obligation to publicly update or revise any of the opinions or forward looking statements expressed in this report consequent to new information or developments, events or otherwise.

The Management of the Company is presenting herein the overview, opportunities and threats, initiatives by the Company and overall strategy of the Company and its outlook for the future. This outlook is based on Management's own assessment and it may vary due to future economic and other future developments in the country.

GLOBAL ECONOMIC OUTLOOK

With a staggered global recovery, FY2021-22 witnessed the consumer demand coming back. Although a part of the year was affected by the pandemic, immunization and collective action saw a gradual uptake in the West, which was mirrored in the rest of the world leading to the economies regaining lost ground. Global GDP grew by 5.8% and the economic growth returned on the back of a sustained consumer demand across the board leading to a significant spike in inflation. Almost all the central banks are now taking policy measures to taper down the extraordinary liquidity that was pumped in to support the economy during the pandemic and tightening the monetary policy to rein in their runaway inflation. The escalation of the Russia-Ukraine crisis has also had a detrimental effect on the prices of crude oil, gas and other commodities leading to further pressure on the fragile economies.

After experiencing a difficult period due to the COVID-19 pandemic, strong macro indicators suggest a rebound, primarily on account of favourable fiscal and monetary policies. Emphasis on improving healthcare has also aided the crisis response. The Indian economy expanded by 8.7% in FY2021-22, rebounding from a 6.6% contraction in FY2020-21, reiterating the country's status as one of the fastest-growing major economies in the world. V-shaped economic recovery is due to mega vaccination drive, robust recovery in the services sector and growth in consumption and investment coupled with resurgence in high frequency indicators such as power demand, rail freight, GST collection etc. Almost all emerging economies are reeling under these external shocks but India's underlying economic fundamentals are strong and despite the short-term headwinds, the impact on the long-term outlook will be marginal.

The annual inflation rate in India edged down to 7.04% in May of 2022 from an 8-year high of 7.79% in the previous month. Inflation is expected to remain high for the next few quarters of FY 2022-23 due to higher commodity and fuel prices and negative terms of trade. The RBI has already taken measures to contain inflation by tightening the policy rates. The next few quarters will be critical for India's economy as the Government and the RBI work at balancing the stress on inflation, currency and fiscal deficit.

INDUSTRY STRUCTURE AND DEVELOPMENTS.**SEGMENTWISE PERFORMANCE**

The Company operates in three reportable segments i.e. Commodity Trading Business, Finance Business Activities and Information Technology. During the year company has started new business growing Digital Media Space with the launch of "GudGudi" the first OTT Channel dedicated to humour.

The Viewers would have free access to GudGudi and enjoy both professionally produced Content as well as User Generated Content. It would stream Comedy Movies and TV Series, Stand-up Comedy and humorous Poetry (HasyaKavi) Sessions. It would include Classic Shows and Movies from yesteryears to take Viewers down memory lane. It would also be streaming freshly produced Content made exclusively for Gudgudi as well to attract young Viewers.

The business Segments has been identified as separate segment in accordance with Accounting standard 17 'Segment Reporting'. The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and Generally Accepted Accounting Principles (GAAP) in India. The Company has decided to venture in to new business i.e Sports and Entertainment Industry which will help the Company to face stiff competition and perform well in the long run.

OPPORTUNITIES & THREATS

The growth of the Company is subject to opportunities and threats as are applicable to the industry from time to time. The Company has risk management policy in place for risk assessment and treatment of the same. Due to rise in Competitive business, the company has decided to change the name and object of the Company to expand and diversified the business in Sports and Entertainment Industry.

Company believed change in industry due to will be more beneficial to sustain in the long run of business.

RISK & CONCERN

The Company is mainly exposed to market risk (including liquidity risk), interest risk and credit risk. While risk is an inherent aspect of any business, the Company is conscious of the need to have an effective monitoring mechanism and has put in place appropriate measures for its mitigation including business portfolio risk, financial risk, legal risk and internal process risk.

INTERNALCONTROLSYSTEM

The Company has a sound internal control system and the company has also appointed Internal Audit. All transactions are subject to proper scrutiny. The Management takes immediate corrective action wherever it is being pointed out to help streamline the internal control process. Also the CEO and CFO certification provided in the CEO and CFO certification section in Annual Report discusses the adequacy of internal control systems and procedures.

HUMAN RESOURCES

The Management believes in maintaining cordial relations with its employees. The management recognizes the importance of Human Resources and effective steps will be taken to strengthen the same depending on the requirements. The Company provided excellent working environment so that the individual staff can reach his/her full potential. The Company is poised to take on the challenges and march towards accomplishing its mission with success. The Company maintained good Industrial/Business relation in market which enhanced the creditworthiness of the Company.

DISCLOSURE ON WEBSITE:

Following information has been disseminated on the website of the Company at <http://www.gromotrade.com/>

1. Details of business of the Company
2. Terms and conditions of appointment of Independent Directors
3. Composition of various Committees of Board of Directors
4. Code of Conduct for Board of Directors and Senior Management Personnel
5. Details of establishment of vigil mechanism/Whistle Blower policy
6. Criteria of making payments to Non-Executive Directors
7. Policy on dealing with Related Party Transactions
8. Policy for determining 'material' subsidiaries
9. Details of familiarization programmes imparted to Independent Directors
10. Policy for determination of materiality of events

DISCLOSURE OF PENDING CASES/INSTANCES OF NON-COMPLIANCE:

There were no non-compliances by the Company and no instances of penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to the capital market during the last three years. The Company has been impleaded in certain legal cases related to disputes over title to shares arising in the ordinary course of share transfer operations. However, none of these cases are material in nature, which may lead to material loss or expenditure to the Company.

CAUTIONARY STATEMENT

Statement made here in describing the Company's expectations is "forward looking statement." The actual results may differ from those expected or predicted since the Company's operations are influenced by many external factors which are beyond the control of the Company. Prime factors that may make difference to the Company's performance include market conditions, economic conditions, Government regulations and Tax Laws, Political situation etc over which the Company does not have any direct control.

For & on behalf of Board of Directors

Sd/-
Ravindra Bhaskar Deshmukh
(Executive Director)
DIN: 00290973

Sd/-
Priyanka Ramesh Shetye
(Additional Non – Executive Director)
DIN: 09719611

Place: Mumbai
Date: 30.08.2022

ANNEXURE - IX

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
Prismx Global Ventures Limited

We have examined the compliance of conditions of Corporate Governance by Prismx Global Ventures Limited ("the Company") for the year ended 31st March, 2022 as stipulated in applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulations').

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 compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and best on our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in applicable provisions of the Regulations.

We further state such compliance 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.

For Dassani & Associates
Chartered Accountants
FRN:009096C
Sd/-
Churchill Jain
Partner
Membership No. 409458

UDIN:22409458ANHKJG9214
Place: Mumbai
Date: 21/06/2022

ANNEXURE X
CODE OF CONDUCT

The Board has laid down a Code of Conduct and Ethics for the Members of the Board and Senior Management Personnel of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year 2021-22. Requisite declaration signed by Mr. Ravindra Bhaskar Deshmukh, Executive Director to this effect is given below.

Compliance with the Code of Business Conduct and Ethics As provided under Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance Code of Business Conduct and Ethics for the year ended March31, 2022.

For & on behalf of Board of Directors

Sd/-

Ravindra Bhaskar Deshmukh
(Executive Director & CEO)

Place: Mumbai

Date: 30.08.2022

ANNEXURE X
CEO/CFO CERTIFICATE
(Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)

To
Prismx Global Ventures Limited

I, Pratiksha Mashkariya, CFO of Prismx Global Ventures Limited ("company") hereby certify that:

- A.** We have reviewed the Financial Statements and the Cash Flow Statement of the Company for the financial year ended March 31, 2022 and that to the best of our knowledge and belief:
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B.** There are, to the best of our knowledge and belief, no transactions entered into by the company during the period, 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 company 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 we have taken or propose to take to rectify these deficiencies.
- D.** We have indicated to the auditors and the Audit Committee
 - i. Significant changes, if any, in internal control over financial reporting during the year;
 - ii. Significant changes, if any, in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
 - iii. 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.

Sd/-
Pratiksha Mashkariya
(Chief Financial Officer)

Place: Mumbai
 Date: 30.08.2022

INDEPENDENT AUDITOR'S REPORT

To the Members of Prismx Global Ventures Limited

Report on the Standalone Financial Statements Opinion

We have audited the standalone financial statements of Prismx Global Ventures Limited ("the Company"), which comprise the balance sheet as at March 31, 2022, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity as at March 31, 2022 and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information (here in after referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis or 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 there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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 there on, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters	How our audit addressed the key audit matter
Loan given to other as disclosed in note 11 to the financial Statement.	As per Management assessment, all loans are recoverable. Also Management has taken reasonable steps to recover the loan. Hence no provision is created against the same.

Information other than the Financial Statement and Auditor's Report Thereon

The Company's board of director is responsible for the preparation of the other information. The other information comprises the information included in the Management discussion and Analysis, Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's information, but does not include the standalone financial and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, and financial performance of the Company in accordance with the accounting

principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes 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 sign, 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 Ind. AS 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 Responsibility 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose so for 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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies incorporated in India.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in note 19 to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (Intermediaries), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 19 to the financial statements, no funds have been received by the Company from any person(s) or entity (ies), including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner

whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Dassani & Associates
Chartered Accountants
Firm Registration Number: 009096C

Sd/-
Churchill Jain
Partner
Membership No. 409458
UDIN:22409458AJJYI02182
Place: Mumbai
Date: May 21, 2022

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PRISM GLOBAL VENTURES LIMITED

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 Prismx Global Ventures Ltd (“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 these 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.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance 168 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, 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 Dassani & Associates

Chartered Accountants

Firm Registration Number: 009096C

Sd/-

Churchill Jain

Partner

Membership No. 409458

UDIN: 22409458AJJYIO2182

Place: Mumbai

Date: May 21, 2022

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- i. (a) As the Company does not hold any property, plant and equipment and hence reporting under clause 3(i)(a)(A); 3(i)(b) and 3(i)(c) of the Order is not applicable.

(b) The company has maintained proper records showing full particulars of Intangible Assets.

- ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.

- iii. The Company has made investments in and granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships and other parties during the year.

(a) Company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity. Details are mentioned below:

	Loan amount in Lakhs
Aggregate amount granted/ provided during the year to other entity	938.70 Lakhs
Balance outstanding as at the balance sheet date	1712.99 Lakhs

(b) The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and repayments are regular.

(d) In respect of following loan granted by the Company, there is no overdue amount in terms of principal and interest.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.

- iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

- vi. Having regard to the nature of the Company's business / activities, reporting under clause (vi) of the Order, regarding maintenance of cost records is not applicable.

- vii. In respect of statutory dues:

- a. According to the records of the company, the company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax,

sales tax, service tax, custom duty, excise duty, value added tax, cess and other statutory dues applicable to it.

- b. According to the records of the company, there are no dues of sales tax, service tax, custom duty, excise duty or value added tax on account of any dispute

- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- ix. (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable.
- xi. (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanation given to us, the Company is in compliance with Section 177 and 188 of the Act, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) According to information and explanation given to us, the company has an internal audit system commensurate with the size and nature of its business;
- (b) The reports of the Internal Auditors for the period under audit were considered by the us.
- xv. In our Opinion, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them and hence provisions of section 192 of Companies Act are not applicable to the Company.
- xvi. (a) the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).

(b) The Group does not have any Core Investment Company (CIC) as part of the Group and accordingly clause (xvi)(d) of the Order is not applicable to the Company.

- xvii. The Company has not cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not 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. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

FOR Dassani & Associates
Chartered Accountants
Firm Registration Number: 009096C

Sd/-
Churchill Jain
Partner
Membership No. 409458
UDIN: 22409458AJJYIO2182
Place: Mumbai
Date: May 21, 2022

Prismx Global Ventures Ltd
(Formerly name as Gromo Trade & Consultancy Limited)
Balance Sheet as at March 31, 2022

		Amount in Lakhs	
Particulars	Note	As at March 31, 2022	As at March 31, 2021
ASSETS			
1 Non - Current Assets			
a) Right of use asset	29	8.38	0.00
b) Intangible Assets	4B	6.98	0.00
c) Financial assets			
i) Investments	5	695.80	392.91
ii) Other non current financial assets			
	6	49.63	0.00
d) Deferred tax assets (net)	7	0.00	13.19
e) Income tax assets (net)	8	39.51	0.00
Total Non - Current Assets (A)		800.31	406.10
2 Current assets			
a) Financial assets			
i) Trade receivables	9	122.62	132.62
ii) Cash and cash equivalents	10	601.59	206.80
iii) Bank balances other than (ii) above		1101.93	0.00
iv) Loans	11	1712.99	3447.89
b) Other Current financial assets	12	268.94	293.18
c) Other Current assets	13	0.99	0.00
Total Current Assets (B)		3809.06	4080.49
TOTAL ASSETS (A+B)		4609.37	4486.59
EQUITY AND LIABILITIES			
1 Equity			
a) Equity share capital	14	2839.00	2839.00
b) Other equity	15	1495.39	1387.03
Total Equity (A)		4334.39	4226.03
2 LIABILITIES			
Non-current liabilities			
a) Financial liabilities- Lease liability	29	5.73	0.00
b) Deferred tax liabilities (net)	7	13.19	0.00
Total non-current liabilities		18.92	0.00
Current liabilities			
a) Financial liabilities			
i) Borrowings	16	124.81	124.81
ii) Lease liability	29	3.01	0.00
ii) Trade payables	17	128.17	126.85
b) Current tax liabilities (net)	18	0.00	8.86
c) Other current liabilities	19	0.08	0.05
Total current liabilities (B)		256.06	260.57
TOTAL EQUITY AND LIABILITIES (A+B)		4609.37	4486.59

Summary of significant accounting policies

The accompanying summary of Significant accounting policies and other explanatory information are an integral part of the financial statements

As per our report of even date attached.

