

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

- (i) * Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv)
- | Type of the Company | Category of the Company | Sub-category of the Company |
|---------------------|---------------------------|-------------------------------|
| Private Company | Company limited by shares | Indian Non-Government company |
- (v) Whether company is having share capital Yes No
- (vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J4	Broadcasting and programming activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ALANDA MEDIA & ENTERTAINM	U74994TG2018PTC124866	Holding	90.54
2	TV9 MEDIA PRIVATE LIMITED	U92111TG2005PTC048284	Subsidiary	90
3	TV9 KOLKATA PRIVATE LIMITE	U74300HR2009PTC038788	Subsidiary	99.9
4	TV9 KARNATAKA PRIVATE LIMI	U92132KA2006PTC038422	Subsidiary	100
5	TV9 MEDIA MAHARASHTRA PR	U74300HR2007PTC037343	Subsidiary	99
6	GUJARAT TV9 PRIVATE LIMITE	U74120HR2007PTC037334	Subsidiary	99
7	AFFILIATED MEDIA COMPANY	U22300DL2007PTC165274	Subsidiary	98

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	25,000,000	22,686,100	22,686,100	22,686,100
Total amount of equity shares (in Rupees)	250,000,000	226,861,000	226,861,000	213,361,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	25,000,000	22,686,100	22,686,100	22,686,100
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	250,000,000	226,861,000	226,861,000	213,361,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	22,686,100	226,861,000	213,361,000	

Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	22,686,100	226,861,000	213,361,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	30/12/2019		
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	2,300,000	1000	2,300,000,000
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			18,832,617
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			2,318,832,617

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	2,200,000,000	100,000,000	0	2,300,000,000

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

2,582,238,650

(ii) Net worth of the Company

-196,033,007

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	5,200	0.02	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	20,540,900	90.54	0	
10.	Others	0	0	0	
	Total	20,546,100	90.56	0	0

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,140,000	9.43	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	2,140,000	9.43	0	0

Total number of shareholders (other than promoters)

2

**Total number of shareholders (Promoters+Public/
Other than promoters)**

9

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	3	7
Members (other than promoters)	3	2
Debenture holders	1	1

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	0	4	0	4	0	0
B. Non-Promoter	3	0	2	0	0	0
(i) Non-Independent	3	0	2	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	4	2	4	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

7

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Jupally Jagapathi Rao	00177224	Director	100	
Sangu Sambasiva Rao	00228018	Director	100	
Aravapalli Srinivasa Rao	03404410	Director	0	
Pulluri Kaushik Rao	06647470	Director	0	
Clifford Pereira	01354633	Whole-time director	0	
Gottipati Singa Rao	07730448	Whole-time director	0	
Amara Bhaskara Rao	AGKPA0620Q	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

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Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Velicheti Ravi Prakash	01023155	Whole-time director	08/05/2019	Revocation of executive powers
Mangipudi Kalyana Ven	01354597	Whole-time director	08/05/2019	Revocation of executive powers
Jupally Jagapathi Rao	00177224	Additional director	08/05/2019	Appointed as Whole-time Director
Velicheti Ravi Prakash	01023155	Director	01/06/2019	Removal as Director
Mangipudi Kalyana Ven	01354597	Director	01/06/2019	Removal as Director
Jupally Jagapathi Rao	00177224	Whole-time director	01/07/2019	Resigned as Whole-time Director
Amara Bhaskara Rao	AGKPA0620Q	Company Secretary	24/07/2019	Appointed as Company Secretary
Gottipati Singa Rao	07730448	Whole-time director	12/08/2019	Appointed as Whole-time Director
Jupally Jagapathi Rao	00177224	Additional director	30/12/2019	Appointed as Director at AGM
Sangu Sambasiva Rao	00228018	Additional director	30/12/2019	Appointed as Director at AGM
Aravapalli Srinivasa Rao	03404410	Additional director	30/12/2019	Appointed as Director at AGM
Pulluri Kaushik Rao	06647470	Additional director	30/12/2019	Appointed as Director at AGM
Gottipati Singa Rao	07730448	Whole-time director	30/12/2019	Appointed as Whole-time Director at

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Meeting	06/05/2019	6	3	90.54
Extra Ordinary General Meeting	10/05/2019	6	3	90.54
Extra Ordinary General Meeting	01/06/2019	6	4	90.57
Annual General Meeting	30/12/2019	9	3	90.54

B. BOARD MEETINGS

*Number of meetings held

12

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/04/2019	7	4	57.14
2	04/05/2019	7	4	57.14
3	08/05/2019	7	4	57.14
4	20/05/2019	7	4	57.14
5	03/06/2019	5	4	80
6	17/06/2019	5	5	100
7	04/07/2019	5	4	80
8	12/08/2019	6	5	83.33
9	24/09/2019	6	5	83.33
10	23/12/2019	6	6	100
11	14/02/2020	6	4	66.67
12	27/02/2020	6	3	50

