

**NOTICE IS HEREBY GIVEN THAT THE 7th ANNUAL GENERAL MEETING OF THE MEMBERS OF MATHA SOCIAL COMMUNICATIONS LIMITED WILL BE HELD ON TUESDAY, THE 20TH DAY OF AUGUST 2019 AT 3.00 P.M AT SANTHOME COMMUNICATION CENTRE, ST.THOMAS BUILDING, 150 LUZ CHURCH ROAD, MYLAPORE, CHENNAI-600004**

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**TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS:**

**ITEM NO 1: ADOPTION OF STANDALONE & CONSOLIDATED FINANCIAL STATEMENTS, BOARD'S REPORT AND AUDITOR'S REPORT**

To Receive, Consider and Adopt the Audited Standalone Financial Statements of the Company including the Audited Balance Sheet as on March 31, 2019, the Statement of Profit and Loss and the Cash Flow Statement for the year ended as on March 31, 2019 and Audited Consolidated Financial Statements of the Company on that date together with the Report of the Board of Directors and the Auditors thereon.

**ITEM NO 2 : RE-APPOINTMENT OF DIRECTOR**

To Reappoint Mr. Antonysamy George (holding DIN: 06906365) who retires by rotation and, being eligible, offers himself for re-appointment.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**ANTONY ANANDARAYAR  
DIRECTOR  
DIN: 02332581**

**PLACE: CHENNAI  
DATE: 08/07/2019**

**NOTES FORMING A PART OF THE NOTICE:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DULY COMPLETED, STAMPED AND MUST BE DEPOSITED AT THE OFFICE OF THE REGISTRAR AND SHARE TRANSFER AGENT OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE TIME FOR COMMENCEMENT OF THE MEETING. The proxy holder shall provide his identity proof at the time of attending the meeting. The proxies shall be available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting.
2. Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting.
3. Members / proxies should bring duly filled Attendance Slips sent herewith to attend the meeting.
4. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company/Registrars and Transfer Agents (RTA), M/s. Integrated Registry Management Services Private Limited.
5. The members holding shares in demat format are requested to update their email addresses with their depository participant to ensure that the Annual Report and other documents reach you on your preferred email account in order to save paper and participate in the “Green Initiative” of the Ministry of Corporate Affairs.
6. Shareholders seeking any information with regard to accounts are requested to write to the undersigned at the Registered Office of the Company at St. Thomas Building No 150: Luz Church Road, Mylapore Chennai - 600004, at least 15 days in advance, so as to keep the information ready at the Meeting.
7. In case of joint holders attending the meeting, 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.
8. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under section 72 of the Act, are requested to submit details to the RTA in the prescribed Form SH 13 for this purpose.

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**MATHA SOCIAL COMMUNICATIONS LIMITED**

**CIN NO: U74900TN2012PLC086666**

Regd. Office : St. Thomas Building, No.150 Luz Church Road, Mylapore, Chennai-600 004

E-Mail Id: [mscoml2012@gmail.com](mailto:mscoml2012@gmail.com), Website: [www.mscom.in](http://www.mscom.in)

PH: 044 – 2499 3314

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9. Shareholders holding shares in physical form under multiple folios are requested to consolidate their holdings in a single folio. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. The members may contact the Company in this regard.

10. The Board of Directors has appointed Mr. P. Sriram, Practising Company Secretary (Membership No. FCS 4862), Chennai as the Scrutinizer for conducting the voting and remote e-voting process in accordance with the law and in a fair and transparent manner and he has consented to act as scrutinizer.

11. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during business hours, except on holidays, up to and including the date of the Annual General Meeting of the Company.

## **12. VOTING THROUGH ELECTRONIC MEANS**

- I. The business set out in this Notice shall be conducted through remote e-voting. In compliance with the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended. The Company is pleased to offer remote e-voting facility as an alternate to all its Members to enable them to cast their votes electronically instead of casting their vote at the Meeting. Please note that the voting through electronic means is optional. The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting.

### **THE PROCESS AND MANNER FOR VOTING THROUGH ELECTRONIC MEANS ARE AS FOLLOWS:**

- (i) The remote e-voting period shall commence from 16<sup>th</sup> August 2019 (9.00 am IST) and ends on 19<sup>th</sup> August 2019 (5.00 pm IST). During this period of remote e-voting, the Members of the Company, holding shares either in physical form or in dematerialized form may cast their vote electronically. The remote e-voting module will be disabled for voting thereafter and the Members will not be able to cast their vote electronically beyond the date and time mentioned above (19<sup>th</sup> August 2019 at 5 P.M)
- (ii) Log on to the e-voting web site : [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on "Shareholders/Member" tab.
- (iv) Now Enter your User ID (For CDSL: 16 digits beneficiary ID) Members holding shares in physical form should enter Folio Number registered with the Company and then enter the Image verification as displayed and Click on Login.
- (v) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used. If you are a first time user follow the steps given below.

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	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department. Kindly note that the Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number mentioned in the Attendance slip. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Members holding shares in physical form will then reach directly the Company selection screen. Kindly note that the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (vii) Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (x) Click on the EVSN for "Matha Social Communications Limited"
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option "YES or NO" as desired. The option "YES" implies that you assent to the Resolution and option "NO" implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvi) Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Windows and Apple smart phones. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xvii) **Note for Non - Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- II. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). You may also contact **Miss. Seeli (Admin)** to address the grievances connected with remote e-voting at the Registered Office of the Company situated at ST. Thomas Building 150: Luz Church Road, Mylapore Chennai – 600004.
- III. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on 12<sup>th</sup> August 2019 being cut-off date.
- IV. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 12<sup>th</sup> August 2019, may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or [mscoml2012@gmail.com](mailto:mscoml2012@gmail.com).
- V. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- VI. At the end of discussion on the resolutions on which voting is to be held, the Chairman shall allow voting with the assistance of scrutinizer, by use of ballot or polling paper or by using electronic system for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- VII. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and the Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of AGM and make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

VIII. The Results declared along with the report of the Scrutinizer shall be hosted on the Company's website [www.mscom.in](http://www.mscom.in) and on the website of CDSL immediately after the declaration of the result.

13. Pursuant to Rule 18(3) of the Companies (Management and Administration) Rules, 2014, the Members are requested to provide their e-mail id to the Company or Registrar and Share Transfer Agent in order to facilitate easy and faster dispatch of Notices of the general meetings and other communication by electronic mode from time to time.

14. Electronic copy of the 7th Annual Report and Notice of the 7th Annual General Meeting of the Company inter-alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 7th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

15. The Notice of the 7th AGM of the Company and 7th Annual Report of the Company circulated to the members of the Company will be made available on the Company's website at [www.mscom.in](http://www.mscom.in). Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.

16. Members, Proxies and Authorised Representatives are requested to bring to the venue of the 7th AGM, the Attendance slip enclosed herewith, duly completed and signed mentioning their details of the DP ID and Client ID/Folio No.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**ANTONY ANANDARAYAR**  
**DIRECTOR**  
**DIN: 02332581**

**PLACE: CHENNAI**  
**DATE: 08/07/2019**



**BOARD'S REPORT**

**TO  
THE MEMBERS,**

Your Directors have pleasure in presenting the Seventh Annual Report on the performance of the Company together with the Audited Standalone and Consolidated Financial Statements for the year ended 31st March, 2019.

**1. FINANCIAL RESULTS:**

The Summary of Standalone and Consolidated Financial Performance of the Company for the Year as compared to the Previous Year is summarized below:

Particulars	Standalone		Consolidated	
	2018-2019	2017-2018	2018-2019	2017-2018
Gross Income	2,378,400	2,378,400	2,98,17,713	2,67,46,229
Total Income	3,720,142	4,345,333	3,16,03,499	2,89,94,016
Finance Charges	-	-	8,086	5,668
Provision for Depreciation	1,589,184	978,838	29,50,677	23,95,086
Net Profit (Loss) Before Tax	1,131,670	2,319,928	24,71,430	41,09,835
Provision for Tax	3,20,000	3,60,000	10,20,000	5,10,000
Net Profit (Loss) After Tax	<b>777,708</b>	<b>1,809,202</b>	<b>14,14,760</b>	<b>34,30,363</b>

## 2. STATE OF THE COMPANY'S AFFAIRS:

During the financial year ended 31<sup>st</sup> March 2019, The Company has earned a Total Revenue of Rs. 37,20,142/- and Net profit of Rs.11,31,670/-.Although the Company has earned Profit for the year ended 31<sup>st</sup> March 2019, The Board of Directors expects more business and profitability in the forthcoming years.