FOR Dassani & Associates

Chartered Accountants

Firm Registration Number: 009096C

sd/-

Churchill Jain

Partner

Membership No. 409458

PLACE : MUMBAI

DATE : May 21, 2022

For Prismx Global Ventures Limited

sd/-

Tejas Vinodrai Hingu

Managing Director

DIN: 06936684

sd/-

Shreya Garg

Company Secretary

sd/-

Ravindra Bhaskar Deshmukh

Director

DIN: 00290973

sd/-

Pratiksha Mashkariya

Chief Financial Officer

Prismx Global Ventures Ltd (Formerly name as Gromo Trade & Consultancy Limited) Statement of Profit and loss for the year ended March 31, 2022			
			Amount in Lakhs
Particulars	Note	For the year ended March 31,2022	For the year ended March 31,2021
1 Income			
(a) Revenue from operations	20	893.58	792.03
(b) Other income	21	4.43	4.91
Total income		898.01	796.94
2 Expenses			
(a) Purchase of traded goods	22	706.24	571.95
(a) Change in inventories of traded goods	23	0.00	1.52
(b) Employee benefits expense	24	16.48	6.70
(c) Finance costs	25 & 29	0.35	0.01
(d) Depreciation and amortization expense	4	2.07	0.00
(e) Other expenses	26	112.83	67.87
Total expenses		837.97	648.06
3 Loss/profit before tax (1-2)		60.03	148.88
4 Tax expense	27		
(a) Current tax - Current Year		-24.10	-24.85
(b) Deferred tax		-0.22	-10.57
(c) Adjustment of tax relating to earlier periods		-1.81	20.27
Total tax expense		-26.13	-15.14
5 Profit/Loss for the year (3-4)	A	33.90	133.73
6 Other comprehensive income			
Items that will not be reclassified to profit or loss		100.62	-2.53
Tax benefit on items that will not to be reclassified to profit or loss		-26.16	0.66
Other comprehensive income for the year	B	74.46	-1.87
7 Total comprehensive loss for the year (5+6)	(A+B)	108.36	131.86
8 Earnings per equity share (face value Rs. 1 per share PY Face Value was Rs. 10 per share)			
Basic and Diluted	28	0.01	0.05

Summary of significant accounting policies

3

The accompanying summary of Significant accounting policies and

As per our report of even date attached.

For Prismx Global Ventures Limited

FOR Dassani & Associates

Chartered Accountants

Firm Registration Number: 009096C

sd/-

Tejas Vinod Rai Hingu
Managing Director
DIN: 06936684

sd/-

Ravindra Bhaskar Deshmukh
Director
DIN: 00290973

sd/-

Churchill Jain

Partner

Membership No. 409458

sd/-

PLACE : MUMBAI

DATE : May 21, 2022

Shreya Garg
Company Secretary

sd/-

Pratiksha Mashkariya
Chief Financial Officer

Prismx Global Ventures Ltd
(Formerly name as Gromo Trade & Consultancy Limited)
Cash Flow statement for the year ended March 31, 2022

Amount in lakhs

Particulars		For the year ended March 31, 2022		For the year ended March 31, 2021	
A) Operating Activities	Profit before tax		60.03		148.88
	Adjustment to reconcile profit before tax to net cash flows				
	Depreciation	2.07			
	Finance Cost	0.35		0.01	
	Interest on income tax refund	(0.21)			
	Bad debts	49.72		57.39	
	Gain on sale of Investment	3.55		(4.47)	
			55.49		52.94
	Cash flow from operating activities before working capital adjustments		115.52		201.81
	Working Capital adjustments				
	Inventory	0.00		1.52	
	Loans	1685.18		(40.24)	
	Other financial assets	(25.39)		(1.12)	
	Trade Receivables	10.00		10.96	
	Other current assets	(0.99)		0.00	
	Trade Payables	1.32		(1.33)	
	Other current liabilities	0.02		(9.32)	
			1670.14		(39.54)
			1785.67		162.28
	Income tax paid (net of refund received)		(74.07)		(2.51)
	Net cash flow generated from Operating Activities		1711.60		159.77
B) Investing Activities	Purchase of intangible assets	(7.70)			
	Proceed from sale of Investment (Net)			13.52	
	Investment made during the year	(205.82)		0.00	
	Investment in fixed deposit for more than three months	(1101.93)			
	Gain on Sale of Investment			0.00	
	Net cash flow generated from / (used in) Investing Activities		(1315.45)		13.52
C) Financing Activities	Finance cost	(0.35)		(0.01)	
	Increase / (Decrease) in borrowings			(0.89)	
	Payment of lease liability	(1.00)			
	Net cash flow used in financing Activities		(1.35)		(0.90)
	Net increase in Cash and cash equivalents		394.79		172.39
	Cash and cash equivalents at the beginning of the year		0.00		34.41
	Cash and cash equivalents at the end of the year		601.59		206.80
Notes	Cash & Cash Equivalents				
	1 Cash and Cash Equivalents Includes: (Refer Note No 8)				
	Cash in Hand		1.66		1.90
	<u>Balance with Banks</u>				
	- In Current Account		12.80		204.90
	- In deposit Account		587.13		
			601.59		206.80

Summary of significant accounting policies

Notes to the Statement of Cash Flow

- (i) The Statement of Cash Flow has been prepared under the 'Indirect Method' set out in Ind AS 7 'Statement of Cash Flow'.
- (ii) As per the amendment in Ind AS 7 'Statement of Cash flow' : Disclosure of changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.

For the year ended March 31, 2022:

Particulars	As at March 31, 2022	Cash Flows	Non-cash Chang	As at March 31, 2021
Non Current Borrowings			-	-
Current Borrowings	124.81	-	-	124.81

For the year ended March 31, 2021:

Particulars	As at March 31, 2021	Cash Flows	Non-cash Chang	As at March 31, 2020
Non Current Borrowings			-	-
Current Borrowings	124.81	(0.89)	-	125.70

The accompanying summary of Significant accounting policies and other explanatory information are an integral part of the financial statements

As per our report of even date attached.

FOR Dassani & Associates

Chartered Accountants

Firm Registration Number: 009096C

sd/-

Churchill Jain

Partner

Membership No. 409458

PLACE : MUMBAI

DATE : May 21, 2022

For Prismx Global Ventures Limited

sd/-

Tejas Vinodrai Hingu

Managing Director

DIN: 06936684

sd/-

Shreya Garg

Company Secretary

sd/-

Ravindra Bhaskar Deshmukh

Director

DIN: 00290973

sd/-

Pratiksha Mashkariya

Chief Financial Officer

Prismx Global Ventures Ltd

(Formerly name as Gromo Trade & Consultancy Limited)

Statement for Changes in equity for the year ended March 31, 2022

A. Equity Share Capital

Issued, Subscribed and Fully Paid Up Shares	No. of Shares In lakhs	Amount in Lakhs
At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)	283.90	2839.00
Increase/Decrease during the year	0.00	0.00
As at March 31, 2021 (2,83,90,000 equity shares Re. 10/- par value)	283.90	2839.00
Increase/Decrease during the year	0.00	0.00
As at March 31, 2022 (28,39,00,000 equity shares Re. 1/- par value)	2839.00	2839.00

* Stock was split from Rs. 10 to Rs. 1 on 22nd Oct 2021.

B. Other Equity

Particulars	Reservers and Surplus		Other items of Other comprehensive income	Amount in Lakhs
	Securities premium Reserve	Retained Earnings		Total
Balance at at April 01, 2020	1391.30	-131.72	-4.41	1255.17
Profit for the year & Fair Value Adjustment	0.00	133.73	0.00	133.73
Other Comprehensive Income	0.00	0.00	-1.87	-1.87
Balance at at March 31, 2021	1391.30	2.01	-6.28	1387.03
Profit for the year & Fair Value Adjustment		33.90	74.46	108.36
Other Comprehensive Income				0.00
Balance at at March 31, 2022	1391.30	35.91	68.17	1495.39

Summary of significant accounting policies 3

The accompanying summary of Significant accounting policies and other explanatory information are an integral part of the financial statements

As per our report of even date attached.

FOR Dassani & Associates

Chartered Accountants

Firm Registration Number: 009096C

For Prismx Global Ventures Limited

sd/-

Churchill Jain

Partner

Membership No. 409458

sd/-

Tejas Vinod Rai Hingu

Managing Director

DIN: 06936684

sd/-

Shreya Garg

Company Secretary

sd/-

Ravindra Bhaskar Deshmukh

Director

DIN: 00290973

sd/-

Pratiksha Mashkariya

Chief Financial Officer

PLACE : MUMBAI

DATE : May 21, 2022

Prismx Global Ventures Limited**(Formerly name as Gromo Trade & Consultancy Limited)****Notes to Financial Statement for the year ended March 31, 2022****1 Company Overview**

The Company Prismx Global Ventures Ltd (Formerly known as Gromo Trade & Consultancy Limited) is an existing public limited company incorporated on 15/01/1973 under the provisions of the Indian Companies Act, 1956 and deemed to exist within the purview of the Companies Act, 2013, having its registered office at 1st Floor, Purva Building, Tejpal Scheme Road 3, Vile Parle East, Mumbai - 400057 -. The Company offers a diverse range of activities in Sports and Entertainment including Sports Infrastructure aggregation, Consultancy, and without limiting the scope, to organize Sports and Entertainment events. The equity shares of the Company are listed on BSE Limited ("BSE"). The financial statements are presented in Indian Rupee (INR).

2 Basis of Preparation Of Financial Statement**a) Statement of Compliance**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time and other accounting principles generally accepted in India.

These financial statements have been prepared and presented under the historical cost convention with the exception of certain assets and liabilities that are required to be carried at fair values by Ind AS. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between the market participants at the measurement date.

The financial statements were authorized for issue by the Company's Board of Directors on May 21, 2022.

These financial statements are presented in Indian Rupees (INR), which is also the functional currency. All the amounts have been rounded off, unless otherwise indicated.

b) Significant accounting judgement, estimates and assumptions

The preparation of the Company's financial statements in conformity with Ind AS requires management to make judgements, estimates and

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of

Significant Estimates and assumptions are required in particular for:**Impairment of Non Financial Asset :**

Determining whether property, plant and equipment and intangible assets are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the underlying assets or cash generating units. Further, the cash flow projections are based on estimates and assumptions relating to expected revenues, operational performance of the assets, market prices of related products or services, inflation, terminal value etc. which are considered reasonable by the management.

Taxes

The Company's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying

c) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as

- Expected to be realised or intended to be sold or consumed in normal operating cycle
 - Held primarily for the purpose of trading
 - Expected to be realised within twelve months after the reporting period, or
 - Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve
- All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3 Summary of Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

The Company follows the mercantile system of accounting and recognizes income and expenditure on an accrual basis.

Cash And Cash Equivalents

Cash comprises cash on hand and demand deposit with banks. Cash equivalents are short-term balances (with an original maturity of

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, other short-term, highly

Property, plant and equipment

The Company has elected to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost in accordance with the exemption provided

Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any such cost includes the cost of replacing part of the plant and equipment and borrowing its for long-term construction projects if the recognition criteria are met. When

Depreciation on property, plant and equipment is calculated on a WDV basis using the rates arrived at based on the useful lives

Revenue Recognition

The Company has adopted Ind AS 115, Revenue from Contracts with Customers, with effect from 01 April 2018. The Company has The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

(I) Sales

(i) Sales are recognised when significant risks and rewards are transferred to the buyer as per the contractual terms or on dispatch where such dispatch coincides with transfer of significant risks and rewards to the buyer.

ii) Interest income on financial asset is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instruments.

(II) Other Income

Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the group, and the amount of the dividend can be measured reliably.

Inventories Valuation

(i) Cost of Materials, components, stores & spares and packing material is arrived at Weighted Average Cost and Cost of goods purchased

(ii) Scrap is valued at net realisable value.

Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Borrowing Cost

(i) Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

(ii) Borrowings are classified as current financial liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Investments

All equity instruments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

Employee Benefit

(i) Short term employee benefits are recognised as an expense at the undiscounted amounts in the Statement of Profit & Loss for the year in which the related service is rendered.

(ii) The Company does not provide for retirement benefits. The same shall be payable on due basis.

Segment Report

(i) The company identifies primary segment based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

(ii) The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

Leases

The Company has no leases or any contract containing lease accordingly, no disclosure has been made on the same.

Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period. The weighted average number of equity shares outstanding during the period and 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 or loss for the period attributable to equity shareholders and the weighted average number of share outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

Taxation

(i) The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for the jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, to unused tax losses and unabsorbed depreciation.

Current and deferred tax is recognized in the Statement of Profit and Loss except to the extent it relates to items recognized directly in equity or other comprehensive income, in which case it is recognized in equity or other comprehensive income.

(ii) Provision for Income tax is made on the basis of the estimated taxable income for the current accounting period in accordance with the Income-tax Act, 1961 and Revised Income Computation and Disclosure Standards (ICDS) of the Income-tax Act, 1961.

(iii) Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax as sets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the assets belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

Provisions and Contingent Liabilities

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Operating Cycle

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non current.

Financial Instruments

(I) Financial Assets

(i) Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

(ii) Subsequent measurement

(a) Financial assets carried at amortised cost (AC): A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(b) Financial assets at fair value through other comprehensive income (FVTOCI): A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(c) Financial assets at fair value through profit or loss (FVTPL): A financial asset which is not classified in any of the above categories are measured at FVTPL.