C. COMMITTEE MEETINGS

Number of meetings held

1

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	CSR Committee	27/02/2020	3	2	66.67

D. * ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 21/09/2020 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Jupally Jagappa	12	8	66.67	0	0	0	Yes

2	Sangu Samba	12	12	100	1	1	100	Yes
3	Aravapalli Srin	12	12	100	1	1	100	Yes
4	Pulluri Kaushil	12	11	91.67	1	0	0	Yes
5	Clifford Pereira	12	4	33.33	0	0	0	No
6	Gottipati Singa	5	5	100	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Velicheti Ravi Praka	Whole-time Dire	2,306,645			118,800	2,425,445
2	Mangipudi Kalyana	Whole-time Dire	1,782,032			4,800	1,786,832
3	Clifford Pereira	Whole-time Dire	18,000,000				18,000,000
4	Jupally Jagapathi R	Whole-time Dire	1,814,645				1,814,645
5	Gottipati Singa Rao	Whole-time Dire	10,779,841				10,779,841
	Total		34,683,163	0	0	123,600	34,806,763

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Amara Bhaskara Ra	Company Secre	1,651,613				1,651,613
	Total		1,651,613				1,651,613

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Devender Agarwal

Whether associate or fellow

Associate Fellow

Certificate of practice number

22333

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director Digitally signed by Singa Rao Gottipati Date: 2020.09.30 19:09:57 +05'30'

DIN of the director

To be digitally signed by Digitally signed by A BHASKARA RAO Date: 2020.09.30 23:49:12 +05'30'

- Company Secretary
- Company secretary in practice

Membership number Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

List of attachments

List of Shareholders.pdf
List of Debentureholders.pdf
MGT8.pdf
List of Share Transfers.pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

**List of Shareholders of M/s. Associated Broadcasting Company Private Limited
(As on 31st March, 2020)**

Sl. No.	Folio No. / DP Id & Client Id	Name of Shareholder	Address	No. of Equity Shares of Rs. 10/- each
1.	IN300394 19911840	M/s. Alanda Media & Entertainments Private Limited	#1-123, 8 th Floor, 3 rd Block, My Home Hub, Hi-tech City, Madhapur, Hyderabad - 500 081, Telangana, India	2,05,40,900
2.	IN300214 11257372	Mr. Jupally Jagapathi Rao	#1-66-M B-45, Meenakshi Bamboos, Serilingampally, Gachibowli, Hyderabad - 500 032, Telangana, India	100
3.	IN304295 11457594	Mr. Sangu Sambasiva Rao	174-A, MLA Colony, Road No.12, Banjara Hills, Hyderabad - 500 034, Telangana, India	100
4.	IN300214 12873142	Mr. Jupally Vinod	#8-2-293/82/NG/53, Plot No. 53, Nandagiri Hills Co-op Housing Society, Jubilee Hills, Hyderabad - 500 033, Telangana, India	1,250
5.	IN300214 15721201	Mr. Jupally Ranjith Rao	#8-2-293/82/NG/53, Plot No. 53, Nandagiri Hills Co-op Housing Society, Jubilee Hills, Hyderabad - 500 033, Telangana, India	1,250
6.	IN300214 16346783	Mr. Jupally Ramu Rao	#8-2-293/82/NG/53, Plot No. 53, Nandagiri Hills Co-op Housing Society, Jubilee Hills, Hyderabad - 500 033, Telangana, India	1,250
7.	IN300214 16346775	Mr. Jupally Shyam Rao	#8-2-293/82/NG/53, Plot No. 53, Nandagiri Hills Co-op Housing Society, Jubilee Hills, Hyderabad - 500 033, Telangana, India	1,250
8.	IN301549 57368636	Mr. Velicheti Ravi Prakash	8-2-293/174/A/6, Road No.14, B N Reddy Colony, Banjara Hills, Khairatabad, Hyderabad - 500 034, Telangana, India	* 20,00,000
9.	IN302679 31973360	Mr. Mangipudi Kalyana Venkata Narasimha Murthy	6-3-596/4, Sri Venkata Ramana Colony, Khairatabad, Hyderabad - 500 004, Telangana, India	1,40,000
		TOTAL		2,26,86,100

* includes 15,00,000 Partly Paid-up Shares (i.e., Re. 1 Paid-up)

for Associated Broadcasting Company Private Limited

G Singa Rao
Whole-time Director
(DIN : 07730448)

A Bhaskara Rao
Company Secretary
(ICSI Membership No.: A19680)