## 3. EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS

No material changes and commitments affecting the financial position of the Company occurred between 31<sup>st</sup> March, 2019 and the date of this report.

## 4. DIVIDEND

Though the company has achieved profits, the Board considers it prudent to plough back the profit for future growth of the Company and doesn't recommend dividend for the year of operations

## 5. BOARD MEETINGS

The Board of Directors met five times on 12.04.2018, 23.06.2018, 10.09.2018, 19.11.2018 and 05.01.2019 the proceedings of such meetings were recorded in the Minutes Book maintained for the purpose.

The Details with regard to the Attendance of the Directors in the Board Meeting is furnished below:

<u>S.NO</u>	<u>NAME OF THE DIRECTOR</u>	<u>DATE OF THE BOARD MEETING</u>	<u>ATTENDANCE OF THE DIRECTOR</u>
1	ANANDARAYAR ANTONY	12.04.2018	PRESENT
		23.06.2018	PRESENT
		10.09.2018	PRESENT
		19.11.2018	PRESENT
		05.01.2019	PRESENT
2	AESU MALAYAPPAN CHINNAPPA	12.04.2018	ABSENT
		23.06.2018	PRESENT
		10.09.2018	ABSENT



3	ANTONY PAPPUSAMY	12.04.2018	PRESENT
		23.06.2018	PRESENT
		10.09.2018	PRESENT
		19.11.2018	PRESENT
		05.01.2019	PRESENT
4	ANTONYSAMY GEORGE	12.04.2018	PRESENT
		23.06.2018	PRESENT
		10.09.2018	PRESENT
		19.11.2018	PRESENT
		05.01.2019	PRESENT

## 6. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the financial year under review,

- (i) Mr. Aesu Malayappan Chinnappa resigned from the post of Director with effect from 10<sup>th</sup> September 2018.
- (ii) At the Annual General Meeting held on 28th August 2018, Mr. Anandarayar Antony and Mr. Antony Pappusamy, Directors of the Company, Directors of the Company retired by rotation and were re-appointed by the members as the Directors of the Company

Mr. Antonysamy George (DIN:06906365) retires by rotation at the ensuing Annual General Meeting and being eligible offers herself for reappointment. The Board recommends his reappointment as Director of the company.

During the Financial Year under review there was No Appointment or Change in Designation of Directors, Managing Directors, Whole Time Directors.

## 7. DIRECTOR'S RESPONSIBILITY STATEMENT:

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

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- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

## 8. CHANGE IN THE NATURE OF BUSINESS

During the Financial year under review there was no change in the Nature of Business Activity of the Company in which the Company operates.

## 9. INFORMATION ABOUT THE FINANCIAL PERFORMANCE/ FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JV

The Company has one Subsidiary company. During the Financial Year under review the Company has not entered into Joint Ventures nor it has any Associate Companies.

S.NO	NAME OF THE COMPANY	SUBSIDIARY/JV/ASSOCIATE
1.	MADHA MEDIA RENAISSANCE PRIVATE LIMITED	SUBSIDIARY

The Financial Performance of the Subsidiary Company is mentioned in **FORM AOC 1** and the same has been duly enclosed as **ANNEXURE I** as a part of this Annual Report.

## 10. EXTRACT OF ANNUAL RETURN:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 is annexed as **ANNEXURE II** and forms part of this Annual Report.

## 11. AUDITORS:

Pursuant to the provisions of Section 139 of the Companies Act 2013, and the Companies (Audit and Auditors) Rules, 2014, M/S M. Thomas & Co, Chartered Accountants (Firm Registration No. 004408S), Chennai were appointed as the Statutory Auditors of the Company at the Annual General Meeting held on 16th September 2015 to hold office up to the conclusion of the 8th Annual General Meeting to be held in the year 2020.

The Companies (Amendment) Act, 2017 has waived the requirement for ratification of the appointment of auditor by the shareholders at every Annual General Meeting with effect from May 07, 2018. Hence, the approval of the members is not being sought for the re-appointment of the Auditors in line with the resolution passed for their appointment at the

AGM held on September 16, 2015.

There are no qualification, reservations, or adverse remarks, or disclaimers made by M/S M. Thomas & Co, Chartered Accountants (Firm Registration No. 004408S), in their report for the financial year 2018-2019

## **12. HUMAN RESOURCES:**

To ensure Good Human Resource Management, the Company focuses on all aspects of employee Life Cycle. This provides a holistic experience for the employees. The Company conducts various skill Development, engagement and volunteering programs to motivate the employees.

## **13. PREVENTION OF SEXUAL HARASSMENT AT WORK PLACE:**

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Your Directors further 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.

## **14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:**

### **(A) CONSERVATION OF ENERGY:**

The operations of our Company are not energy-intensive and as energy cost forms a small part of the total cost, the impact is not material. However, adequate measures have been taken to reduce energy consumption by using energy-efficient computer terminals and by the purchase of energy-efficient equipment incorporating the latest technology.

### **(B) TECHNOLOGY ABSORPTION:**

Our Company provides its employees with a state of the art working environment using the latest technology with a view to optimizing their performance. All employees are provided with Internet access. The excellent communications infrastructure put in place by the Company ensures that the employees get to work on the same environment that the clients' engineering teams work on.

### **(C) RESEARCH & DEVELOPMENT**

The Company had no activity relating to Research & Development.

### **(D) FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Company's foreign exchange earnings and Outgo during the year under review is as follows:

<b>PARTICULARS</b>	<b>2018-2019 (IN RS)</b>	<b>2017-2018 (IN RS)</b>
FOREIGN EXCHANGE EARNINGS	NIL	NIL
FOREIGN EXCHANGE OUTGO	NIL	NIL

#### **15. DEPOSITS**

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 Read with the Companies (Acceptance of Deposits) Rules, 2014.

#### **16. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

Proper and adequate internal control systems pertaining to financial statements have been adopted by your company. Your company ensures that existing internal controls serve to assist the operations in the best possible manner and discrepancies are reduced to the least possible extent, resulting in maximum effectiveness of the operations.

During the year, such controls were tested and no reportable material weakness in the design or operation was observed

#### **17. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

During the Financial Year under review the company has invested Rs. 1, 50, 00, 000/-in its Wholly owned Subsidiary (M/s Madha Media Renaissance Pvt Limited). At the end of the financial year, the Company has a total investment of Rs.3,67,50,000/-.

There is reduction in the Loans given by the Company to its Wholly owned Subsidiary (M/s Madha Media Renaissance Pvt Limited) to extent of Rs. 10,36,267/-. Thus at the end of the Financial year, The Company has outstanding Loans and advances of Rs. 30,08,774/-

As per the Provisions of Section 186(4) of the Companies Act 2013 the Loans was advanced for the Purpose of Meeting the Expenses of Madha Media Renaissance Private Limited.

Apart from the above, the Company has not given guarantee or provided security during the financial year under review.

The Details relating to the Loans Advanced and Investments made as contemplated under Section 186 of the Companies Act 2013 are mentioned in the Note No.5 and Note No.6 of the Financial Statements of the Company

#### **18. RISK MANAGEMENT POLICY:**

During the year, your Directors have formulated a Risk Management Policy to (a) Oversee and approve the Company's enterprise wide risk management framework; and (b) Oversee that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks have been

identified and assessed and there is an adequate risk management infrastructure in place capable of addressing those risks. A Group Risk Management Policy was reviewed and approved by the Board of Directors of the Company.

#### **19. RELATED PARTY TRANSACTIONS**

The Particulars of Contracts or Arrangements with Related parties referred to in Section 188(1) is Annexed as Form AOC- 2 as **ANNEXURE III** as a part of this Annual Report.

#### **20. PARTICULARS OF EMPLOYEES**

In Accordance with the Provisions of Section 134(3)(q) of the Companies Act 2013, There are no employees in the Company within the meaning of Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel Rules) 2014

#### **21. STATEMENT OF DECLARATION BY INDEPENDENT DIRECTORS**

The Provisions of Section 149(4) of the Companies Act 2013 pertaining to the appointment of Independent Directors do not apply to the Company and hence no declaration under section 149(6) of the Companies Act 2013 has been obtained for the financial year ended 2018.

#### **22. CORPORATE SOCIAL RESPONSIBILITY**

Pursuant to Section 135 of the Companies Act 2013, the provisions relating to Corporate Social Responsibility are not applicable to the Company for the Financial Year 2018-2019.

#### **23. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS**

There are no significant material orders passed by the Regulators / Courts / Tribunals which would impact the going concern status of the company and its future operations.