(iii) Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

(a) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

(b) Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

(II) Financial Liabilities

(i) Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

(ii) Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Loans and borrowings

This is the category most relevant to the company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The This category generally applies to borrowings.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the standalone balance sheet if there is a currently enforceable

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

Note 4A : - Property Plant & Equipment

Amount in Lakhs

Particulars	Property, Plant & Equipment	
	Computer Equipments	Total
Year Ended March 31, 2022		
Gross Carrying Value		
Opening Balance	0.2869	0.2869
Addition	-	-
Deduction	-	-
Closing Balance	0.2869	0.2869
Accumulated Depreciation and Amortisation		
Opening Balance	0.2869	0.2869
Depreciation for the year	-	-
Deduction	-	-
Closing Balance	0.2869	0.2869
Net Carrying Amount	-	-
Year Ended March 31, 2021		
Gross Carrying Value		
Opening Balance	0.2869	0.2869
Addition	-	-
Deduction	-	-
Closing Balance	0.2869	0.2869
Accumulated Depreciation and Amortisation		
Opening Balance	0.2869	0.2869
Depreciation for the year	-	-
Deduction	-	-
Closing Balance	0.2869	0.2869
Net Carrying Amount	0	0

Note 4B : - Intangible assets

Amount in Lakhs

Particulars	Intangible assets		
	OTT platform	Content on AIR	Total
Year Ended March 31, 2022			
Gross Carrying Value			
Opening Balance			-
Addition	5.17	2.53	7.70
Deduction	-	-	-
Closing Balance	5.17	2.53	7.70
Accumulated Depreciation and Amortisation			
Opening Balance	-	-	-
Depreciation for the year	0.63	0.09	0.72
Deduction	-	-	-
Closing Balance	0.63	0.09	0.72
Net Carrying Amount	4.54	2.45	6.98
Year Ended March 31, 2021			
Gross Carrying Value			
Opening Balance	-	-	-
Addition	-	-	-
Deduction	-	-	-
Closing Balance	-	-	-
Accumulated Depreciation and Amortisation			
Opening Balance	-	-	-
Depreciation for the year	-	-	-
Deduction	-	-	-
Closing Balance	-	-	-
Net Carrying Amount	-	-	-

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

Note 5 :- Investments

Particulars	Amount in Lakhs				
	Face Value	No of Shares	As at March 31, 2022	No of Shares	As at March 31, 2021
Unquoted Investments					
Investment in subsidiaries (measured at cost)					
Tmart Platform Private Limited	10	51,000	5.10	-	-
Equity Instruments (at fair value)					
PHL Sports India Pvt Ltd	10	3,250	52.00	3,250	52.00
Preference Shares					
Saptashrungi Alloy Pvt Ltd	10	678,645	338.25	678,645	338.25
Total Value of unquoted investment (A)			395.35		390.25
Quoted (Fair value through Profit & Loss)					
Equity Instruments (fully paid)					
Confidence Finance & Trading Limited	5		-	37,239	1.84
Terrascope Ventures Ltd	1	13,000	0.68	30,431	0.82
Tilak Ventures Limited	10	44,880	5.69	-	-
Empyrean Cashew Limited		402,000	177.28	-	-
Equity Instruments (partly paid up)					
Tilak Ventures Limited	1	1,282,067	116.7963		
Total Value of Quoted equity Investments (B)		1,741,947	300.45	67,670	2.66
Total Investments (A+B)			695.80		392.91
Agreegate book value of quoted Investments			-		125.08
Agreegate fair value of quoted Investments			300.45		2.66
Agreegate book value of unquoted Investments			395.35		390.25
			As at March 31, 2022	As at March 31, 2021	
Note 6 :- Other financial assets					
Security Deposit			49.63		-
Total Other Financials Assets			49.63		
Note 7 :- Deferred tax Assets					
Deferred tax Asset					
Accelerated Depreciation for tax Purpose			-		0.01
MAT Credit Entitlement			10.89		10.89
Lease liability			2.27		-
Other Comprehensive Income			-		2.29
			13.16		13.19
Deferred tax Liability					
Accelerated Depreciation for tax Purpose			0.30		-
Right of use asset			2.18		-
Other Comprehensive Income			23.87		-
			26.35		-
Net Deferred Tax Asset/ (Liability)			-13.19		13.19
			As at March 31, 2022	As at March 31, 2021	
Note 8 :- Income tax assets					
Advance tax			39.51		-
			39.51		

Note 9 :- Trade receivables

Trade receivables	122.62	-8.48
	122.62	-8.48

Trade receivables Ageing Schedule**As at 31 March 2022**

Particulars	Current but not due	Outstanding for following periods from due date of payment			
		Less than 6 Months	6 months – 1 year	1-2 years	2-3 years
Undisputed Trade Receivables – considered good	-	-	-	-	-
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-
Disputed Trade Receivables – considered doubtful	-	-	-	-	122.62
Total	-	-	-	-	122.62

As at 31 March 2021

Particulars	Current but not due	Outstanding for following periods from due date of payment			
		Less than 6 Months	6 months – 1 year	1-2 years	2-3 years
Undisputed Trade Receivables – considered good	-	-	-	-	-
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	10.00	-
Disputed Trade Receivables – considered doubtful	-	-	-	122.62	-
Total	-	-	-	132.62	-

The company uses expected credit loss allowances for trade receivables based on management projections.

Trade receivables are generally non - interest bearing and generally are on terms of 30-90 days although the Company provide extended credit period considering business and commercial arrangements with the customers.

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member except otherwise stated in Schedule of Related Party Disclosures.

Note 10- Cash and Cash equivalents

	As at March 31, 2022	As at March 31, 2021
Balance with Banks		
- On current accounts	12.80	204.90
-Deposits with original maturity of less than three months	587.13	0.00
Cash on Hand	1.66	1.90
	601.59	206.80

Note 10A- Bank balance other than above

	As at March 31, 2022	As at March 31, 2021
Bank Fixed Deposits Account less than 12 Months for maturity	1101.93	
	1101.93	-

Note 11 - Loans**(Unsecured, Considered Good, unless specified otherwise)**

Loans and advances to Related Parties	57.52	98.72
Loans and advances to Others	1655.47	3349.17
	1712.99	3447.89

i) The carrying amounts of Loans and advances are considered to be the same as their fair values ,as all the loans are demand loans and short term in nature.

ii) Loans mentioned above are interest bearing as per the pre determined contract with the lendee except some of the cases where interest has not been charged during the year as the party is not in position to pay interest.

iii) Loans are non-derivative financial assets measured at amortised cost.

Note 12 - Other Current Financial Assets

Balance with government authorities	12.71	42.94
Security deposit	250.00	250.00
Other receivables	0.00	0.24
Accrued Interest on FD	6.23	0.00
	268.94	293.18

i. No Trade or other receivables are due from Directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from the firms or private companies respectively in which any director is partner, a director or member except otherwise stated in Schedule of Related Party Disclosures .

ii. The carrying amounts of Other Receivables are considered to be the same as their fair values , due to their short term nature.

Note 13 - Other Current Assets

Prepaid Expenses	0.99	-
Balances with Government Department		-
	0.99	-
	As at	As at
	March 31, 2022	March 31, 2021

Note 14 - Equity Share Capital**Authorized Share Capital**

At the beginning of the year (3,32,50,000 equity shares Re. 10/- par value)	3325.00	3325.00
Increase/(Decrease) during the year	1000.00	0.00
At the end of the year * (33,25,00,000 equity shares Re. 1/- par value)	4325.00	3325.00

(Previous Year 3,32,50,000 equity shares Re. 10/- par value)

Issued, Subscribed and Fully Paid Up Shares

At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)	2839.00	2839.00
Increase/(Decrease) during the year		0.00
At the end of the year * (Shares 28,39,00,000 equity shares Re. 1/- par value)	2839.00	2839.00

(Previous Year 2,83,90,000 equity shares Re. 10/- par value)

Note No 14.1: The reconciliation of the number of shares

	As at 31st March, 2022		As at 31st March, 2021	
	No. of Shares	Amount in Lakhs	No. of	Amount in Lakhs
Number of shares at the beginning *	283,900,000	2839.00	28,390,000	2839.00
Increase/(Decrease) during the year	0	0.00	0	0.00
Number of shares at the end	283,900,000	2839.00	28,390,000	2839.00

* Stock was split from Rs. 10 to Rs. 1 on 22nd Oct 2021.

Note 14.2: Terms/rights attached to equity shares

(A) The company has only one class of equity shares having a par value of Re. 1 per share. Each holder of equity shares is entitled to one vote per share.

(B) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note 14.3 : The details of shareholders holding more than 5% shares in the company :

Name of the shareholder	As at 31st March, 2022		As at 31st March, 2021	
	No. of shares held	% held as at	No. of shares held	% held as at
Amardeep Kadam	15,000,000	5.28	1,500,000	5.28
Anand Kamalnayan Pandit	16,000,000	5.64	1,600,000	5.64

Details of shares held by promoters

As at 31 March 2022

Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
DHEERAJ SHAH *	2,372,600	-	2,372,600	60%	-
PARESH B SHAH *	1,600,000	-	1,600,000	40%	-
Total	3,972,600	-	3,972,600	100%	-

* Stock was split from Rs. 10 to Rs. 1 on 22nd Oct 2021.

As at 31 March 2021

Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
DHEERAJ SHAH	237,260	-	237,260	60%	-
PARESH B SHAH	160,000	-	160,000	40%	-
Total	397,260	-	397,260	100%	-

Note 15 - Other Equity**Retained earning (A)**

At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)

2.01

-131.72

Profit for the year

33.90

133.73

Total retained earning**35.91****2.01****Security Premium (B)**

At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)

1391.30

1391.30

Increase/(Decrease) during the year

-

-

At the end of the year * (Shares 28,39,00,000 equity shares Re. 1/- par value)

1391.30**1391.30****Other Comprehensive Income (C)**

Opening Balance

-6.28

-4.41

Add/ (Less): Changes during the year (net)

74.46

-1.87

Closing Balance

68.17**-6.28****Total other Equity (A+B+C)****1495.39****1387.03**

i) Retained earnings are the losses incurred by the company till date , less any transfers made to general reserve, dividends if any distributed to shareholders previously

ii) Securities premium is recorded by the premium on issue of shares.

iii) The company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the Equity instruments through Other Comprehensive Income

CURRENT FINANCIAL LIABILITIES**Note 16 - Current Borrowings**

Loan from a third party

Interest bearing, Unsecured Loan

As at March 31, 2022	As at March 31, 2021
124.81	124.81
124.81	124.81

This loan is unsecured and is repayable on demand. The Company is in talks with Lendor to square off the loan but the Lendor has not yet given the confirmation for repayment. However, both the parties have agreed that the loan shall not carry any interest and necessary documentation has been done to that effect.

Note 17- Trade Payables**Trade payables**

-Total outstanding dues of micro and small enterprises

-Total outstanding dues of creditors other than micro and small enterprises

As at March 31, 2022	As at March 31, 2021
-	-
128.17	126.85
128.17	126.85
-	-

Trade payables

Trade payables to related parties

As at 31 March 2022

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 Year	1-2 years	2-3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
Total outstanding dues of creditors other than micro	3.05	-	0.24	3.29
Disputed dues of micro enterprises and small enterprises	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	124.88	124.88
Total	3.05	-	125.12	128.17

As at 31 March 2021

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 Year	1-2 years	2-3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
Total outstanding dues of creditors other than micro	0.9	1.07	-	1.97
Disputed dues of micro enterprises and small enterprises	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	124.88	-	124.88
Total	0.9	125.95	-	126.85

Note 18 - Liabilities for Current Tax (net)

Provision for taxation (net of advance tax and TDS)

As at March 31, 2022	As at March 31, 2021
-	8.86
-	8.86

Note 19 - Other Current Liabilities

Statutory Dues Payable (TDS & Professional Tax)

Advances from customer

As at March 31, 2022	As at March 31, 2021
0.08	0.05
0.08	0.05

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

	For the year ended March 31, 2022	For the year ended March 31, 2021
Note 20 : Revenue from Contract with customers		
Note 20.1 - Disaggregated revenue information		
Revenue from contracts with customer		
Type of goods and services		
Sale of Fabric	-	387.80
Sale of Gold	715.32	184.40
Finance and consultancy service	6.50	-
Others - Interest income	171.76	219.82
Total revenue from contracts with customers	893.58	792.03
Geographical distribution of goods and services		
India	893.58	792.03
Total revenue from contracts with customers	893.58	792.03
Timing of revenue recognition		
Goods transferred at a point of time	715.32	572.20
Interest booked over period time	171.76	219.82
Total revenue from contracts with customers	887.08	792.03

20.2 Performance Obligation

Information about company's performance obligation is listed below :-

Fabric, Sand, Glass, Commodity and Gold

The performance obligation is satisfied upon delivery of the above mentioned goods and payment is generally due within 30 to 90 days from delivery.

The performance obligation to deliver goods within the procurement lead time has only one option The customer has to pay as per contract price.

Interest Income

The performance obligation is satisfied over-time, accrual of interest and payment of principal and interest is generally due as per the contracts entered between the company and customer.