**List of Share Transfers
of M/s. Associated Broadcasting Company Private Limited
(during the Financial Year 2019-20)**

Date of noting of Transfer	Type of Transfer (1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock)	No. of Shares / Debentures / Units transferred	Amount per Share / Debenture / Unit (in Rs.)	Ledger Folio / DP Id & Client Id of Transferor	Name of the Transferor	Ledger Folio / DP Id & Client Id of Transferee	Name of the Transferee
17.06.2019	1	1,250	10	IN300183 11303992	Mr. Atluri Krishna Prasad	IN300214 12873142	Mr. Jupally Vinod
17.06.2019	1	1,250	10	IN300183 11303992	Mr. Atluri Krishna Prasad	IN300214 15721201	Mr. Jupally Ranjith Rao
17.06.2019	1	1,250	10	IN300183 11303992	Mr. Atluri Krishna Prasad	IN300214 16346783	Mr. Jupally Ramu Rao
17.06.2019	1	1,250	10	IN300183 11303992	Mr. Atluri Krishna Prasad	IN300214 16346775	Mr. Jupally Shyam Rao

for Associated Broadcasting Company Private Limited

**G Singa Rao
Whole-time Director
(DIN : 07730448)**

**A Bhaskara Rao
Company Secretary
(ICSI Membership No.: A19680)**

**List of Debenture holders
of M/s. Associated Broadcasting Company Private Limited
(As on 31st March, 2020)**

Sl. No.	Folio No. / DP Id & Client Id	Name of Debenture Holder	Address	No. of Zero percent Optionally Convertible Debentures of Rs. 1,000/- each
1.	D-01	M/s. Alanda Media & Entertainments Private Limited	#1-123, 8 th Floor, 3 rd Block, My Home Hub, Hi-tech City, Madhapur, Hyderabad - 500 081, Telangana, India	23,00,000
TOTAL				23,00,000

for Associated Broadcasting Company Private Limited

G Singa Rao
Whole-time Director
(DIN : 07730448)

A Bhaskara Rao
Company Secretary
(ICSI Membership No.: A19680)



Devender Agarwal

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Form No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of M/s. Associated Broadcasting company Private Limited (the 'Company') as required to be maintained under the Companies Act, 2013 (the 'Act') and the rules made thereunder for the Financial Year ended on 31st March, 2020. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its Officers and Agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid Financial Year correctly and adequately.
- B. During the aforesaid Financial Year, the Company has complied with provisions of the Act & Rules made thereunder in respect of:-
 1. its status under the Act;
 2. maintenance of registers/ records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/ beyond the prescribed time;
 4. calling/ convening/ holding meetings of Board of Directors or its Committees and the Meetings of the Members of the Company on due dates as stated in the Annual Return in respect of which Meetings, proper Notices were given and the proceedings ~~including circular resolutions and resolutions passed by postal ballot, if any,~~ have been properly recorded in the Minutes Book/ Registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members/ Security holders, as the case may be; - Not Applicable
 6. advances/ loans to its directors and or persons or firms or companies referred in Section 185 of the Act; - Not Applicable
 7. contracts/ arrangements with Related Parties as specified in Section 188 of the Act;
 8. ~~issue/ allotment/ transfer/ transmission/ buy back of securities/ redemption of preference shares/ debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;~~

On 06.05.2019, Mr. V Ravi Prakash remitted an amount of Rs. 1,35,00,000/- to the Company allegedly for converting his 15,00,000 Partly Paid-up Equity Shares into Fully Paid-up Shares at a Board Meeting stated to have been convened on 06.05.2019. Upon verification of the records of the



Company, it was found that there is no Notice calling for a Board Meeting on 06.05.2019 nor the alleged Meeting's Minutes are found in the Minutes Books. Whilst eForm.PAS3 was filed (*vide* SRN: H58402264 dated 06.05.2019) by an erstwhile Director towards the said conversion, the amount of Rs. 1,35,00,000/- received from Mr. V Ravi Prakash was adjusted by the Company towards the amounts recoverable from him since there are no records available in support of the alleged conversion. Mr. V. Ravi Prakash has submitted a petition on 11.09.2020 before Hon'ble NCLT - Hyderabad Bench u/s. 59 of the Companies Act, 2013 (not yet admitted) seeking rectification of Register of Members.

9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act: - Not Applicable

10. declaration/ payment of dividend, transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act: - Not Applicable

11. signing of audited Financial Statements as per the provisions of Section 134 of the Act and Report of Directors is as per Sub-Sections (3), (4) and (5) thereof;

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

13. appointment/ re-appointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;

14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15. acceptance/ renewal/ repayment of Deposits: - Not Applicable

16. borrowings from its Directors, Members, Public Financial Institutions, Banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable; - Not Applicable

17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act; - Not Applicable.

The Company has paid Rs. 15,70,44,529/- to the shareholder of M/s. TV9 Karnataka Private Limited during the FY 2018-19 for acquisition of 10,000 equity shares of Rs. 10/- each of the said company held by him, the share transfer of which was affected during the current reporting period.

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; - Not Applicable

Place: Hyderabad
Date: 28.09.2020
UDIN: A042525B000795728

Devender Agarwal
Company Secretary in Practice
M No: 42525
CP No: 22333