#### **24. SHARES**

- a) **EQUITY SHARES WITH DIFFERENTIAL RIGHTS**: The Company has not issued any equity share with differential rights during the year under review.
- b) **BUY BACK OF SECURITIES**: The Company has not bought back any of its securities during the year under review.
- c) **SWEAT EQUITY**: The Company has not issued any Sweat Equity Shares during the year under review.
- d) **BONUS SHARES**: No Bonus Shares were issued during the year under review.
- e) **EMPLOYEES STOCK OPTION PLAN**: The Company has not provided any Stock Option Scheme to the employees.

#### **25. VIGIL MECHANISM**

The provisions of Section 177 of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 with regard to establishment of Vigil Mechanism is not applicable to the Company.

## **26. SECRETARIAL STANDARDS**

During the year under review, the Company had complied with the Secretarial Standards 1 (Board Meeting) & Secretarial Standards 2 (General Meeting) respectively.

## **27. TRANSFER TO RESERVES**

During the Financial Year under review there was no amount which was proposed to be carried to any reserve.

## **28. DISCLOSURE PURSUANT TO SECTION 197(14) OF THE COMPANIES ACT, 2013)**

During the Financial Year under review, the Directors of the Company has not received any kind of commission from the company or its subsidiary company. Therefore the Compliance with the Provisions of Section 197(14) of the Companies Act 2013 does not arise.

## **29. DISCLOSURE ABOUT COST AUDIT**

The Provision of Maintenance of Cost Audit Records and Filing the Same is not applicable to the Company.

## **30. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

There was no unpaid/unclaimed dividend to be transferred to IEPF Account for the financial year ended 31st March 2019.

## **31. ACKNOWLEDGEMENT**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors 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 AND ON BEHALF OF THE BOARD OF DIRECTORS**

**ANTONYSAMY GEORGE**  
**DIRECTOR**

**ANANDARAYAR ANTONY**  
**DIRECTOR**

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**DIN: 06906365**

**DIN : 02332581**

**PLACE: CHENNAI**  
**DATE: 08.07.2019**

**Annexure I**

**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**

(Information in respect of each subsidiary to be presented with amounts in Rs.)

<b>Sl. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Name of the subsidiary	MADHA MEDIA RENAISSANCE PRIVATE LIMITED
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	2018-2019
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INDIAN RUPEE
4.	Share capital	2,10,00,000
5.	Reserves & surplus	1,46,61,985
6.	Total assets	4,00,69,991
7.	Total Liabilities	4,00,69,991
8.	Investments	NIL
9.	Turnover	2,98,17,713
10.	Profit/Loss before taxation	13,39,759
11.	Provision for taxation	7,00,000
12.	Deferred Tax Asset	2,708
13.	Profit/Loss after taxation	6,37,052
14.	Proposed Dividend	NIL
15.	% of shareholding	100

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**Part “B”: Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

<b>Name of associates/Joint Ventures</b>	NOT APPLICABLE
<b>1. Latest audited Balance Sheet Date</b>	NOT APPLICABLE
<b>2. Shares of Associate/Joint Ventures held by the company on the year end</b>	NOT APPLICABLE
<b>No.</b>	NOT APPLICABLE
<b>Amount of Investment in Associates/Joint Venture</b>	NOT APPLICABLE
<b>Extend of Holding%</b>	NOT APPLICABLE
<b>3. Description of how there is significant influence</b>	NOT APPLICABLE
<b>4. Reason why the associate/joint venture is not consolidated</b>	NOT APPLICABLE
<b>5. Net worth attributable to shareholding as per latest audited Balance Sheet</b>	NOT APPLICABLE
<b>6. Profit/Loss for the year</b>	NOT APPLICABLE
<b>i. Considered in Consolidation</b>	NOT APPLICABLE
<b>ii. Not Considered in Consolidation</b>	NOT APPLICABLE

**FOR M.THOMAS & CO.  
CHARTERED ACCOUNTANTS**

**(A.ROZARIO)  
PARTNER  
M.NO - 021230  
F.NO - 004408**

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**ANTONYSAMY GEORGE  
DIRECTOR  
DIN: 06906365**

**ANANDARAYAR ANTONY  
DIRECTOR  
DIN : 02332581**

**DATE : 08.07.2019  
PLACE: CHENNAI**

**ANNEXURE II**

**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

**As on financial year ended on 31<sup>st</sup> March 2019**

**Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company  
(Management & Administration) Rules, 2014.**

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	U74900TN2012PLC086666
2.	Registration Date	07/07/2012
3.	Name of the Company	MATHA SOCIAL COMMUNICATIONS LIMITED
4.	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES (UNLISTED, PUBLIC LIMITED COMPANY)
5.	Address of the Registered office & contact details	ST.THOMAS BUILDING 150: LUZ CHURCH ROAD, MYLAPORE, CHENNAI-600004  E-mail ID- mscoml2012@gmail.com  Contact Number- 9994708535
6.	Whether listed company	NO
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Integrated Registry Management Services Private Limited 2nd Floor, "Kences Towers" No. 1 Ramakrishna Street, North Usman Road T Nagar, Chennai - 600 017 Contact No.: 044 – 2814 0801 - 03

**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)**

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	TELECAST EQUIPMENT RENTAL	77309	100

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### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% OF SHARES HELD	APPLIC-ABLE SECTION
1.	MADHA MEDIA RENAISSANCE PRIVATE LIMITED  ST.THOMAS BUILDING 150, LUZ CHURCH ROAD, MYLAPORE CHENNAI 600004	U72900TN2008PT C065943	SUBSIDIARY	100%	87(2)

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

#### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	0	600	600	1.11	0	600	600	1.11	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
<b>Sub - Total(A) (1):-</b>	<b>0</b>	<b>600</b>	<b>600</b>	<b>1.11</b>	<b>0</b>	<b>600</b>	<b>600</b>	<b>1.11</b>	<b>0</b>
<b>(2) Foreign</b>									
a) NRIs- Individuals	0	0	0	0	0	0	0	0	0

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b) Other - Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/ FI	0	0	0	0	0	0	0	0	0
e) Any Other...	0	0	0	0	0	0	0	0	0
<b>Sub - total(A) (2):-</b>	0	0	0	0	0	0	0	0	0
<b>Total Shareholding of Promoter (A) = (A1)+(A2)</b>	<b>0</b>	<b>600</b>	<b>600</b>	<b>1.11</b>	<b>0</b>	<b>600</b>	<b>600</b>	<b>1.11</b>	<b>0</b>
<b>B. Public Shareholding</b>	0	0	0	0	0	0	0	0	0
<b>1. Institutions</b>	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>	0	0	0	0	0	0	0	0	0
<b>2. Non-Institutions</b>									
a) Bodies Corp.	0	0	0	0	0	0	0	0	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0

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i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	52562	52562	96.87	0	52562	52562	96.87	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	1100	1100	2.03	0	1100	1100	2.03	Nil
c) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>	<b>0</b>	<b>53662</b>	<b>53662</b>	<b>98.90</b>	<b>0</b>	<b>53662</b>	<b>53662</b>	<b>98.90</b>	<b>0</b>
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	53662	53662	98.90	0	53662	53662	98.90	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>0</b>	<b>54262</b>	<b>54262</b>	<b>100%</b>	<b>0</b>	<b>54262</b>	<b>54262</b>	<b>100%</b>	<b>0</b>

**B) Shareholding of Promoter-**

No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	MR.AESU MALAYAPPAN CHINNAPPA	100	0.18%	NIL	100	0.18%	NIL	NIL
2	MR.PETER FERNANDO	100	0.18%	NIL	-	0.18%	NIL	(0.18%)

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3	MR.ANANDAR AYAR ANTONY	100	0.18%	NIL	100	0.18%	NIL	NIL
4.	MR.LAWRENC E	100	0.18%	NIL	100	0.18%	NIL	NIL
5.	MR.PRASAD IGNATIUS	100	0.18%	NIL	100	0.18%	NIL	NIL
6.	MR.JOSEPH	50	0.09%	NIL	50	0.09%	NIL	NIL
7.	MR.DAVID AROCKIAM	50	0.09%	NIL	50	0.09%	NIL	NIL
8	MR. ARCHBISHOP ANTONY PAPPUSAMY	-	-	-	100	0.18%	NIL	0.18%

**C) Change in Promoters' Shareholding (please specify, if there is no change)**

NO	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	MR.PETER FERNANDO				
	At the beginning of the year	100	0.18%	100	0.18%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	Transmission of 100 Equity shares to his legal heir(Mr. Archbishop Antony Pappusamy) on 5 <sup>th</sup> January 2019			
	At the end of the year	-	-	-	-
2.	MR.AESU MALAYAPPAN CHINNAPPA				
	At the beginning of the year	100	0.18%	100	0.18%