20.3 Contract Balances

	As at March 31, 2022	As at March 31, 2021
Trade receivables	122.62	132.62
Total Contract Balances	122.62	132.62

Note 21 - Other Income

	For the year ended March 31, 2022	For the year ended March 31, 2021
Short Term Capital Gain on sale of shares and securities	4.19	-
Long Term Capital Gain on sale of shares and securities	-	4.47
Interest on income tax refund	0.21	0.44
Interest on Security deposit discounting	0.03	-
Miscellaneous Income	0.00	-
	4.43	4.91

Note 22 - Purchases of Stock - in - Trade

	For the year ended March 31, 2022	For the year ended March 31, 2021
- Purchases of Fabric	-	385.95
- Purchase of Gold	706.24	186.00
	706.24	571.95

Note 23 - Changes in Inventories of Stock - in - Trade

	For the year ended March 31, 2022	For the year ended March 31, 2021
Inventories at the beginning of the year		
Traded Goods	-	1.52
Inventories at the end of the year		
Traded Goods	-	-
	-	1.52

Note 24 - Employee benefit Expenses

	For the year ended March 31, 2022	For the year ended March 31, 2021
Salaries, Wages and Bonus	9.47	4.63
Director Remuneration	7.01	2.07
	16.48	6.70

Note 25 - Finance Cost

	For the year ended March 31, 2022	For the year ended March 31, 2021
Interest on lease liability	0.35	-
Bank Charges	0.00	0.01
	0.35	0.01

Note 26 - Other Expenses

	For the year ended March 31, 2022	For the year ended March 31, 2021
Listing Fees	3.00	3.00
Depository/Share Transfer Charges	7.66	2.35
Rent Rates & Taxes	0.32	-
Right issue expense	28.10	-
OTT operation & license fee	4.58	-
Sales Promotion	0.58	0.43
Payment to Statutory Auditor	1.00	1.00
Legal & Professional	4.33	3.60
Bad Debts	49.72	57.39
Transportation Charges	-	0.06
Miscellaneous expenses	0.57	0.04
Loss on sale of investment in shares	7.74	-
Penalty & late fees charges	5.22	-
	112.83	67.87
Payment to auditors		
As auditors :-		
- Statutory audit fees	1.00	1.00
- Others	-	-
	1.00	1.00

Note 27 - Tax expenses

	For the year ended March 31, 2022	For the year ended March 31, 2021
Current tax	-24.10	-24.85
Deferred tax	-0.22	-10.57
Tax adjustment related to previous years	-1.81	20.27
Total tax expense	-26.13	-15.14

Reconciliation of tax expense and the accounting of profit/ (loss) multiplied by Indian Domestic tax rate for March 31, 2021 and March 31, 2020

Accounting profit	60.03	148.88
Tax rate for Corporate Entity as per the Income Tax Act, 1961	26.00%	26.00%
Tax expense as per the Income Tax Act, 1961	15.61	38.71
Tax charged at different rate	8.71	-3.36
Tax adjustment of earlier years	1.81	-20.27
Others	-	0.07
Total Tax Expense	26.13	15.14

Note 28 - Earning per share

	For the year ended March 31, 2022	For the year ended March 31, 2021
(A) Profit attributable to Equity Shareholders (Rs.)	33.90	131.86
(B) No. of Equity Share outstanding during the year	2,839.00	283.90
(C) Face Value of each Equity Share (Rs.)	1.00	10.00
(D) Basic & Diluted earning per Share (Rs.)	0.01	0.46

Prismx Global Ventures Ltd
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Notes to Financial Statement for the year ended March 31, 2022

Note 29 - Leases

The Company's significant leasing arrangements are in respect of office premises and equipment taken on leave and licence basis.

(i) The following is the summary of practical expedients elected:

- a) Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.
b) Applied the exemption not to recognize right-of-use assets and liabilities for leases :
a. with less than 12 months of lease term on the date of initial application

(ii) The effect of depreciation and interest related to Right Of Use Asset and Lease Liability are reflected in the Statement of Profit and Loss under the heading "Depreciation and Amortisation Expense" and "Finance costs".

(iii) The weighted average incremental borrowing rate applied to lease liabilities for FY 21-22 is 9.50%.

The changes in the carrying value of ROU assets for the year ended March 31, 2022 are as follows:

(Amount in INR)

Particulars	Total amount
Balance as at March 31, 2021	
Addition	9.74
Deletion	-
Depreciation	1.35
Balance as at March 31, 2022	8.38

The break-up of current and non-current lease liabilities as at March 31, 2022 is as follows:

Particulars		
	As at March 31, 2022	As at March 31, 2021
Current lease liabilities	3.01	-
Non- current lease liabilities	5.73	-
Total	8.74	-

The movement in lease liabilities during the year ended March 31, 2022 is as follows:

(Amount in INR.)

Particulars	Year ended March 31, 2021
Balance as at March 31, 2021	
Addition	9.74
Deletion	-
Finance cost accrued	0.35
Payment of lease liabilities	-1.35
Balance as at March 31, 2022	8.74

The details of the contractual maturities of lease liabilities as at March 31, 2022 on an undiscounted basis are as follows:

Particulars		
	As at March 31, 2022	As at March 31, 2021
Not later than one year	3.68	-
Later than one year but not later than five years	6.17	-
More than five years	-	-

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

30 Segment Reporting

The Company is primarily engaged in a single segment business of Trading in Textiles and there is significant income from Interest on Loans. The Details are given below:

Amount in lakhs

Description	Trading		Finance Business		Other Incidental		Total	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Revenue								
Sales	715.32	572.20		-			715.32	572.20
Interest Income and other consultancy income		-	178.26	219.82	4.43	4.91	182.69	224.73
							-	-
Total Revenue	715.32	572.20	178.26	219.82	4.43	4.91	898.01	796.94
Segment Results (Before Tax and Interest)	9.08	-1.27	128.54	162.42	-	-	137.62	161.15
							-	-
Net Segment Results (before interest and tax)	9.08	-1.27	128.54	162.42	-	-	137.62	161.15
Unallocated Income / Expenditure (Net)								
Unallocable Expenditure		-		-	-82.02	-17.18	-82.02	-17.18
Unallocable Income		-		-	4.43	4.91	4.43	4.91
Profit from Ordinary Activities	-	-	-	-	-77.58	-12.27	60.03	148.88
Other Information								
Segment Assets	122.62	132.62	4104.08	4353.98	-	-	4226.70	4486.59
Unallocable assets					355.69	-	355.69	-
Total Assets	122.62	132.62	4104.08	4353.98	355.69	-	4582.39	4486.59
Segment Liabilities	128.17	126.85	124.81	133.72	-	-	252.97	260.57
Unallocable liabilities	-	-	-	-	8.82	-	8.82	-
Total Liabilities	128.17	126.85	124.81	133.72	8.82	-	261.79	260.57
Unallocable Depreciation		-		-	2.07	-	2.07	-
Total Depreciation	-	-	-	-	2.07	-	2.07	-

31 Balances of Trade Receivables, Trade Payables and Loans and Advances are subject to confirmation and consequential adjustment, if any.

32 The company has invested in 6,78,645 (PY: 684,000) 12% Non-cumulative Preference shares of Saptashrungi Alloy Private Limited at issue price of Rs. 70 out of which Rs. 50 has been paid balance Rs. 20 per share is payable on demand and no future obligation has been accounted in books of accounts of the company.

33 Components of Other Comprehensive Income

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

Other Comprehensive Income

Amount in lakhs

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021	For the year ended March 31, 2020
Opening Balance	-6.28	-4.41	44.30
Add: during the year	74.46	-1.87	-48.71
Closing Balance	68.17	-6.28	-4.41
<i>Amount in OCI pertains to Fair value of Quoted investments</i>			

34 Ratio Analysis and its elements

Ratio	Numerator	Denominator	31/03/2022	31/03/2021	% change
Current ratio	Current Assets	Current Liabilities	14.88	15.66	-5%
Debt- Equity Ratio	Total Debt	Shareholder's Equity	0.03	0.03	-2%
Debt Service Coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	-66.21	-206.46	-68% *
Return on Equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.01	0.03	-75% *
Inventory Turnover ratio	Cost of goods sold	Average Inventory	NA	NA	NA
Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	7.00	5.74	22%
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	5.54	4.49	23%
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	0.25	0.21	21%
Net Profit ratio	Net Profit	Net sales = Total sales - sales return	0.04	0.17	-78%*
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.01	0.03	-61% *
Return on Investment	Interest (Finance Income)	Investment	0.01	0.01	-47% **

*Profit/earnings decreased due to expenses related to Right issue, Split of share and OTT Platform.

** Company has Increase its investement.

35 Related party disclosure**a) Name of the related party and description of relationship.**

S.No.	Related Parties	Nature of Relationship
(i)	Esaar (India) Ltd.	Promoter Interest Company
(ii)	Atman Infotech Pvt. Ltd	Promoter Interest Company
(iii)	Dheeraj Shah	Promoter
(iv)	Paresh Bhai Shah	Relative of Promoter
(v)	Tejas Vinod Hingu	Managing Director
(vi)	Harish Kumar Patel	Independent Director (resigned w.e.f 22/10/2021)
(vii)	Bhikhubhai Kishanbhai Bait	Non Executive Director (resigned w.e.f 4/2/2022)
(viii)	Mehul Kumar Kadiya	Independent Director (resigned w.e.f 22/10/2021)
(ix)	Narmdaben Ratilal Patel	Independent Director (resigned w.e.f 22/10/2021)
(x)	Pratiksha Maskariya	CFO & KMP
(xi)	Shreya Garg	Company Secretary
(xii)	Ravindra Bhaskar Deshmukh	Executive Director
(xiii)	Sandeep Kumar Sahu	Independent Director (appointment w.e.f 22/10/2021)
(xiv)	Ankita Hasumukhdas Sethi	Independent Director (appointment w.e.f 22/10/2021)
(xv)	Ketan Vyas	Independent Director (appointment w.e.f 22/10/2021)

b) Details of Transactions and Balances during the year with related parties at the year end.

S.No.	Related Parties	Nature of Transactions during the year	2021-22
i)	Tejas Vinod Hingu	Director Remuneration	6.99
(ii)	Manu Agarwal	Remuneration of Director	-
(iii)	Shreya Garg	Remuneration of Company Secretary	1.60
(iv)	Pratiksha Maskariya	Remuneration	0.25
(v)	Ravindra Bhaskar Deshmukh	Share Purchase	5.10
		Remuneration	3.60
(vi)	Sandeep Kumar Sahu	Sitting Fees	0.25
(vii)	Ankita Hasumukhdas Sethi	Sitting Fees	0.21
(viii)	Ketan Vyas	Sitting Fees	0.30

Prismx Global Ventures Ltd (Formerly name as Gromo Trade & Consultancy Limited)
Notes to Financial Statement for the year ended March 31, 2022

36 Financial instruments – Fair values and risk management

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

The company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation techniques:

Level 1: Fair value measurement are those derived from quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: Fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: Fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs)

Amount in lakhs

As at March 31, 2022								
Particulars	Carrying amount				Fair value			
	FVTPL	FVTOCI -	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments		300.45	395.35	695.80	300.45	-	-	695.80
Loans and Advances	-	-	1712.99	1712.99	-	-	-	-
Other Financial Assets	-	-	268.94	268.94	-	-	-	-
Trade receivables			122.62	122.62	-	-	-	-
Cash and cash equivalents			601.59	601.59	-	-	-	-
	-	300.45	3101.49	3401.94	300.45	-	-	695.80
Financial liabilities								
Trade Payables	-		128.17	128.17				
Lease liability			3.01	3.01				
Unsecured Loans	-		124.81	124.81				
Other Financial Liabilities			-	-				
	-	-	255.98	255.98	-	-	-	-

As at March 31, 2021								
Particulars	Carrying amount				Fair value			
	FVTPL	FVTOCI - designated as such	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments	-	2.66	390.25	392.91	2.66	-	-	392.91
Loans and Advances	-	-	3447.89	3447.89	-	-	-	-
Other Financial Assets	-	-	293.18	293.18	-	-	-	-
Trade receivables			132.62	132.62	-	-	-	-
Cash and cash equivalents	-	-	206.80	206.80	-	-	-	-
	-	2.66	4470.74	4473.40	2.66	-	-	392.91
Financial liabilities								
Trade Payables	-		126.85	126.85				
Unsecured Loans	-		124.81	124.81				
	-	-	251.65	251.65	-	-	-	-

B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The Fair Value of the Financial Assets & Liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

C. Financial Risk Management

C.i. Risk management framework

A wide range of risks may affect the Company's business and operational or financial performance. The risks that could have significant influence on the Company are market risk, credit risk and liquidity risk. The Company's Board of Directors reviews and sets out policies for managing these risks and monitors suitable actions taken by management to minimise potential adverse effects of such risks on the company's operational and financial performance.

C.ii. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's trade and other receivables, cash and cash equivalents and other bank balances. To manage this, the Company periodically assesses financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

(a) Trade and other receivables from customers

Credit risk in respect of trade and other receivables is managed through credit approvals, establishing credit limits and monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in the credit risk on an on-going basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on assets as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- i) Actual or expected significant adverse changes in business
- ii) Actual or expected significant changes in the operating results of the counter party
- iii) Financial or economic conditions that are expected to cause a significant change to the counterparties ability to meet its obligation
- iv) Significant changes in the value of the collateral supporting the obligation or in the quality of third party guarantees or credit enhancements

Financial assets are written off when there is a no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. When loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. When recoverable are made, these are recognised as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables and loan from individual customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no additional provision considered.

Financial Assets are considered to be of good quality and there is no significant increase in credit risk.

(b) Cash and cash equivalents and Other Bank Balances

The Company held cash and cash equivalents and other bank balances as stated in Note No. 08. The cash and cash equivalents are held with bank with good credit ratings and financial institution counterparties with good market standing.

C.iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk is managed by Company through effective fund management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and other borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted.

	Amount in lakhs			
	<1 years	1 to 5 years	> 5 years	Total
As at March 31,2022				
Borrowings	128.17	-	-	128.17
Lease liability	3.01			
Other financial liabilities	-	-	-	-
Trade payable	128.17	-	-	128.17
	259.35	-	-	259.35
As at March 31,2021				
Borrowings	124.81	-	-	124.81
Other financial liabilities	-	-	-	-
Trade payable	126.85	-	-	126.85
	251.65	-	-	251.65

C.iv. Market risk

Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

C.iv.a Currency risk

The Company is not exposed to any currency risk on account of its operating and financing activities. The functional currency of the Company is Indian Rupee. Our exposure are mainly denominated in INR's Only. The Company's business model incorporates assumptions on currency risks and ensures any exposure is covered through the normal business operations. This intent has been achieved in all years presented. The Company has put in place a Financial Risk Management Policy to Identify the most effective and efficient ways of managing the currency risks.

C.iv.b Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk through the impact of rate changes on interest-bearing liabilities and assets. The Company has fixed rate contract with parities pertaining to loans which are repayable on demand

37 Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt is calculated as borrowing less cash and cash equivalent and other bank balances and mutual funds investments.