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	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL			
	At the end of the year	100	0.18%	100	0.18%
3.	MR.ANANDARAYAR ANTONY				
	At the beginning of the year	100	0.18%	100	0.18%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL			
	At the end of the year	100	0.18%	100	0.18%
4.	MR.LAWRENCE				
	At the beginning of the year	100	0.18%	100	0.18%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL			
	At the end of the year	100	0.18%	100	0.18%
5.	MR.PRASAD IGNATIUS				
	At the beginning of the year	100	0.18%	100	0.18%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL			
	At the end of the year	100	0.18%	100	0.18%
6.	MR.JOSEPH				
	At the beginning of the year	50	0.09%	50	0.09%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for	NIL			

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	increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	50	0.09%	50	0.09%
7.	MR.DAVID AROCKIAM				
	At the beginning of the year	50	0.09%	50	0.09%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL			
	At the end of the year	50	0.09%	50	0.09%
8.	MR. ARCHBISHOP ANTONY PAPPUSAMY				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	Transmission of 100 Equity shares from Mr. Peter Fernando on 5 <sup>th</sup> January 2019			
	At the end of the year	100	0.18%	100	0.18%

**D) Shareholding Pattern of top ten Shareholders:**

**(Other than Directors, Promoters and Holders of GDRs and ADRs):**

**No Other Shareholders other than Promoters**

NO	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>YESUTHASAN A</b>				
	At the beginning of the year	200	0.37	200	0.37
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the end of the year	200	0.37	200	0.37
2.	<b>JOSEPH RAJ A</b>				
	At the beginning of the year	100	0.18	100	0.18
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the end of the year	100	0.18	100	0.18
3.	<b>ARUN MIRANDA</b>				
	At the beginning of the year	100	0.18	100	0.18
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the end of the year	100	0.18	100	0.18

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4.	<b>LOURDU SAMY S A</b>				
	At the beginning of the year	100	0.18	100	0.18
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the end of the year	100	0.18	100	0.18
5.	<b>JOSEPH MUDALIYAR K</b>				
	At the beginning of the year	100	0.18	100	0.18
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the end of the year	100	0.18	100	0.18
6.	<b>CICILY VINCENT RAJ</b>				
	At the beginning of the year	100	0.18	100	0.18
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the end of the year	100	0.18	100	0.18
7.	<b>JULIET ASOKAN</b>				
	At the beginning of the year	100	0.18	100	0.18
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the end of the year	100	0.18	100	0.18
8.	<b>VINCENT PRABAKARAN R</b>				
	At the beginning of the year	100	0.18	100	0.18
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			

	At the end of the year	100	0.18	100	0.18
9.	<b>MARIA ROBIN N</b>	100	0.18	100	0.18
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the end of the year	100	0.18	100	0.18
10.	<b>MERCY LATHA</b>	100	0.18	100	0.18
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the end of the year	100	0.18	100	0.18

**E) Shareholding of Directors and Key Managerial Personnel:**

S.No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Date	Increase / Decrease in share holding	% Increase / Decrease in share holding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company					No. of shares	% of total shares of the company
1	ANANDARAYAR ANTONY	100	0.18	-	-	-	-	100	0.18
2	AESU MALAYAPPAN CHINNAPPA( <i>Resigned from the post of Director with effect from 10<sup>th</sup> September 2018</i> )	100	0.18	-	-	-	-	100	0.18

3	ANTONY PAPPUSAMY	-	-	5/01/2019	100	0.18	Transmission of 100 Equity shares from Mr. Peter Fernando on 5 <sup>th</sup> January 2019	100	0.18
4	ANTONYSAMY GEORGE	-	-	-	-	-	-	-	-
<b>TOTAL</b>		<b>200</b>	<b>0.36</b>	-	<b>100</b>	<b>0.18</b>	-	<b>300</b>	<b>0.54</b>

**V) INDEBTEDNESS -**

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

	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	NIL	NIL	NIL	NIL
* Reduction	NIL	NIL	NIL	NIL

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<b>Net Change</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total(i+ii+iii)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager NOT APPLICABLE

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		----	---	---	---	
1	Gross salary	NIL	NIL	NIL	NIL	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL	NIL	NIL
	Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL

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**B. Remuneration to other directors**

NO	PARTICULARS OF REMUNERATION	NAME OF DIRECTORS				TOTAL AMOUNT
		Ananda-Rayar Antony	Aesu -Malayappan Chinnappa(Resigned from office with effect from 10/09/2018)	Antony Pappusamy	Antonymsamy George	NIL
1	Independent Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL	NIL	NIL
2	Other Non-Executive Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL	NIL
3	Other Executive Directors	NIL	NIL	NIL	NIL	NIL
	Total (3)	NIL	NIL	NIL	NIL	NIL
	Total (B)=(1+2+3)	NIL	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL



**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD  
NIL / NOT APPLICABLE**

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	-	-	-	-
	(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	-	-	-	-
	Total	-	-	-	-

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

<b>A. COMPANY</b> Penalty Punishment Compounding	<b>NONE</b>
<b>B. DIRECTORS</b> Penalty Punishment Compounding	<b>NONE</b>
<b>C. OTHER OFFICERS IN DEFAULT</b> Penalty Punishment Compounding	<b>NONE</b>

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**ANTONYSAMY GEORGE**  
**DIRECTOR**  
**DIN: 06906365**

**ANANDARAYAR ANTONY**  
**DIRECTOR**  
**DIN : 02332581**

**DATE: 08.07.2019**

**PLACE: CHENNAI**

**MATHA SOCIAL COMMUNICATIONS LIMITED**

**CIN NO: U74900TN2012PLC086666**

Regd. Office : St. Thomas Building, No.150 Luz Church Road, Mylapore, Chennai-600 004

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**ANNEXURE - III**

**FORM NO. 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 into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transaction not at arm's length basis – There were no contracts or arrangement or transactions entered into during the year ended March 31, 2019 which were not at arm's length basis

- (a) Name(s) of the related party and nature of relationship – N.A
- (b) Nature of contracts/arrangements/transactions – N.A
- (c) Duration of the contracts/arrangements/transactions – N.A
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any – N.A
- (e) Justification for entering into such contracts or arrangements or transactions – N.A
- (f) Date(s) of approval by the Board, if any – N.A
- (g) Amount paid as advances, if any – N.A
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to Section 188 – N.A

**2. Details of material contracts or arrangement or transactions at arm's length basis**

No	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 (Amount of transaction)	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1.	Commission for Social Communications society  (Enterprise which has significant influence)	Premises Rent	01 <sup>st</sup> April 2018 to 31 <sup>st</sup> March 2019	NA	Since the RPT are in the ordinary course of business and at arm's length, Approval of the Board is not required	NIL
2.	Commission for Social Communications society  (Enterprise which has significant influence)	Equipment Rental Income	01 <sup>st</sup> April 2018 to 31 <sup>st</sup> March 2019	NA	Since the RPT are in the ordinary course of business and at arm's length, Approval of the Board is not required	NIL

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**ANANDARAYAR ANTONY**  
**DIRECTOR**  
**DIN : 02332581**

**ANTONYSAMY GEORGE**  
**DIRECTOR**  
**DIN: 06906365**

**DATE: 08.07.2019**  
**PLACE: CHENNAI**

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## **Independent Auditor's Report**

**To the Members of M/s. MATHA SOCIAL COMMUNICATIONS LIMITED**

### **Report on the standalone Financial Statements**

#### **Opinion**

We have audited the accompanying Standalone financial statements of **M/s. MATHA SOCIAL COMMUNICATIONS LIMITED** (“*the Company*”) which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act 2013, as amended (“The Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and profit, (changes in equity) and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the Standalone 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 Standalone 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 Act, 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone financial statements.

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**MATHA SOCIAL COMMUNICATIONS LIMITED**

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### **Key Audit Matters**

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

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

The Company's Board of Directors is responsible for the preparation and presentation of these Standalone financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the Standalone financial position, Standalone financial performance and Standalone cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The Company's Board of Directors are also responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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, which have been used for the purpose of preparation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, the management is responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company 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.

## **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

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

report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the 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.

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.

### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure 1**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
- c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

- d. In our opinion, the aforesaid standalone 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 representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 with reference to these Standalone Financial Statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2”.
- g. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- I. The Company does not have any pending litigations which would impact its financial position.
- II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- III. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

**For M.THOMAS & CO,  
Chartered Accountants,  
Firm Regn No 004408S**

**A.ROZARIO  
Partner**

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**MATHA SOCIAL COMMUNICATIONS LIMITED**

**CIN NO: U74900TN2012PLC086666**

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**Membership No. – 021230**

**Place: Chennai**

**Date: 08.07.2019**

**“Annexure 1” To The Independent Auditors’ Report of even date on the Standalone Financial Statements of Matha Social Communications Limited.**

Referred to in paragraph 1 under ‘Report on Other Legal & Regulatory Requirement’ section of our report of even date.

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) The company does not own any immovable property.
- 2) Physical verification of inventory doesn’t arise since the company is a Service industry.
- 3) (a) The Company has granted loan, to parties covered in the Register maintained under section 189 of the Act. In our opinion and according to the information and explanations provide to us, the terms and conditions of the grant of such loan are prima facie not prejudicial to the Company’s interest.
- (b) The schedule of repayment of principal and payment of interest has been stipulated for the loan granted and the repayment / receipts are regular.
- (c) The principal and interest are not overdue in respect of loan granted to Companies, firms or other parties listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days.

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**MATHA SOCIAL COMMUNICATIONS LIMITED**

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- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing with appropriate authorities undisputed statutory dues including Income-Tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, GST, Cess and other statutory dues applicable to it.  
b) According to the information and explanation given to us, no undisputed amounts payable in respect of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, GST and other statutory dues were outstanding at the year end, for a period of more than six months from the date they became payable.
- 8) The Company has not taken any loan either from the bank, financial institutions or from the government and has not issued any debentures. Hence reporting requirements under clause no. 3(viii) of the order are not applicable to the Company and, not commented upon.
- 9) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statement and according to the information and explanations provided by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 10) The company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

- 11) According to the information and explanations provided by the management, the managerial remuneration paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act is Nil;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company and hence not commented upon.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) According to the information and explanations provided by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) According to the information and explanations provided by the management, the company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) According to the information and explanations provided by the management, the provisions of section 45 IA of the Reserve Bank of India Act, 1934 are not applicable to the Company and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For M.THOMAS & CO,  
Chartered Accountants,  
Firm Regn No 004408S**

**A.ROZARIO**

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**MATHA SOCIAL COMMUNICATIONS LIMITED**

**CIN NO: U74900TN2012PLC086666**

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**Partner**

**Membership No. – 021230**

**Place: Chennai**

**Date: 08.07.2019**

**“Annexure 2” To The Independent Auditors’ Report of even date on the Standalone Financial Statements of Matha Social Communications 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 MATHA SOCIAL COMMUNICATIONS LIMITED (“the Company”) as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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, as specified under section 143(10) of the Act, to the extent

applicable to an audit of internal financial controls and, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these Standalone 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 system over financial reporting with reference to these Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these Standalone Financial Statements, 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 with reference to these Standalone Financial Statements.

### **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting with reference to these Standalone 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 control over financial reporting with reference to these Standalone 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 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, 2019, 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 M.THOMAS & CO,  
Chartered Accountants,  
Firm Regn No 004408S**

**A.ROZARIO  
Partner  
Membership No. – 021230  
Place: Chennai  
Date: 08.07.2019**

Matha Social Communications Limited  
No.150: Luz Church Road: Mylapore: Chennai - 600 004

STANDALONE

Balance Sheet as at March 31st 2019

PARTICULARS	Note No	Amount in (₹)	
		March 31st 2019	March 31st 2018
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders funds</b>			
(a) Share Capital	1	54,262,000	54,262,000
(b) Reserves and Surplus	2	5,221,315	4,443,607
(c) Money received against share warrants			
<b>(2) Share application money pending allotment</b>			
		-	-
<b>(3) Non Current Liabilities</b>			
(a) Long term borrowings		-	-
(b) Deferred tax liabilities (Net)		300,097	266,135
(c) Other Long term liabilities		-	-
(d) Long-term provisions		-	-
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings		-	-
(b) Trade payables		-	-
(c) Other current liabilities	3	976,352	787,482
(d) Short-term provisions		-	-
<b>TOTAL</b>		<b>60,759,764</b>	<b>59,759,224</b>
<b>II. ASSETS</b>			
<b>Non Current Assets</b>			
<b>1 (a) Fixed Assets</b>			
(i) Tangible Assets	4	7,858,413	9,413,044
(ii) Intangible Assets	4	76,801	111,356
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under		-	-
(b) Non-current investments	5	36,750,000	21,750,000
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances	6	3,008,774	4,045,041
(e) Other non-current assets	7	198,000	198,000
<b>(2) Current Assets</b>			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables	10	233,872	233,876
(d) Cash and cash equivalents	8	11,782,530	23,231,705
(e) Short-term loans and advances		-	-
(f) Other current assets	9	851,374	776,203
<b>TOTAL</b>		<b>60,759,764</b>	<b>59,759,224</b>

Summary of Accounting Policies

Note-15

The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date  
For M.THOMAS & Co  
Chartered Accountants  
Firm Reg. No.004408S

-SD-  
GEORGE ANTONYSAMY  
Director  
(DIN - 06906365 )

-SD-  
ANTONY ANANDARAYAR  
Director  
(DIN - 02332581)

-SD-  
(A.ROZARIO)  
Partner  
M. No. 021230

Place : Chennai -600004  
Date : 08.07.2019

MATHA SOCIAL COMMUNICATIONS LIMITED

CIN NO: U74900TN2012PLC086666

Regd.Office : St.Thomas Building, No.150 Luz Church Road, Mylapore, Chennai-600 004

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**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

**STANDALONE**

**Statement of Profit and Loss for the year ended March 31st 2019**

Amount in (₹)

	PARTICULARS	Note No	March 31st 2019	March 31st 2018
I	Revenue from Operations		2,378,400	2,378,400
II	Other Income	11	1,341,742	1,966,633
III	<b>Total Revenue</b>		<b>3,720,142</b>	<b>4,345,033</b>
IV	<b>Expenses</b>			
	Finance Cost and bank charges		-	
	Depreciation expenses	4	1,589,184	978,838
	Other expenses	12	999,288	1,046,567
	<b>Total Expenses</b>		<b>2,588,472</b>	<b>2,025,405</b>
	<b>Profit before exceptional and extraordinary items and tax</b>		<b>1,131,670</b>	<b>2,319,628.30</b>
V	Exceptional items		-	-
VII	<b>Profit before extraordinary items and tax</b>		<b>1,131,670</b>	<b>2,319,628.30</b>
VIII	Extraordinary items		-	-
IX	<b>Profit before tax</b>		<b>1,131,670</b>	<b>2,319,628.30</b>
X	<b>Tax Expenses</b>			
	(1)Current Tax (Provision for Income Tax)		320,000	360,000.00
	(2)Deferred Tax		33,962	150,726.63
XI	<b>Profit (Loss) for the period from continuing operations</b>		<b>777,708</b>	<b>1,808,901.67</b>
XII	<b>Profit/(loss) from discontinuing operations</b>		<b>-</b>	<b>-</b>
XIII	Tax expense of discontinuing operations		-	-
XIV	Profit/(loss) from Discontinuing operations (after tax)		-	-
XV	<b>Profit for the period</b>		<b>777,708</b>	<b>1,808,902</b>
XVI	Earnings per equity share:			
	(1) Basic EPS	13	14.33	33.34
	(2) Diluted EPS		14.33	24.81

**Summary of Accounting Policies**

**Note-15**

**The accompanying Notes are an integral part of the Financial Statements.**

As per our report of even date  
**For M.THOMAS & Co**  
**Chartered Accountants**  
**Firm Reg. No.004408S**

-SD-

**GEORGE ANTONYSAMY**  
Director  
(DIN - 06906365 )

-SD-

**ANTONY ANANDARAYAR**  
Director  
(DIN - 02332581)

-SD-

**(A.ROZARIO)**  
Partner  
M. No. 021230

Place : Chennai

Date : 08.07.2019

**MATHA SOCIAL COMMUNICATIONS LIMITED**

**CIN NO: U74900TN2012PLC086666**

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**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

**STANDALONE**

***Notes to financial statements for the year ended 31st March 2019***

**Note : 1 Share Capital**

Amount ₹

Particulars	As at March 31st 2019		As at March 31 2018	
	Number of Shares	Amount	Number of Shares	Amount
(a) Authorised Capital				
Equity shares of Rs.1,000/- each	60,000	60,000,000	60,000	60,000,000
(b) Issued, Subscribed and Paid Up				
Equity shares of Rs.1,000/- each	54,262	54,262,000	54,262	54,262,000

**Note : 1(a) Share capital (contd.) Reconciliation of sharecapital**

Particulars	Opening Balance	Fresh issue	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2018			
- Number of shares	54,262	-	54,262
- Amount (₹)	54,262,000	-	54,262,000