	Amount in lakhs		
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Borrowings	128.17	124.81	125.70
Less: Cash and cash equivalents	-601.59	-206.80	-34.41
Net debt	-473.42	-81.99	91.29
Equity	2839.00	2839.00	2839.00
Other Equity	1495.39	1387.03	1255.17
Total Equity	4334.39	4226.03	4094.17
Capital and net debt	3860.97	4144.04	4185.45
Gearing ratio (%)	(12.26)	(1.98)	2.18

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2021 and March 31, 2020.

There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts initially recorded, such differences will impact the current and deferred tax provisions in the period in which the tax determination is made. The assessment of probability involves estimation of a number of factors including future taxable income.

38 Events after reporting period

No subsequent event has been observed which may required an adjustment to the balance sheet.

39 Note on Covid-19

The Outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The Company believes the current level of operations are temporary in nature and based on the various initiatives announced by the respective Central and state governments, and therefore this may not result in any significant financial impact on the Company. Considering the uncertainties involved in estimating the impact of of this pandemic, the future impact of this pandemic may be different from those estimated as on the date of approval of these financial statements and this will continue to be monitored in future period.

40 Details of dues to micro and small enterprises as per MSMED Act, 2006

There are no Micro and Small Enterprises as defined in the Micro and Small Enterprises Development Act, 2006 to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro and Small Enterprises has been determined to the extent such parties has been identified on the basis of information available with the Company.

As per our report of even date attached.

For Dassani & Associates

Chartered Accountants

Firm Registration Number: 009096C

sd/-

Churchill Jain

Partner

Membership No. 409458

PLACE : MUMBAI

DATE : May 21, 2022

For Prismx Global Ventures Limited

sd/-

Tejas Vinodrai Hingu

Managing Director

DIN: 06936684

sd/-

Shreya Garg

Company Secretary

sd/-

Ravindra Bhaskar Deshmukh

Director

DIN: 00290973

sd/-

Pratiksha Mashkariya

Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To,
The Members of,
Prismx Global Ventures Limited, Mumbai

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

We have audited the accompanying Consolidated Ind AS financial statements of **PRISMx GLOBAL VENTURES LIMITED**, (hereinafter referred to as "the Holding company") and its subsidiaries (the Holding Company and its together referred to as "the Group"), which comprise of the consolidated Balance sheet as at March 31 2022, the consolidated Statement of Profit and Loss, including Other Comprehensive Income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year ended and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of subsidiaries, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2022, their consolidated profit, including Other Comprehensive Income, their consolidated cash flows and the Consolidated Statement of Changes for the year ended on that date.

Basis of Opinion

We conducted our audit of the Consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Ind AS 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 audit opinion on the Consolidated Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Ind AS financial statements for the financial year ended March 31, 2022. These matters were addressed in the context of our audit of the Consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each key audit matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the 'Auditor's responsibilities for the audit of the Consolidated Ind AS financial statements' section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Consolidated Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Ind AS financial statements.

Key Audit Matters	How our audit addressed the Key Audit Matters
Loan given to other as disclosed to the financial Statement	As per Management assessment, all loans are recoverable. Also Management has taken reasonable steps to recover the loan. Hence no provision is created against the same

We have determined that there are no other key audit matters to communicate in our report.

Information Other than the Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report 2021-22, but does not include the Ind AS Consolidated financial statements and our auditor's report thereon.

Our opinion on the Ind AS Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process. Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind AS Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Ind AS 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 Ind AS Consolidated 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 Holding Company has adequate internal financial controls with reference to Consolidated financial statements 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated financial statements, including the disclosures, and whether the Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

We did not audit the financial statements/ financial information of the subsidiary entities - TMART PLATFORM PRIVATE LIMITED included in the consolidated financial results, whose financial statements reflect total assets of Rs. 10.66 lakhs as at 31st March, 2022 and total revenues of Rs. 8.50 lakh and, total net loss of Rs. 1.53 Lakhs for the year ended 31st March 2022, and cash flows (net) of Rs. 0.034 Lakhs for the year ended 31st March 2022, as considered in the Consolidated Ind AS-110 Financial Statements. These Ind AS financial statement and other financial information have been audited by other auditor whose reports have been furnished to us by the management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of

these subsidiaries and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the report(s) of such other auditor.

Our opinion above on the consolidated Ind AS financial statements, and our report on Other Legal and regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditor and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. With respect to the matters specified in clause (xxi) of paragraph and paragraph 4 of the Companies (Auditor's Report) Order, 2020 (the "Order" / "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO report issued by us and the auditors of respective companies included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, as provided to us by the Management of the Holding Company, we report that there are no qualifications or adverse remarks in these CARO reports of the said respective companies included in the consolidated financial statements.
2. As required by Section 143(3) of the Act, we report that:
 - a) We/the other auditors whose report we have relied upon 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 of the aforesaid consolidated Ind AS financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;
 - d) In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - e) On the basis of the written representation received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013.
 - f) With respect to the adequacy of the Internal financial controls with reference to these Consolidated financial statements and the operating effectiveness of such internal controls which is based on the auditor's report of the Holding Company and subsidiaries, refer to our separate Report in "Annexure-A" to this report. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Group Company's Internal financial controls with reference to financial statements.
 - g) In our opinion, the managerial remuneration for the year ended March 31, 2022 has been paid/ provided by the Holding Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements as also the other financial information of the subsidiary, as noted in the 'Other Matter' paragraph:
 - i. The group has no pending litigations, hence its impact on the consolidated financial position in its consolidated financial statements is not disclosed.

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.
- iv. (a) The Management of the Parent Company has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent Company or the subsidiary, to or in any other person(s) or entity(ies), including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

 (b) The Management of the Parent Company has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Group from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

 (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v) The Parent Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

FOR Dassani& Associates**Chartered Accountants**

Firm Registration Number: 009096C

Churchill Jain

Partner

Membership No. 409458

UDIN: 22409458AJJYIO2182

Place: Mumbai

Date: May 21, 2022

Annexure A - Referred to in paragraph (f) under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date to the members of Prismx Global Ventures Limited for the year ended March 31, 2022

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of subsection 3 of Section 143 of the Companies Act, 2013 (the "Act")

In conjunction with our audit of consolidated Ind AS financial statements of the Company as of and for the year ended 31st March 2022, we have audited the internal financial controls with reference to Consolidated Financial Statements of **PRISMx GLOBAL VENTURES LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Group Company's internal financial controls with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal financial controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI 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 with reference to Consolidated Financial Statements 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 with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements 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 Holding Company and its subsidiaries internal financial controls with reference to Consolidated Financial Statements.

Meaning of Internal Financial Controls with reference to these Consolidated Ind AS financial statements

A company's internal financial controls with reference to Consolidated Financial Statements 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 controls with reference to Consolidated Financial Statements 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 with reference to these Consolidated Ind AS financial statements

Because of the inherent limitations of internal financial controls with reference to Consolidated Financial Statements, 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 with reference to Consolidated Financial Statements to future periods are subject to the risk that the internal financial controls with reference to Consolidated Financial Statements 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 and based on the consideration of the report of the other auditors of subsidiaries have, in all material respects, an adequate internal financial controls with reference to Consolidated Financial Statements system and such internal financial controls were operating effectively as at 31st March, 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 Dassani& Associates

Chartered Accountants

Firm Registration Number: 009096C

Churchill Jain

Partner

Membership No. 409458

UDIN: 22409458AJJYIO2182

Place: Mumbai

Date: May 21, 2022

Prismx Global Ventures Ltd

(Formerly name as Gromo Trade & Consultancy Limited)

Consolidated Balance Sheet as at March 31, 2022

		Amount in lakhs	
Particulars	Note	As at March 31, 2022	As at March 31, 2021
ASSETS			
1 Non - Current Assets			
a) Right of use asset	29	8.38	-
b) Intangible Assets	4B	6.98	-
c) Intangible Assets under development	4C	8.75	-
d) Financial assets			
i) Investments	5	690.70	392.91
ii) Other non current financial assets	6	49.63	-
e) Deferred tax assets (net)	7	-	13.19
f) Income tax assets (net)	8	39.51	-
Total Non - Current Assets (A)		803.96	406.10
2 Current assets			
a) Financial assets			
i) Trade receivables	9	123.70	132.62
ii) Cash and cash equivalents	10	601.62	206.80
iii) Bank balances other than (ii) above		1101.93	-
iv) Loans	11	1713.79	3447.89
b) Other Current financial assets	12	268.94	293.18
c) Other Current assets	13	0.99	-
Total Current Assets (B)		3810.97	4080.49
TOTAL ASSETS (A+B)		4614.93	4486.59
EQUITY AND LIABILITIES			
1 Equity			
a) Equity share capital	14	2839.00	2839.00
b) Other equity	15	1494.60	1387.03
Equity attributable to owners of the Company		4333.60	4226.03
Non-controlling interests		4.15	-
Total Equity		4337.75	4226.03
2 LIABILITIES			
Non-current liabilities			
a) Financial liabilities- Lease liability	29	5.73	-
b) Deferred tax liabilities (net)	7	13.19	-
Total non-current liabilities		18.92	-
Current liabilities			
a) Financial liabilities			
i) Borrowings	16	127.01	124.81
ii) Lease liability	29	3.01	-
iii) Trade payables	17	128.17	126.85
c) Current tax liabilities (net)	18	-	8.86
d) Other current liabilities	19	0.08	0.05
Total current liabilities (B)		258.26	260.57
TOTAL EQUITY AND LIABILITIES (A+B)		4614.93	4486.59

Summary of significant accounting policies

The accompanying summary of Significant accounting policies and other explanatory information are an integral part of the financial statements

As per our report of even date attached.

FOR Dassani & Associates

Chartered Accountants

Firm Registration Number: 009096C

Sd/-

Churchill Jain

Partner

Membership No. 409458

PLACE : MUMBAI

DATE : May 21, 2022

For Prismx Global Ventures Limited

Sd/-

Tejas Vinod Rai Hingu

Managing Director

DIN: 06936684

Sd/-

Shreya Garg

Company Secretray

Sd/-

Ravindra Bhaskar Deshmukh

Director

DIN: 00290973

Sd/-

Pratiksha Mashkariya

Chief Financial Officer

Prismx Global Ventures Ltd

(Formerly name as Gromo Trade & Consultancy Limited)

Consolidated Statement of Profit and loss for the year ended March 31, 2022

Amount in lakhs

Particulars	Note	Amount in lakhs	
		For the year ended March 31,2022	For the year ended March 31,2021
1 Income			
(a) Revenue from operations	20	902.08	792.03
(b) Other income	21	4.43	4.91
Total income		906.51	796.94
2 Expenses			
(a) Purchase of traded goods	22	706.24	571.95
(a) Change in inventories of traded goods	23	-	1.52
(b) Employee benefits expense	24	20.98	6.70
(c) Finance costs	25	0.45	0.01
(d) Depreciation and amortization expense	4 & 29	2.07	-
(e) Other expenses	26	118.27	67.87
Total expenses		848.01	648.06
3 Loss/profit before tax (1-2)		58.50	148.88
4 Tax expense	27		
(a) Current tax - Current Year		-24.10	-24.85
(b) Deferred tax		-0.22	-10.57
(c) Adjustment of tax relating to earlier periods		-1.81	20.27
Total tax expense		-26.13	-15.14
5 Profit/Loss for the year (3-4)	A	32.36	133.73
6 Other comprehensive income			
Items that will not be reclassified to profit or loss		100.62	-2.53
Tax benefit on items that will not be reclassified to profit or loss		-26.16	0.66
Other comprehensive income for the year	B	74.46	-1.87
7 Total comprehensive loss for the year (5+6)	(A+B)	106.82	131.86
8 Profit attributable to:			
Owners of the Company		33.12	-
Non-controlling interest		-0.75	-
9 Other comprehensive income attributable to:			
Owners of the Company		74.46	-
Non-controlling interest		-	-
10 Total comprehensive income attributable to:			
Owners of the Company		107.57	-
Non-controlling interest		-0.75	-
11 Earnings per equity share (face value Rs. 1 each)	28		
Basic and Diluted		0.01	0.46

Summary of significant accounting policies

The accompanying summary of Significant accounting policies and As per our report of even date attached.