**Note : 1(b) Number of Shares held by each shareholder holding more than 5 percent equity shares of the company are as follows :**

	As at 31st March, 2019	As at 31st March, 2018
No. of Shares held by each shareholder holding more than 5% equity shares	NIL	NIL

**Note 2: Reserves and surplus**

Particulars	As at 31st March, 2019	As at 31st March, 2018
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	4,443,607	2,634,405
Add: Profit / (Loss) for the year	777,708	1,809,203
Closing balance	5,221,315	4,443,607
<b>Total</b>		

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**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

**Notes to financial statements for the year ended 31st March 2018**

**Note 3: Other current liabilities**

Particulars	As at 31st March, 2018	As at 31st March, 2017
	₹	₹
(j) Other payables		
Audit fee payable	55,000	35,000
Other Payables		
Sundry Creditors	2,000	2,000
GST Payable	27,648	27,648
Rent Payable	42,834	42,834
Provision for Taxation 16-17	168,870	320,000
Provision for Taxation 17-18	360,000	360,000
Provision for Taxation 18-19	320,000	
<b>Total</b>	<b>976,352</b>	<b>787,482</b>

Matha Social Communications Limited  
No.150: Luz Church Road: Mylapore: Chennai - 600 004

Notes to financial statements for the year ended 31st March 2019

Note 4: Fixed assets

A.	Tangible assets	Gross block			
		Balance as at 1st April 2018	Additions	Disposals	Balance as at March 31st 2019
		Amount in (₹)			
	Airconditioners	212,350	-	-	212,350
	Audio and Visual Equipments	4,144,332	-	-	4,144,332
	Broadcasting Equipments	7,726,845	-	-	7,726,845
	Computers and accessories	1,967,142	-	-	1,967,142
	Electronic equipments & accessories	33,205	-	-	33,205
	Furniture & fittings	239,008	-	-	239,008
	Networking equipments and accessories	1,434,680	-	-	1,434,680
	<b>Total</b>	<b>15,757,562</b>	<b>-</b>	<b>-</b>	<b>15,757,562</b>

Note 4 (continued) : Fixed assets

B	Tangible assets	Depreciation				Net block	
		Balance as at 1st April 2018	Depreciation / amortisation expense for the year	Balance as at March 31st 2019	Balance as at March 31st 2018	Balance as at March 31st 2019	
		Amount in (₹)					
	Airconditioners	172,679	41,053	213,733	39671 -	1,383	
	Audio and Visual Equipments	1,061,114	280,571	1,341,685	3083218	2,802,647	
	Broadcasting Equipments	3,721,423	571,366	4,292,789	4005422	3,434,056	
	Computers and accessories	715,412	506,073	1,221,486	1251730	745,656	
	Electronic equipments & accessories	20,419	1,914	22,333	12786	10,872	
	Furniture & fittings	48,200	21,444	69,644	190808	169,364	
	Networking equipments and accessories	605,271	132,209	737,480	829409	697,200	
	<b>Total</b>	<b>6,344,519</b>	<b>1,554,629</b>	<b>7,899,149</b>	<b>9,413,044</b>	<b>7,858,413</b>	

A.	Intangible assets	Gross block			
		Balance as at 1st April 2018	Additions	Disposals	Balance as at March 31st 2019
		Amount in (₹)			
	Software -Firewall - 17.06.2017	138,600	-	-	138,600
	<b>Total</b>	<b>138,600</b>	<b>-</b>	<b>-</b>	<b>138,600</b>

B	Intangible assets	Depreciation			Net block	
		Balance as at 1st April 2018	Depreciation / amortisation expense for the year	Balance as at March 31st 2019	Balance as at March 31st 2018	Balance as at March 31st 2019
		Amount in (₹)				
	Software for Virus - 17.06.2017	27,245	34,555	61,800	-	76,800
	<b>Total</b>	<b>27,245</b>	<b>34,555</b>	<b>61,800</b>	<b>-</b>	<b>76,801</b>

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STANDALONE

**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

***Notes to financial statements for the year ended 31st March 2019***

<b>Note 5: Investments</b>		<b>Amount in (₹)</b>	
<b>Particulars</b>	<b>As at 31st March, 2019</b>	<b>As at 31st March, 2018</b>	
	₹	₹	
M/s Madha Media Renaissance Pvt Limited (KAMRPL)			
21,00,000 (Previous year 6,00,000) Equity shares of Rs.10 each fully paid up	36,750,000	21,750,000	
<b>Total</b>	<b>36,750,000</b>	<b>21,750,000</b>	

<b>Note 6: Long-term loans and advances</b>		<b>Amount in (₹)</b>	
<b>Particulars</b>	<b>As at 31st March, 2019</b>	<b>As at 31st March, 2018</b>	
	₹	₹	
(i) Other loans and advances:			
Unsecured, considered good - other intercorporate advance	3,008,774	4,045,041	
<b>Total</b>	<b>3,008,774</b>	<b>4,045,041</b>	

<b>Note 7: Other non-current assets</b>		<b>Amount in (₹)</b>	
<b>Particulars</b>	<b>As at 31st March, 2019</b>	<b>As at 31st March, 2018</b>	
	₹	₹	
(a) Rental Advance - CSCS	198,000	198,000	
(b) Unsecured, considered good - other intercorporate advance	-	-	
<b>A</b>	<b>198,000</b>	<b>198,000</b>	
(c) Unamortised expenses - Preliminary expenses			
Opening balance	-	111,018	
Less: written off for the year	-	(111,018)	
Closing balance	-	-	
<b>B</b>	<b>-</b>	<b>-</b>	
<b>Total (A+B)</b>	<b>198,000</b>	<b>198,000</b>	

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**Notes to financial statements for the year ended 31st March 2019**

**STANDALONE**

**Note 8: Cash and cash equivalents**

Particulars	Amount in (₹)	
	As at 31st March, 2019	As at 31st March, 2018
	₹	₹
(a) Cash on hand	9,512	9,512
(b) Cheques, drafts on hand		-
(c) Balances with Nationalised Banks		
(i) In current accounts	243,208	820,867
(iii) In deposit accounts	11,529,810	22,401,326
<b>Total</b>	<b>11,782,530</b>	<b>23,231,705</b>

**Note 9: Other current assets**

Particulars	Amount in (₹)	
	As at 31st March, 2019	As at 31st March, 2018
(i) Interest accrued on deposits		188,919
(ii) Advance Tax paid	100,000	100,000
(ii) Advance Tax paid - FY-2018-19	100,000	
(iii) IT Refund Due FY 2016-17	216,050	216,050
(iv) IT Refund Due FY 2017-18	216,184	236,844
(v) IT Refund Due FY 2018-19	84,173	
(v) IT Refund Due FY 2018-19	109,212	
(vi) Loan Interest Receivable (MMRPL)	25,755	34,390
<b>Total</b>	<b>851,374</b>	<b>776,203</b>

**Note 10: Trade receivables**

Particulars	Amount in (₹)	
	As at 31st March, 2019	As at 31st March, 2018
	₹	₹
<b>Sundry Debtors</b>	<b>233,872</b>	<b>233,876.00</b>
<b>Total</b>	<b>233,872</b>	<b>233,876.00</b>

**Note 11: Other Income**

Particulars	Amount in (₹)	
	As at 31st March, 2019	As at 31st March, 2018
	₹	₹
Interest from fixed deposit with bank	984,336	1,516,695
Interest Received on Loan	357,406	449,937
Miscellaneous Income		301
<b>Total</b>	<b>1,341,742</b>	<b>1,966,632</b>

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**Note 12: Other expenses**

Amount in (₹)

Particulars	As at 31st March, 2019	As at 31st March, 2018
	₹	₹
Repairs & Maintenance and Supervision charges	7,750	11,000
Printing and stationery	17,114	400
Professional charges/Consultancy Charges	125,420	81,500
Rent for office premises	435,600	412,995
Amortisation of preliminary expenses		
Audit fees	64,900	35,000
Postage & communication		51,750
Meeting & Conference	323,090	415,375
Registration/Filing fee/Rates & Taxes	4,200	12,739
Software Maintenance	15,000	
Travelling & Conveyance		
TDS written off		
Video & Audio Equipment Expenses		21,950
Bank Charges	6,214	3,858
<b>Total</b>	<b>999,288</b>	<b>1,046,567</b>

**Matha Social Communications Limited**  
No.150: Luz Church Road: Mylapore: Chennai - 600 004

Note No. Notes to financial statements for the year ended 31st March 2019

13	Earnings per share (EPS)	Amount in (₹)	
		As at 31st March, 2019	As at 31st March, 2018
	i) Net Profit as per Profit and Loss Statement attributable to Equity Shareholders (‘)	777,708	1,809,203
	ii) Weighted Average number of Equity Shares used as denominator for calculating EPS	54,262	54,262
	iii) Basic and Diluted Earnings per share (‘)	14.33	33.34
	iv) Face Value per Equity share (‘)	1,000	1,000

14 RELATED PARTY DISCLOSURES:		
Sl.No.	Name of the Related Party	Relationship
1	Madha Media Renaissance Private Limited	Wholly Owned Subsidiary
2	COMMISSION FOR SOCIAL COMMUNICATIONS SOCIETY	Enterprises over which Key Management Personnel (KMP) are able to exercise significant influence.

**Nature & value of Transactions during the year with Related Parties:**

Sl.No.	Nature of Transactions	₹ in Lakhs			
		2018-19		2016-17	
		Associate	Enterprise with KMP	Associate	Enterprise with KMP
1	Premises Rent		3.63		3.98
2	Equipment Rental Income	19.56	4.22	19.56	4.22
3	Investments	306.25		167.50	

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**Note- 15 (2018-19)**

**Matha Social communications Limited**

**SIGNIFICANT ACCOUNTING POLICIES:**

**i) NATURE OF OPERATIONS:**

Madha Social Communications Limited was incorporated in 2012. The company was incorporated to carry on the business of dealing with telecasting / broadcasting contents and the networking for the same.

**ii) BASIS OF PREPARATION:**

The financial statements have been prepared to comply with the generally accepted accounting principles in India including the Accounting standards notified under the relevant provisions of the Companies Act, 2013.

The financial statements have been prepared under historical cost convention on the basis of going concern and on an accrual basis in accordance with accounting principles generally accepted in India. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

**iii) USE OF ESTIMATES**

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the result are known/ materialized

**iv) FIXED ASSET:**

Fixed assets are stated at cost less accumulated depreciation. Cost includes purchase price and all other attributable cost to bring the assets to its working condition for the intended use. Subsequent expenditures related to an item of Tangible Assets are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard performance.

**v) DEPRECIATION:**

Depreciation is provided based on the useful life of the assets as prescribed in “Schedule-II of the Companies Act, 2013 on SLM basis. Plant and Machinery costing up-to Rs.5,000/- are fully depreciated in the year of purchase.



vi) **REVENUE RECOGNITION:**

STANDALONE

Revenue is recognized only when risk and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection,

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

The company has earned its income by leasing out the leasing / broadcasting equipments and related devices. The income from other than the lease rental has been earned out of interest from the deposits with the bank.

vii) **SEGMENT:**

The Company's business activity is mainly leasing out the telecasting and broadcasting equipments and devices from Chennai- Tamilnadu.

ix) **INVESTMENTS:**

Investments (Non-Current) represents 21,00,000 equity shares (Previous year 6,00,000/- equity Shares) in M/s. MMRPL purchased which are valued at purchase cost of Rs.3,67,50,000/-.

x) **CASH AND CASH EQUIVALENTS:**

Cash comprises cash on hand and balances with banks. Including term deposits with banks.

xi) **PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:**

A provision is recognized when:

- The Company has a present obligation as a result of a past event;
- It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; 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 not, require an outflow of resources. Where there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent Assets are neither recognized nor disclosed.

xii) **PRELIMINARY EXPENSES WRITTEN OFF:**

The Preliminary expenses are being written off over a period of 5 years.

## **Independent Auditor's Report**

**To the Members of M/s. MATHA SOCIAL COMMUNICATIONS LIMITED**

### **Report on the Consolidated Financial Statements**

#### **Opinion**

We have audited the accompanying Consolidated financial statements of M/s. **MATHA SOCIAL COMMUNICATIONS LIMITED (Hereinafter referred to as “the Holding Company”)** and its subsidiary (Holding Company and its subsidiary together referred to as “the Group”) which comprise the consolidated Balance Sheet as at March 31, 2019, and the consolidated statement of Profit and Loss, and the consolidated cash flows Statement for the year then 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 financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 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, its associates and jointly controlled entities as at March 31, 2019, of consolidated profit, and its consolidated cash flows for the year then ended.

#### **Basis for Opinion**

We conducted our audit of the Consolidated 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 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 Act, 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated 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 financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its associates and jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as afore said.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for assessing the ability of the Group and of its associates and jointly controlled entities 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.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated 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 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 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 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 events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the 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.

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.

### **Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, (the consolidated Statement of Changes in Equity) and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated 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 Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March, 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, associate companies and jointly controlled companies incorporated in India, none of the directors of the Group companies, its associate companies and jointly controlled companies incorporated in India is disqualified as on 31<sup>st</sup> March, 2019 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy and the operating effectiveness of the internal financial control over financial reporting with reference to these Consolidated Financial Statements of the Holding Company and its subsidiary companies, refer to our separate Report in “Annexure A” to this report.
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditor’s) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (1) There were no pending litigations which would impact the consolidated financial position of the Group, its associates and jointly controlled entities.
  - (2) The Group, its associates and jointly controlled entities did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - (3) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For M.THOMAS & CO,**  
**Chartered Accountants,**  
**Firm Regn No 004408S**

**A.ROZARIO**  
**Partner**  
**Membership No. – 021230**  
**Place: Chennai**  
**Date: 08.07.2019**

**ANNEXURE “A” The Independent Auditors’ Report of even date on the Consolidated Financial Statements of Matha Social Communications limited.**

(Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Matha Social Communications Limited of even date)

**Report on the Internal Financial Controls Over Financial Reporting under Clause(i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the consolidated financial statements of **MADHA SOCIAL COMMUNICATIONS LIMITED** as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of **MADHA SOCIAL COMMUNICATIONS LIMITED** (hereinafter referred to as the (“Holding Company”)) and its subsidiary company, which are companies incorporated in India, as of that date.

**Management’s Responsibility for Internal Financial Controls**

The Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 (“the 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 Act.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the Holding Company and its subsidiary company, which are companies incorporated in India, internal financial controls over financial reporting with reference to these 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 Standards on Auditing, both issued by the Institute of Chartered Accountants of India 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these 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 system over financial reporting with reference to these Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these Consolidated Financial Statements, 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 internal financial controls system over financial reporting with reference to these Consolidated Financial Statements.

### **Meaning of Internal Financial Controls over Financial Reporting with reference to these Consolidated Financial Statements**

A company’s internal financial control over financial reporting with reference to these 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 control over financial reporting with reference to these 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 over Financial Reporting with reference to these Consolidated Financial Statements**

Because of the inherent limitations of internal financial controls over financial reporting with reference to these 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 over financial reporting with reference to these Consolidated Financial Statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these 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 to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary company, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls system over financial reporting with reference to these Consolidated Financial Statements and such internal financial controls over financial reporting with reference to these Consolidated Financial Statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Holding 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 M.THOMAS & CO,  
Chartered Accountants,  
Firm Regn No 004408S**

**A.ROZARIO  
Partner  
Membership No. – 021230**

**Place: Chennai  
Date: 08.07.2019**

**Matha Social Communications Limited**  
No.150: Luz Church Road: Mylapore: Chennai - 600 004

**CONSOLIDATED**

**Consolidated Balance Sheet as at March 31st 2019**

PARTICULARS	Note No	Amount in (₹)	
		March 31st 2019	March 31st 2018
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders funds</b>			
(a) Share Capital	1	54,262,000	54,262,000
(b) Reserves and Surplus	2	9,961,229	8,546,469
(c) Money received against share warrants		-	-
		<b>64,223,229</b>	<b>62,808,469</b>
<b>(2) Share application money pending allotment</b>			
<b>(3) Non Current Liabilities</b>			
(a) Long term borrowings		-	-
(b) Deferred tax liabilities (Net) (MSCL)		300,097	266,135
(c) Other Long term liabilities	3	2,097,305	1,031,870
(d) Long-term provisions		-	-
		<b>2,397,402</b>	<b>1,298,004</b>
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings		-	-
(b) Trade payables	4	60,184	28,625
(c) Other current liabilities		-	-
(d) Short-term provisions		-	-
		<b>60,184</b>	<b>28,625</b>
<b>TOTAL</b>		<b>66,680,815</b>	<b>64,135,098</b>
<b>II. ASSETS</b>			
<b>Non-current Assets</b>			
<b>1(a) Fixed Assets</b>			
(i) Tangible Assets	5	27,367,970	11,875,070
(ii) Intangible Assets	5, 6	8,365,795	9,220,706
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net) (MMRPL)		24,867	27,575
(d) Long-term loans and advances	7	257,400	59,400
(e) Other non-current assets	8	-	198,000
		<b>36,016,033</b>	<b>21,380,751</b>
<b>(2) Current Assets</b>			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables	9	41,532	352,554
(d) Cash and cash equivalents	10	21,209,015	32,029,125
(e) Short-term loans and advances	11	4,474,707	4,058,299
(f) Other current assets	12	4,939,528	6,314,369
		<b>30,664,782</b>	<b>42,754,347</b>
<b>TOTAL</b>		<b>66,680,815</b>	<b>64,135,098</b>

The accompanying Notes are an integral part of the Financial Statements.