FOR Dassani & Associates

Chartered Accountants

Firm Registration Number: 009096C

Sd/-

Churchill Jain

Partner

Membership No. 409458

PLACE : MUMBAI

DATE : May 21, 2022

3

For Prismx Global Ventures Limited

Sd/-

Tejas Vinod Rai Hingu

Managing Director

DIN: 06936684

Sd/-

Shreya Garg

Company Secretary

Sd/-

Ravindra Bhaskar Deshmukh

Director

DIN: 00290973

Sd/-

Pratiksha Mashkariya

Chief Financial Officer

Prismx Global Ventures Ltd (Formerly name as Gromo Trade & Consultancy Limited) Cash Flow statement for the year ended March 31, 2022				
Amount in lakhs				
Particulars	For the year ended March 31, 2022		For the year ended March 31, 2021	
A) Operating Activities				
Profit before tax		60.03		148.88
Adjustment to reconcile profit before tax to net cash flows				
Depreciation	2.07			
Finance Cost	0.35		1,180.00	
Interest on income tax refund	(0.21)		-	
Bad debts	49.72		57.39	
Gain on sale of Investment	3.55		(4.47)	
		55.49		52.94
Cash flow from operating activities before working capital adjustments		115.52		201.81
Working Capital adjustments				
Inventory	-		1.52	
Loans	1,685.18		(40.24)	
Other financial assets	(25.39)		(1.12)	
Trade Receivables	10.00		10.96	
Other current assets	(0.99)		-	
Trade Payables	1.32		(1.33)	
Other current liabilities	0.02		(9.32)	
		1,670.14		(39.54)
		1,785.67		162.28
		(74.07)		(2.51)
		1,711.60		159.77
Net cash flow generated from Operating Activities				
B) Investing Activities				
Purchase of intangible assets	(7.70)			
Proceed from sale of Investment (Net)	-		13.52	
Investment made during the year	(205.82)		-	
Investment in fixed deposit for more than three months	(1,101.93)		-	
Gain on Sale of Investment			-	
Net cash flow generated from / (used in) Investing Activities		(1,315.45)		13.52
C) Financing Activities				
Finance cost	(0.35)		(0.01)	
Increase / (Decrease) in borrowings	-		(0.89)	
Payment of lease liability	(1.00)		-	
Net cash flow used in financing Activities		(1)		(0.90)
Net increase in Cash and cash equivalents		394.79		172.39
Cash and cash equivalents at the beginning of the year		206.80		34.41
Cash and cash equivalents at the end of the year		601.59		206.80
Notes				
Cash & Cash Equivalents				
1 Cash and Cash Equivalents Includes: (Refer Note No 8)				
Cash in Hand		1.66		1.90
<u>Balance with Banks</u>				
- In Current Account		12.80		204.90
- In deposit Account		587.13		-
		601.59		206.80
Summary of significant accounting policies	3			
Notes to the Statement of Cash Flow				
(i) The Statement of Cash Flow has been prepared under the 'Indirect Method' set out in Ind AS 7 'Statement of Cash Flow'.				
(ii) As per the amendment in Ind AS 7 'Statement of Cash flow' : Disclosure of changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.				
For the year ended March 31, 2022:				
Particulars	As at March 31, 2022	Cash Flows	Non-cash Changes	As at March 31, 2021
Non Current Borrowings	-	-	-	-
Current Borrowings	124.81	-	-	124.81
For the year ended March 31, 2021:				
Particulars	As at March 31, 2021	Cash Flows	Non-cash Changes	As at March 31, 2020
Non Current Borrowings	-	-	-	-
Current Borrowings	124.81	(0.89)	-	125.70
The accompanying summary of Significant accounting policies and other explanatory information are an integral part of the financial statements				
As per our report of even date attached.				
FOR Dassani & Associates				
Chartered Accountants				
Firm Registration Number: 009096C				
For Prismx Global Ventures Limited				
Sd/-			Sd/-	
Tejas Vinod Rai Hingu			Ravindra Bhaskar Deshmukh	
Managing Director			Director	
DIN: 06936684			DIN: 00290973	
Sd/-			Sd/-	
Churchill Jain			Pratiksha Mashkariya	
Partner			Chief Financial Officer	
Membership No. 409458				
PLACE : MUMBAI				
DATE : May 21, 2022				

Prismx Global Ventures Ltd

(Formerly name as Gromo Trade & Consultancy Limited)

Statement for Changes in equity for the year ended March 31, 2022

A. Equity Share Capital

Issued, Subscribed and Fully Paid Up Shares of Rs. 10/- par value)	No. of Shares	Amount in lakhs
At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)	28,390,000	2839.00
Increase/Decrease during the year	-	-
As at March 31, 2021 (2,83,90,000 equity shares Re. 10/- par value)	28,390,000	2839.00
Increase/Decrease during the year	-	-
As at March 31, 2022 (28,39,00,000 equity shares Re. 1/- par value)	283,900,000	2839.00

* Stock was split from Rs. 10 to Rs. 1 on 22nd Oct 2021.

B. Other Equity

(Amount in Rs)

Particulars	Reservers and Surplus		Other items of Other comprehensive income	Total
	Securities premium Reserve	Retained Earnings		
Balance at at April 01, 2020	1391.30	-131.72	-4.41	1255.17
Profit for the year & Fair Value Adjustment	-	133.73	-	133.73
Other Comprehensive Income	-	-	-1.87	-1.87
Balance at at March 31, 2021	1391.30	2.01	-6.28	1387.03
Profit for the year & Fair Value Adjustment		33.90	74.46	108.36
Other Comprehensive Income				0.00
Balance at at March 31, 2022	1391.30	35.91	68.17	1495.39

Summary of significant accounting policies 3

The accompanying summary of Significant accounting policies and other explanatory information are an integral part of the financial statements

As per our report of even date attached.

FOR Dassani & Associates**For Prismx Global Ventures Limited**

Chartered Accountants

Firm Registration Number: 009096C

sd/-

Churchill Jain

Partner

Membership No. 409458

SD/-

Tejas Vinod Rai Hingu**Managing Director****DIN: 06936684**

SD/-

Ravindra Bhaskar Deshmukh**Director****DIN: 00290973****PLACE : MUMBAI****DATE : May 21, 2022**

SD/-

Shreya Garg**Company Secretray**

SD/-

Pratiksha Mashkariya**Chief Financial Officer**

Prismx Global Ventures Limited (Formerly known as Gromo Trade & Consultancy Limited)**Notes to Financial Statement for the year ended March 31, 2022****1 Company Overview**

The Company Prismx Global Ventures Ltd (Formerly known as Gromo Trade & Consultancy Limited) is an existing public limited company incorporated on 15/01/1973 under the provisions of the Indian Companies Act, 1956 and deemed to exist within the purview of the Companies Act, 2013, having its registered office at 1st Floor, Purva Building, Tejpal Scheme Road 3, Vile Parle East, Mumbai - 400057 -. The Company offers diverse range activities in Sports and Entertainment including Sports Infrastructure aggregation, Consultancy, and without limiting the scope, to organize Sports and Entertainment events. The equity shares of the Company are listed on BSE Limited ("BSE"). The financial statements are presented in Indian Rupee (INR).

2 Basis of Preparation Of Financial Statement**A Statement of Compliance**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time and other accounting principles generally accepted in India.

These financial statements have been prepared and presented under the historical cost convention with the exception of certain assets and liabilities that are required to be carried at fair values by Ind AS. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between the market participants at the measurement date.

The financial statements were authorized for issue by the Company's Board of Directors on May 21, 2022.

These financial statements are presented in Indian Rupees (INR), which is also the functional currency. All the amounts have been rounded off, unless otherwise indicated.

B Significant accounting judgment, estimates and assumptions

'The preparation of the Company's financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Future results could differ due to these estimates and differences between the actual results and the estimates are recognised in the periods in which the results are known / materialized. Estimates and underlying assumptions are reviewed on an ongoing basis.

'The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based on its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Taxes

'The Company's tax jurisdiction is India. Significant judgments are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. Significant management judgment is also required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies, including estimates of temporary differences reversing on account of available benefits from the Income Tax Act, 1961.

- c) The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
- Expected to be realized or intended to be sold or consumed in normal operating cycle
 - Held primarily for the purpose of trading
 - Expected to be realized within twelve months after the reporting period, or
 - Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

3 Summary of Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

Cash And Cash Equivalents

investments that are readily convertible into known amounts of cash and which are subject to in significant risk of changes in value.

Property, plant and equipment

The Company has elected to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost in accordance with the exemption provided under INDAS 101.

Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any such cost includes the cost of replacing part of the plant and equipment and borrowing its for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Revenue Recognition

The Company satisfies a performance obligation and recognizes revenue over time, if one of the following criteria is met:

1. The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment. The Company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent.

The Company has concluded that it is acting as a principal in all of its revenue arrangements. As per the underlying construction contracts in force, the Company bears certain indirect tax as its own expense, and are effectively acting as principals and collecting the indirect taxes on their own account. Accordingly, revenue from operations is presented as gross of such indirect taxes.

(I) Sales

(i) Sales are recognised when significant risks and rewards are transferred to the buyer as per the contractual terms or on dispatch where such dispatch coincides with transfer of significant risks and rewards to the buyer.

ii) Interest income on financial asset is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instruments.

(II) Other Income**Dividends**

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the group, and the amount of the dividend can be measured reliably.

Inventories Valuation

(i) Cost of Materials, components, stores & spares and packing material is arrived at Weighted Average Cost and Cost of goods purchased

(ii) Scrap is valued at net realizable value.

Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Borrowing Cost

(i) Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Investments

All equity instruments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable

Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Employee Benefit

- i) Short term employee benefits are recognised as an expense at the undiscounted amounts in the Statement of Profit & Loss for the year in which the related service is rendered
- ii) The Company does not provide for retirement benefits. The same shall be payable on due basis

Segment Report

- (i) The company identifies primary segment based on the dominant source, nature of risks and returns and the internal organization and management structure. The operating segment are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

Leases

Taxation

- (i) The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for the jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, to unused tax losses and unabsorbed depreciation.

Current and deferred tax is recognized in the Statement of Profit and Loss except to the extent it relates to items recognized directly in equity or other comprehensive income, in which case it is recognized in equity or other comprehensive income.

- (ii) Provision for Income tax is made on the basis of the estimated taxable income for the current accounting period in accordance with the Income- tax Act, 1961 and Revised Income Computation and Disclosure Standards (ICDS) of the Income-tax Act, 1961.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable Entity and the same taxation authority.

Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the assets belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

Provisions and Contingent Liabilities

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Operating Cycle

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non current.

Financial Instruments

(I) Financial Assets

(i) Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

(ii) Subsequent measurement

(a) Financial assets carried at amortised cost (AC): A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(b) Financial assets at fair value through other comprehensive income (FVTOCI): A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(c) Financial assets at fair value through profit or loss (FVTPL): A financial asset which is not classified in any of the above categories are measured at FVTPL.

(iii) Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

(a) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

(b) Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to

determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

(II) Financial Liabilities

(i) Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

(ii) Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss

Loans and borrowings

This is the category most relevant to the company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are de-recognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings

De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the standalone balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously

Prismx Global Ventures Ltd**Notes to Consolidated Financial Statement for the year ended March 31, 2022****Note 4A : - Property Plant & Equipment**

Particulars	Amount in lakhs	
	Property, Plant & Equipment	
	Computer Equipment	Total
Year Ended March 31, 2022		
Gross Carrying Value		
Opening Balance	0.29	0.29
Addition	-	-
Deduction	-	-
Closing Balance	0.29	0.29
Accumulated Depreciation and Amortisation		
Opening Balance	0.29	0.29
Depreciation for the year	-	-
Deduction	-	-
Closing Balance	0.29	0.29
Net Carrying Amount	-	-
Year Ended March 31, 2021		
Gross Carrying Value		
Opening Balance	0.29	0.29
Addition	-	-
Deduction	-	-
Closing Balance	0.29	0.29
Accumulated Depreciation and Amortisation		
Opening Balance	0.29	0.29
Depreciation for the year	-	-
Deduction	-	-
Closing Balance	0.29	0.29
Net Carrying Amount	-	-

Note 4B : - Intangible assets

Particulars	Intangible assets		
	OTT platform	Content on AIR	Total
Year Ended March 31, 2022			
Gross Carrying Value			
Opening Balance			-
Addition	5.17	2.53	7.70
Deduction	-	-	-
Closing Balance	5.17	2.53	7.70
Accumulated Depreciation and Amortisation			
Opening Balance	-	-	-
Depreciation for the year	0.63	0.09	0.72
Deduction	-	-	-
Closing Balance	0.63	0.09	0.72
Net Carrying Amount	4.54	2.45	6.98
Year Ended March 31, 2021			
Gross Carrying Value			
Opening Balance	-	-	-
Addition	-	-	-
Deduction	-	-	-
Closing Balance	-	-	-
Accumulated Depreciation and Amortisation			
Opening Balance	-	-	-
Depreciation for the year	-	-	-
Deduction	-	-	-
Closing Balance	-	-	-
Net Carrying Amount	-	-	-

Note 4C : - Intangible assets under development

Particulars	Amount
Opening as at 1 April 2020	-
Addition	-
Capitalised during the year	-
Closing amount as at 31 March 2021	-
Addition	8.75
Capitalised during the year	-
Closing amount as at 31 March 2022	8.75

Intangible Asset under Development (IAUD) Ageing Schedule#

As at 31 March 2022

Particulars	Amount in IAUD for a period of		
	Less than 1 Year	1-2 years	Total
Projects in progress	8.75	-	8.75
Projects temporarily suspended	-	-	-
	8.75	-	8.75

As at 31 March 2021

Particulars	Amount in IAUD for a period of		
	Less than 1 Year	1-2 years	Total
Projects in progress	-	-	-
Projects temporarily suspended	-	-	-
	-	-	-

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

Note 5 :- Investments

Particulars	Face Value	No of Shares	As at March 31, 2022	No of Shares	As at March 31, 2021
Unquoted Investments					
Investment in subsidiaries (measured at cost)					
Tmart Platform Private Limited	10	51,000	5.10	-	-
Equity Instruments (at fair value)					
PHL Sports India Pvt Ltd	10	3,250	52.00	3,250	52.00
Preference Shares					
Saptashrungi Alloy Pvt Ltd	10	678,645	338.25	678,645	338.25
Total Value of unquoted investment (A)			395.35		390.25
Quoted (Fair value through Profit & Loss)					
Equity Instruments (fully paid)					
Esaar India Limited					
Accentia Technologies Limited					
Confidence Finance & Trading Limited	10		-	37,239	1.84
Terrascop Ventures Ltd	5	13,000	0.68	30,431	0.82
Tilak Venture Limited	1	44,880	5.69	-	-
Empyrean Cashew Limited	10	402,000	177.28	-	-
Equity Instruments (partly paid up)					
Tilak Venture Limited		1,282,067	116.80		
Total Value of Quoted equity Investments (B)		1,741,947	300.45	67,670	2.66
Total Investments (A+B)			695.80		392.91
Agreegate book value of quoted Investments					125.08
Agreegate fair value of quoted Investments			300.45		2.66
Agreegate book value of unquoted Investments			395.35		390.25

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

Note 6 :- Other financial assets

Security Deposit

49.63

-

Total Other Financials Assets

49.63

Note 7 :- Deferred tax Assets

Deferred tax Asset

Accelerated Depreciation for tax Purpose

-

0.01

MAT Credit Entitlement

10.89

10.89

Lease liability

2.27

-

Other Comprehensive Income

-

2.29

13.16

13.19

Deferred tax Liability

Accelerated Depreciation for tax Purpose

0.30

-

Right of use asset

2.18

-

Other Comprehensive Income

23.87

-

26.35

-

Net Deferred Tax Asset/ (Liability)

-13.19

13.19

Note 8 :- Income tax assets

Advance tax

39.51

-

39.51

-

Note 9 :- Trade receivables

Trade receivables

122.62

132.62

Unsecured, Credit Impaired

-

-

122.62

132.62

Ageing analysis

Less than 90 days

-

Between 90 days to 365 days

-

Beyond 365 days

122.62

132.62

122.62

132.62

Trade receivables Ageing Schedule

As at 31 March 2022

Particulars	Current but not due	Outstanding for following periods from due date of payment			
		Less than 6 Months	6 months – 1 year	1-2 years	2-3 years
Undisputed Trade Receivables – considered good	-	-	-	-	-
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-
Disputed Trade Receivables – considered doubtful	-	-	-	-	122.62
Total	-	-	-	-	122.62

As at 31 March 2021

Particulars	Current but not due	Outstanding for following periods from due date of payment			
		Less than 6 Months	6 months – 1 year	1-2 years	2-3 years
Undisputed Trade Receivables – considered good	0	-	-	-	-
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	10.00	-
Disputed Trade Receivables – considered doubtful	-	-	-	122.62	-
Total	-	-	-	132.62	-

The company uses expected credit loss allowances for trade receivables based on management projections.

Trade receivables are generally non - interest bearing and generally are on terms of 30-90 days although the Company provide extended credit period considering business and commercial arrangements with the customers.

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member except otherwise stated in Schedule of Related Party Disclosures.

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

	As at March 31, 2022	As at March 31, 2021
Note 10- Cash and Cash equivalents		
Balance with Banks		
- On current accounts	12.80	204.90
-Deposits with original maturity of less than three months	587.13	-
Cash on Hand	1.66	1.90
		0
	601.59	206.80
Note 10B- Bank balance other than above		
	As at March 31, 2022	As at March 31, 2021
Bank Fixed Deposits Account less than 12 Months for maturity	1101.93	
	1101.93	-
Note 11 - Loans (Unsecured, Considered Good, unless specified otherwise)		
Loans and advances to Related Parties	57.52	98.72
Loans and advances to Others	1655.47	3349.17
TDS Receivable		
	1712.99	3447.89
i) The carrying amounts of Loans and advances are considered to be the same as their fair values ,as all the loans are demand loans and short term in nature.		
ii) Loans mentioned above are interest bearing as per the pre determined contract with the lendee except some of the cases where interest has not been charged during the year as the party is not in position to pay interest.		
iii) Loans are non-derivative financial assets measured at amortised cost.		
Note 12 - Other Current Financial Assets		
Advances to Staff		
Deposits		-
Balance with government authorities	12.71	42.94
Security deposit	250.00	250.00
Other receivables	-	0.24
Accrued Interest on FD	6.23	-
	268.94	293.18
Note 13 - Other Current Assets		
Prepaid Expenses	0.99	-
	0.99	-

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

Note 14 - Equity Share Capital

Authorized Share Capital

At the beginning of the year (3,32,50,000 equity shares Re. 10/- par value)

Increase/(Decrease) during the year

At the end of the year * (43,25,00,000 equity shares Re. 1/- par value)

(Previous Year 3,32,50,000 equity shares Re. 10/- par value)

Issued, Subscribed and Fully Paid Up Shares

At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)

Increase/(Decrease) during the year

At the end of the year * (Shares 28,39,00,000 equity shares Re. 1/- par value)

(Previous Year 2,83,90,000 equity shares Re. 10/- par value)

Note No 14.1: The reconciliation of the number of shares outstanding

Number of shares at the beginning *

Increase/(Decrease) during the year

Number of shares at the end

* Stock was split from Rs. 10 to Rs. 1 on 22nd Oct 2021.

Note 14.2: Terms/rights attached to equity shares

(A) The company has only one class of equity shares having a par value of Re. 10 per share. Each holder of equity shares is entitled to one vote per share.

(B) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note 14.3 : The details of shareholders holding more than 5% shares in the company :

Name of the shareholder

Amardeep Kadam

Anand Kamalnayan Pandit

	As at March 31, 2022	As at March 31, 2021
Authorized Share Capital		
At the beginning of the year (3,32,50,000 equity shares Re. 10/- par value)	3325.00	3325.00
Increase/(Decrease) during the year	1000.00	-
At the end of the year * (43,25,00,000 equity shares Re. 1/- par value)	4325.00	3325.00
(Previous Year 3,32,50,000 equity shares Re. 10/- par value)		
Issued, Subscribed and Fully Paid Up Shares		
At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)	2839.00	2839.00
Increase/(Decrease) during the year	-	-
At the end of the year * (Shares 28,39,00,000 equity shares Re. 1/- par value)	2839.00	2839.00
(Previous Year 2,83,90,000 equity shares Re. 10/- par value)		

As at 31st March, 2022		As at 31st March, 2021	
No. of Shares	Amount	No. of Shares	Amount
283,900,000	2839.00	28,390,000	2839.00
-	-	-	-
283,900,000	2839.00	28,390,000	2839.00

As at 31st March, 2022		As at 31st March, 2021	
No. of shares held	% held as at	No. of shares held	% held as at
15,000,000	5.28	1,500,000	5.28
16,000,000	5.64	1,600,000	5.64

Details of shares held by promoters

As at 31 March 2022

Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
DHEERAJ SHAH *	2,372,600	-	2,372,600	60%	-
PARESH B SHAH *	1,600,000	-	1,600,000	40%	-
Total	3,972,600	-	3,972,600	100%	-

* Stock was split from Rs. 10 to Rs. 1 on 22nd Oct 2021.

As at 31 March 2021

Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
DHEERAJ SHAH	237,260	-	237,260	60%	-
PARESH B SHAH	160,000	-	160,000	40%	-
Total	397,260	-	397,260	100%	-

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

Note 15 - Other Equity

Retained earning (A)

At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)

Profit for the year

Total retained earning**Less: Fair Value Adjustment**

Less: Transferred to/ from OCI

Total retained earning**Security Premium (B)**

At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)

Increase/(Decrease) during the year

At the end of the year * (Shares 28,39,00,000 equity shares Re. 1/- par value)

Other Comprehensive Income (C)

Opening Balance

Add/ (Less): Changes during the year (net)

Closing Balance

	As at March 31, 2022	As at March 31, 2021
At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)	2.01	-131.72
Profit for the year	33.90	133.73
Total retained earning	35.91	2.01
Less: Fair Value Adjustment		-
Less: Transferred to/ from OCI		-
Total retained earning	35.91	2.01
Security Premium (B)		
At the beginning of the year (2,83,90,000 equity shares Re. 10/- par value)	1391.30	1391.30
Increase/(Decrease) during the year	-	-
At the end of the year * (Shares 28,39,00,000 equity shares Re. 1/- par value)	1391.30	1391.30
Other Comprehensive Income (C)		
Opening Balance	-6.28	-4.41
Add/ (Less): Changes during the year (net)	74.46	-1.87
Closing Balance	68.17	-6.28
Total other Equity (A+B+C)	1495.39	1387.03

i) Retained earnings are the losses incurred by the company till date , less any transfers made to general reserve, dividends if any distributed to shareholders previously

ii) Securities premium is recorded by the premium on issue of shares.

iii) The company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the Equity instruments through Other Comprehensive Income within equity.

CURRENT FINANCIAL LIABILITIES

Note 16 - Current Borrowings

Loan from a third party

Interest bearing, Unsecured Loan

Buyers Credit

	As at March 31, 2022	As at March 31, 2021
Loan from a third party	124.81	124.81
Interest bearing, Unsecured Loan		
Buyers Credit	124.81	124.81

This loan is unsecured and is repayable on demand. The Company is in talks with Lendor to square off the loan but the Lendor has not yet given the confirmation for repayment. However, both the parties have agreed that the loan shall not carry any interest and necessary documentation has been done to that effect.

Note 17 - Trade Payables

Trade payables

-Total outstanding dues of micro and small enterprises

-Total outstanding dues of creditors other than micro and small enterprises

	As at March 31, 2022	As at March 31, 2021
-Total outstanding dues of micro and small enterprises		-
-Total outstanding dues of creditors other than micro and small enterprises	128.17	126.85
	128.17	126.85

As at 31 March 2022

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 Year	1-2 years	2-3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	3.05		0.24	3.29
Disputed dues of micro enterprises and small enterprises	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-		
			124.88	124.88
Total	3.05	-	125.12	128.17

As at 31 March 2021

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 Year	1-2 years	2-3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	0.90	1.07	-	1.97
Disputed dues of micro enterprises and small enterprises	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-			
		124.88	-	124.88
Total	0.90	125.95	-	126.85

Terms and condition of above financial liability

Trade payable are non interest bearing and are normally settled in 90 days term.

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended
March 31, 2022

Note 18 - Liabilities for Current Tax (net)

	As at March 31, 2022	As at March 31, 2021
Provision for taxation (net of advance tax and TDS)	-	8.86
	-	8.86

Note 19 - Other Current Liabilities

	As at March 31, 2022	As at March 31, 2021
Statutory Dues Payable (TDS & Professional Tax)	0.08	0.05
Advances from customer	-	-
	0.08	0.05

Prismx Global Ventures Ltd

Notes to Consolidated Financial Statement for the year ended March 31, 2022

	For the year ended March 31, 2022	For the year ended March 31, 2021
Note 20 : Revenue from Contract with customers		
Note 20.1 - Disaggregated revenue information		
Revenue from contracts with customer		
Type of goods and services		
Sale of Fabric	-	387.80
Sale of Chemical	-	-
Sale of Glass	-	-
Sale of Gold	715.32	184.40
Sale of Sand	-	-
Finance and consultancy service	6.50	-
Revenue from OTT platform	8.50	-
Others - Interest income	171.76	219.82
Total revenue from contracts with customers	902.08	792.03
Geographical distribution of goods and services		
India	902.08	792.03
Outside India	-	-
Total revenue from contracts with customers	902.08	792.03
Timing of revenue recognition		
Goods transferred at a point of time	715.32	572.20
Services provided at a point of time	15.00	-
Interest booked over period time	171.76	219.82
Total revenue from contracts with customers	902.08	792.03

Prismx Global Ventures Ltd.

Notes to Consolidated Financial Statement for the year ended March 31, 2022**20.2 Performance Obligation**

Information about company's performance obligation is listed below :-

Fabric, Sand, Glass, Commodity and Gold

The performance obligation is satisfied upon delivery of the above mentioned goods and payment is generally due within 30 to 90 days from delivery.

The performance obligation to deliver goods within the procurement lead time has only one option The customer has to pay as per contract price.

Interest Income

The performance obligation is satisfied over-time, accrual of interest and payment of principal and interest is generally due as per the contracts entered between the company and customer.

20.3 Contract Balances

	As at March 31, 2022	As at March 31, 2021
Trade receivables	255.24	132.62
Total Contract Balances	255.24	132.62

Note 21 - Other Income

	For the year ended March 31, 2022	For the year ended March 31, 2021
Short Term Capital Gain on sale of shares and securities	4.19	-
Long Term Capital Gain on sale of shares and securities	-	4.47
Interest on income tax refund	0.21	0.44
Interest on Security deposit discounting	0.03	-
Miscellaneous Income	0.00	-
	4.43	4.91

Note 22 - Purchases of Stock - in - Trade

	For the year ended March 31, 2022	For the year ended March 31, 2021
- Purchases of Fabric	-	385.95
- Purchase of Gold	706.24	186.00
	706.24	571.95

Note 23 - Changes in Inventories of Stock - in - Trade

	For the year ended March 31, 2022	For the year ended March 31, 2021
Inventories at the beginning of the year		
Traded Goods	-	1.52
Inventories at the end of the year		
Traded Goods	-	-
	-	1.52

Note 24 - Employee benefit Expenses

	For the year ended March 31, 2022	For the year ended March 31, 2021
Salaries, Wages and Bonus	9.47	4.63
Director Remuneration	11.51	2.07
	20.98	6.70

Note 25 - Finance Cost

	For the year ended March 31, 2022	For the year ended March 31, 2021
Interest on lease liability	0.35	-
Bank Charges	0.10	0.01
	0.45	0.01

Prismx Global Ventures Ltd.

Notes to Consolidated Financial Statement for the year ended March 31, 2022

Note 26 - Other Expenses

	For the year ended March 31, 2022	For the year ended March 31, 2021
Listing Fees	3.00	3.00
Depository/Share Transfer Charges	7.66	2.35
Rent Rates & Taxes	0.32	-
Right issue expense	28.10	-
OTT operation & license fee	9.37	
Sales Promotion	0.58	0.43
Payment to Statutory Auditor	1.20	1.00
Legal & Professional	4.48	3.60
Bad Debts	49.72	57.39
Transportation Charges	-	0.06
Miscellaneous expenses	0.87	0.04
Loss on sale of investment in shares	7.74	-
Penalty & late fees charges	5.22	-
	118.27	67.87
Payment to auditors		
As auditors :-		
- Statutory audit fees	1.20	1.00
	1.20	1.00

Note 27 - Tax expenses

	For the year ended March 31, 2022	For the year ended March 31, 2021
Current tax	-24.10	-24.85
Deferred tax	-0.22	-10.57
Tax adjustment related to previous years	-1.81	20.27
Total tax expense	-26.13	-15.14
Reconciliation of tax expense and the accounting of profit/ (loss) multiplied by Indian Domestic tax rate for March 31, 2022 and March 31, 2021		
Accounting profit	60.03	148.88
Tax rate for Corporate Entity as per the Income Tax Act, 1961	26.00%	26.00%
Tax expense as per the Income Tax Act, 1961	15.61	38.71
Tax charged at different rate	8.71	-3.36
Tax adjustment of earlier years	1.81	-20.27
Others		0.07
Total Tax Expense	26.13	15.14

Note 28 - Earning per share

	For the year ended March 31, 2022	For the year ended March 31, 2021
(A) Profit attributable to Equity Shareholders (Rs.)	32.36	131.86
(B) No. of Equity Share outstanding during the year	283,900,000	28,390,000
(C) Face Value of each Equity Share (Rs.)	1	10
(D) Basic & Diluted earning per Share (Rs.)	0.01	0.46

Prismx Global Ventures**Notes to Consolidated Financial Statement for the year ended March 31, 2022****Note 29 - Leases**

The Company's significant leasing arrangements are in respect of office premises and equipment taken on leave and licence basis.

(i) The following is the summary of practical expedients elected:

a) Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

b) Applied the exemption not to recognize right-of-use assets and liabilities for leases :

a. with less than 12 months of lease term on the date of initial application

(ii) The effect of depreciation and interest related to Right Of Use Asset and Lease Liability are reflected in the Statement of Profit and Loss under the heading "Depreciation and Amortisation Expense" and "Finance costs".

(iii) The weighted average incremental borrowing rate applied to lease liabilities for FY 21-22 is 9.50%.

The changes in the carrying value of ROU assets for the year ended March 31, 2022 are as follows:

Amount in lakhs	
Particulars	Total amount
Balance as at March 31, 2021	-
Addition	9.74
Deletion	-
Depreciation	1.35
Balance as at March 31, 2022	8.38

The break-up of current and non-current lease liabilities as at March 31, 2022 is as follows:

Particulars	Amount in lakhs	
	As at March 31, 2022	As at March 31, 2021
Current lease liabilities	3.01	-
Non- current lease liabilities	5.73	-
Total	8.74	-

The movement in lease liabilities during the year ended March 31, 2022 is as follows:

Amount in lakhs	
Particulars	Year ended March 31, 2021
Balance as at March 31, 2021	-
Addition	9.74
Deletion	-
Finance cost accrued	0.35
Payment of lease liabilities	-1.35
Balance as at March 31, 2022	8.74

The details of the contractual maturities of lease liabilities as at March 31, 2022 on an undiscounted basis are as follows:

Particulars	Amount in lakhs	
	As at March 31, 2022	As at March 31, 2021
Not later than one year	3.68	-
Later than one year but not later than five years	6.17	-
More than five years	-	-

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

29 Segment Reporting

The Company is primarily engaged in a single segment business of Trading in Textiles and there is significant income from Interest on Loans. The Details are given below:

Amount in lakhs

Description	Trading		Finance Business		Other Incidental Activities		Total	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Revenue								
Sales	715.32	572.20		-			715.32	572.20
Interest Income and other consultancy income		-	178.26	219.82	4.43	4.91	182.69	224.73
Total Revenue	715.32	572.20	178.26	219.82	4.43	4.91	898.01	796.94
Segment Results (Before Tax and Interest)	9.08	-1.27	128.54	162.42	-	-	137.62	161.15
Net Segment Results (before interest and tax)	9.08	-1.27	128.54	162.42	-	-	137.62	161.15
Unallocated Income / Expenditure (Net)								
Unallocable Expenditure		-		-	-82.02	-17.18	-82.02	-17.18
Unallocable Income		-		-	4.43	4.91	4.43	4.91
Profit from Ordinary Activities	-	-	-	-	-77.58	-12.27	60.03	148.88
Other Information								
Segment Assets	122.62	132.62	4104.08	4353.98	-	-	4226.70	4486.59
Unallocable assets					369.48	-	369.48	-
Total Assets	122.62	132.62	4104.08	4353.98	369.48	-	4596.18	4486.59
Segment Liabilities	128.17	126.85	124.81	133.72	-	-	252.97	260.57
Unallocable liabilities	-	-	-	-	8.82	-	8.82	-
Total Liabilities	128.17	126.85	124.81	133.72	8.82	-	261.79	260.57
Unallocable Depreciation		-		-	2.07	-	2.07	-
Total Depreciation	-	-	-	-	2.07	-	2.07	-

30 Balances of Trade Receivables, Trade Payables and Loans and Advances are subject to confirmation and consequential adjustment, if any.

31 The company has invested in 6,78,645 (PY: 684,000) 12% Non-cumulative Preference shares of Saptashrungi Alloy Private Limited at issue price of Rs. 70 out of which Rs. 50 has been paid balance Rs. 20 per share is payable on demand and no future obligation has been accounted in books of accounts of the company.

32 Components of Other Comprehensive Income

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

Other Comprehensive Income

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021	For the year ended March 31, 2020
Opening Balance	-6.28	-4.41	44.30
Add: during the year	74.46	-1.87	-48.71
Closing Balance	68.17	-6.28	-4.41

Amount in OCI pertains to Fair value of Quoted investments

Prismx Global Ventures Ltd

Notes to Financial Statement for the year ended March 31, 2022

33 Ratio Analysis and its elements

Ratio	Numerator	Denominator	31 March, 2022	31 March, 2021	% change
Current ratio	Current Assets	Current Liabilities	14.76	15.66	-6%
Debt- Equity Ratio	Total Debt	Shareholder's Equity	0.03	0.03	-1%
Debt Service Coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	-65.07	-206.46	-68% *
Return on Equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.01	0.03	-75% *
Inventory Turnover ratio	Cost of goods sold	Average Inventory	NA	NA	NA
Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	7.04	5.74	23%
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	5.54	4.49	23%
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Net sales = Total sales - sales return	0.25	0.21	22%
Net Profit ratio	Net Profit	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.04	0.17	-78% *
Return on Capital Employed	Earnings before interest and taxes		0.01	0.03	-61% *
Return on Investment	Interest (Finance Income)	Investment	0.01	0.01	-47% **

*Profit/earnings decreased due to expenses related to Right issue, Split of share and OTT Platform.

** Company has Increase its investment.

34 Related party disclosure

a) Name of the related party and description of relationship.

S.No.	Related Parties	Nature of Relationship
(i)	Esaar (India) Ltd.	Promoter Interest Company
(ii)	Atman Infotech Pvt. Ltd	Promoter Interest Company
(iii)	Dheeraj Shah	Promoter
(iv)	Parash Bhai Shah	Relative of Promoter
(v)	Tejas Vinod Hingu	Managing Director
(vi)	Harish Kumar Patel	Independent Director (resigned w.e.f 22/10/2021)
(vii)	Bhikhubhai Kishanbhai Bait	Non Executive Director (resigned w.e.f 4/2/2022)
(viii)	Mehul Kumar Kadiya	Independent Director (resigned w.e.f 22/10/2021)
(ix)	Narmdaben Ratilal Patel	Independent Director (resigned w.e.f 22/10/2021)
(x)	Pratiksha Maskariya	CFO & KMP
(xi)	Shreya Garg	Company Secretary
(xii)	Ravindra Bhaskar Deshmukh	Executive Director
(xiii)	Sandeep Kumar Sahu	Independent Director (appointment w.e.f 22/10/2021)
(xiv)	Ankita Hasumukhdas Sethi	Independent Director (appointment w.e.f 22/10/2021)
(xv)	Ketan Vyas	Independent Director (appointment w.e.f 22/10/2021)

b) Details of Transactions and Balances during the year with related parties at the year end.

S.No.	Related Parties	Nature of Transactions during the year	Amount in lakhs	
			2021-22	2020-21
i)	Tejas Vinod Hingu	Director Remuneration	6.99	-
(ii)	Manu Agarwal	Remuneration of Director	-	1.00
(iii)	Shreya Garg	Remuneration of Company Secretary	1.60	2.14
(iv)	Pratiksha Maskariya	Remuneration	0.25	-
(v)	Ravindra Bhaskar Deshmukh	Share Purchase	5.10	-
		Remuneration	3.60	-
(vi)	Sandeep Kumar Sahu	Sitting Fees	0.25	-
(vii)	Ankita Hasumukhdas Sethi	Sitting Fees	0.21	-
(viii)	Ketan Vyas	Sitting Fees	0.30	-

Prismx Global Ventures Ltd (Formerly name as Gromo Trade & Consultancy Limited)
Notes to Financial Statement for the year ended March 31, 2022

35 Financial instruments – Fair values and risk management

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

The company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation techniques:

Level 1: Fair value measurement are those derived from quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: Fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: Fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs)

Amount in lakhs

As at March 31, 2022								
Particulars	Carrying amount				Fair value			
	FVTPL	FVTOCI -	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments		300.45	395.35	695.80	300.45	-	-	695.80
Loans and Advances	-	-	1713.79	1713.79	-	-	-	-
Other Financial Assets	-	-	268.94	268.94	-	-	-	-
Trade receivables			123.70	123.70	-	-	-	-
Cash and cash equivalents			601.62	601.62	-	-	-	-
	-	300.45	3103.40	3403.85	300.45	-	-	695.80
Financial liabilities								
Lease liability			8.74	8.74				
Trade Payables	-		128.17	128.17				
Unsecured Loans	-		2839.00	2839.00				
Other Financial Liabilities			-	-				
	-	-	2967.17	2967.17	-	-	-	-

As at March 31, 2021								
Particulars	Carrying amount				Fair value			
	FVTPL	FVTOCI - designated as such	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments		2.66	390.25	392.91	2.66	-	-	392.91
Loans and Advances	-	-	3447.89	3447.89	-	-	-	-
Other Financial Assets	-	-	293.18	293.18	-	-	-	-
Trade receivables			132.62	132.62	-	-	-	-
Cash and cash equivalents	-	-	206.80	206.80	-	-	-	-
	-	2.66	4470.74	4473.40	2.66	-	-	392.91
Financial liabilities								
Trade Payables	-		126.85	126.85				
Unsecured Loans	-		124.81	124.81				
Other Financial Liabilities			-	-				
	-	-	251.65	251.65	-	-	-	-

B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The Fair Value of the Financial Assets & Liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

C. Financial Risk Management

C.i. Risk management framework

A wide range of risks may affect the Company's business and operational or financial performance. The risks that could have significant influence on the Company are market risk, credit risk and liquidity risk. The Company's Board of Directors reviews and sets out policies for managing these risks and monitors suitable actions taken by management to minimise potential adverse effects of such risks on the company's operational and financial performance.

C.ii. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's trade and other receivables, cash and cash equivalents and other bank balances. To manage this, the Company periodically assesses financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

(a) Trade and other receivables from customers

Credit risk in respect of trade and other receivables is managed through credit approvals, establishing credit limits and monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in the credit risk on an on-going basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on assets as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- i) Actual or expected significant adverse changes in business
- ii) Actual or expected significant changes in the operating results of the counter party
- iii) Financial or economic conditions that are expected to cause a significant change to the counterparties ability to meet its obligation
- iv) Significant changes in the value of the collateral supporting the obligation or in the quality of third party guarantees or credit enhancements

Financial assets are written off when there is a no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. When loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. When recoverable are made, these are recognised as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables and loan from individual customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no additional provision considered.

Financial Assets are considered to be of good quality and there is no significant increase in credit risk.

(b) Cash and cash equivalents and Other Bank Balances

The Company held cash and cash equivalents and other bank balances as stated in Note No. 08. The cash and cash equivalents are held with bank with good credit ratings and financial institution counterparties with good market standing.

C.iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk is managed by Company through effective fund management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and other borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted.

	Amount in lakhs			
	<1 years	1 to 5 years	> 5 years	Total
As at March 31,2022				
Lease liability	3.01	5.73	-	8.74
Borrowings	2839.00	-	-	2839.00
Other financial liabilities	-	-	-	-
Trade payable	128.17	-	-	128.17
	2970.18	5.73	-	2975.91
As at March 31,2021				
Borrowings	124.81	-	-	124.81
Other financial liabilities	-	-	-	-
Trade payable	126.85	-	-	126.85
	251.65	-	-	251.65

C.iv. Market risk

Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

C.iv.a Currency risk

The Company is not exposed to any currency risk on account of its operating and financing activities. The functional currency of the Company is Indian Rupee. Our exposure are mainly denominated in INR's Only. The Company's business model incorporates assumptions on currency risks and ensures any exposure is covered through the normal business operations. This intent has been achieved in all years presented. The Company has put in place a Financial Risk Management Policy to Identify the most effective and efficient ways of managing the currency risks.

C.iv.b Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk through the impact of rate changes on interest-bearing liabilities and assets. The Company has fixed rate contract with parities pertaining to loans which are repayable on demand

35 Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt is calculated as borrowing less cash and cash equivalent and other bank balances and mutual funds investments.

	Amount in lakhs	
	As at March 31, 2022	As at March 31, 2021
Borrowings	2839.00	124.81
Less: Cash and cash equivalents	-601.62	-206.80
Net debt	2237.38	-81.99
Equity	2839.00	2839.00
Other Equity	1494.60	1387.03
Total Equity	4333.60	4226.03
Capital and net debt	6570.98	4144.04
Gearing ratio (%)	34.05	(1.98)

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2021 and March 31, 2020.

36 Events after reporting period

No subsequent event has been observed which may required an adjustment to the balance sheet.

37 Note on Covid-19

The Outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The Company believes the current level of operations are temporary in nature and based on the various initiatives announced by the respective Central and state governments, and therefore this may not result in any significant financial impact on the Company. Considering the uncertainties involved in estimating the impact of of this pandemic, the future impact of this pandemic may be different from those estimated as on the date of approval of these financial statements and this will continue to be monitored in future period.

38 Details of dues to micro and small enterprises as per MSMED Act, 2006

There are no Micro and Small Enterprises as defined in the Micro and Small Enterprises Development Act, 2006 to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro and Small Enterprises has been determined to the extent such parties has been identified on the basis of information available with the Company.

As per our report of even date attached.

For Dassani & Associates

Chartered Accountants

Firm Registration Number: 009096C

Sd/-

Churchill Jain

Partner

Membership No. 409458

PLACE : MUMBAI

DATE : May 21, 2022

For Prismx Global Ventures Limited

Sd/-

Tejas Vinod Rai Hingu

Managing Director

DIN: 06936684

SD/-

Shreya Garg

Company Secretray

Sd/-

Ravindra Bhaskar Deshmukh

Director

DIN: 00290973

Sd/-

Pratiksha Mashkariya

Chief Financial Officer

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