**Note-19**

As per our report of even date  
**For M.THOMAS & Co**  
**Chartered Accountants**  
**Firm Reg. No.004408S**

-SD-  
**ANTONYSAMY GEORGE**  
Director  
(DIN -6906365 )

-SD-  
**ANTONY ANANDARAYAR (A.ROZARIO)**  
Director  
(DIN - 02332581)

-SD-  
**Partner**  
**M. No. 021230**

Place : Chennai  
Date : 08.07.2019

**MATHA SOCIAL COMMUNICATIONS LIMITED**

**CIN NO: U74900TN2012PLC086666**

Regd.Office : St.Thomas Building, No.150 Luz Church Road, Mylapore, Chennai-600 004

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**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

**CONSOLIDATED**

**Consolidated Statement of Profit and Loss for the year ended March 31st 2019**

PARTICULARS	Note No	Amount in (₹)	
		March 31st 2019	March 31st 2018
I Revenue from Operations	13	29,817,713	26,746,229
II Other Income	14	1,785,786	2,247,787
<b>III Total Revenue</b>		<b>31,603,499</b>	<b>28,994,016</b>
<b>IV Expenses</b>			
Production and Telecasting Expenses	15	21,219,300	18,083,287
Employee benefit expense	16	1,420,416	1,187,464
Finance Cost and bank charges		8,086	5,668
Depreciation expenses	6	2,950,677	2,395,086
Other expenses	17	3,533,591	3,212,675
<b>Total Expenses</b>		<b>29,132,070</b>	<b>24,884,181</b>
<b>Profit before exceptional and extraordinary items and tax</b>		<b>2,471,430</b>	<b>4,109,835</b>
VI Exceptional items		-	-
<b>VII Profit before extraordinary items and tax</b>		<b>2,471,430</b>	<b>4,109,835</b>
VIII Extraordinary items			
<b>IX Profit/(Loss) before tax</b>		<b>2,471,430</b>	<b>4,109,835</b>
<b>X Tax Expenses</b>			
(1) Current Tax (Provision for Income Tax)		1,020,000	510,000
(2) Deferred Tax		36,670	169,472
<b>Profit (Loss) for the period from continuing operations</b>		<b>1,414,760</b>	<b>3,430,363</b>
<b>XII Profit/(loss) from discontinuing operations</b>		<b>-</b>	<b>-</b>
XIII Tax expense of discontinuing operations		-	-
XIV Profit/(loss) from Discontinuing operations (after tax)		-	-
<b>XV Profit (Loss) for the period</b>		<b>1,414,760</b>	<b>3,430,363</b>
<b>XVI Earnings per equity share:</b>			
(1) Basic EPS	18	26.07	63.22
(2) Diluted EPS	18	26.07	63.22

The accompanying Notes are an integral part of the Financial Statement Note No - 19

As per our report of even date  
**For M.THOMAS & Co**  
**Chartered Accountants**  
**Firm Reg. No.004408S**

-SD-  
**ANTONYSAMY GEORGE**  
 Director  
**(DIN -6906365 )**

-SD-  
**ANTONY ANANDARAYAR**  
 Director  
**(DIN - 02332581)**

-SD-  
**(A.ROZARIO)**  
 Partner  
**M. No. 021230**

Place : Chennai  
 Date : 08.07.2019

**MATHA SOCIAL COMMUNICATIONS LIMITED**

**CIN NO: U74900TN2012PLC086666**

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**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**  
**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31<sup>ST</sup> 2019**

PARTICULARS	Amount in (₹)	
	For the year ended March 31st 2019	For the year ended March 31st 2018
<b>A.Cash flow from operating activities</b>		
<b>Net profit / (loss) before taxation</b>	2,471,430	4,109,835
Adjustments for:		
Depreciation	2,950,677	2,395,086
Interest income	(1,363,386)	(1,825,387)
Provision for taxation		
Deferred tax		
<b>Operating profit before working capital changes</b>	<b>4,058,720</b>	<b>4,679,534</b>
Movements in working capital:		
(Increase)/Decrease in trade receivables	311,022	(352,554)
(Increase)/Decrease in other current & non current assets	1,374,842	(182,893)
(Increase)/Decrease in loans and advances	(416,408)	(1,537,107)
Increase / (Decrease) in trade payables and other liabilities	76,992	130,957
<b>Cash generated from / (used in) operations</b>	<b>5,405,168</b>	<b>2,737,937</b>
<b>Net cash flow from / (used in) operating activities</b> <b>A</b>	<b>5,405,168</b>	<b>2,737,937</b>
<b>B. Cash flow from investing activities</b>		
Purchase of fixed assets, capital work in progress (including capital advances)	(17,588,664)	(2,799,295)
Term deposits placed with banks during the year (more than 3 months)	10,384,502	(2,162,550)
Interest received	1,363,386	1,825,387
<b>Net cash from / (used in) investing activities</b> <b>B</b>	<b>(5,840,776)</b>	<b>(3,136,458)</b>
<b>C. Cash flow from financing activities</b>		
Proceeds from issuance of share capital		0
Proceeds of share application money		
<b>Net cash (used in) / from financing activities</b> <b>C</b>	<b>0</b>	<b>0</b>
<b>Net increase / (decrease) in cash and cash equivalents</b> <b>A+B+C</b>	<b>(435,608)</b>	<b>(398,521)</b>
<b>Total Cash and cash equivalents at the beginning of the year</b>	<b>1,494,334</b>	<b>1,892,855</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>1,058,726</b>	<b>1,494,334</b>
<b>Components of cash balances</b>		
Cash in hand	14,834	10,794
Balance with banks in current accounts	1,043,893	1,483,540
<b>Total</b>	<b>1,058,726</b>	<b>1,494,334</b>

**Notes :** 1. Cash Flow Statement has been prepared following Indirect method

As per our report of even date  
**For M.THOMAS & Co**  
**Chartered Accountants**  
**Firm Reg. No.004408S**

-SD-  
**ANTONYSAMY GEORGE**  
Director  
(DIN -6906365)

-SD-  
**ANTONY ANANDARAYAR**  
Director  
(DIN - 02332581)

-SD-  
**(A.ROZARIO)**  
Partner  
M. No. 021230

Place : Chennai  
Date : 08.07.2019

**MATHA SOCIAL COMMUNICATIONS LIMITED**

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**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

***Notes to consolidated financial statements for the year ended 31st March 2019***

**Note : 1 Share Capital**

Particulars	Amount in (₹)		Amount in (₹)	
	As at 31st March, 2019		As at 31st March, 2018	
	Number of Shares	Amount	Number of Shares	Amount
(a) Authorised Capital				
Equity shares of Rs.1,000/- each	60,000	60,000,000	60,000	60,000,000
(b) Issued, Subscribed and Paid Up				
Equity shares of Rs.1,000/- each	54,262	54,262,000	54,262	54,262,000

**Note : 1(a) Share capital (contd.) Reconciliation of sharecapital**

Particulars	Opening Balance	Fresh issue	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2018			
- Number of shares	54,262	-	54,262
- Amount (₹)	54,262,000	-	54,262,000

**Note : 1(b) Number of Shares held by each shareholder holding more than 5 percent equity shares of the company are as follows :**

Particulars	As at 31st March, 2019	As at 31st March, 2018
No. of Shares held by each shareholder holding more than 5% equity shares	NIL	NIL

**Note 2: Reserves and surplus**

Particulars	As at 31 March, 2019	As at 31 March, 2018
<b>Reserves:</b>		
Opening Balance	3,105,175.34	3,105,175.34
<b>Total</b>	3,105,175.34	3,105,175.34
<b>Surplus:</b>		
Opening Balance	5,441,293.51	2,010,930.27
Add: Profit for the year	1,414,760.00	3,430,363.25
Less: Adjusted towards investment	-	-
<b>Total</b>	6,856,053.51	5,441,293.51
<b>Grand Total</b>	<b>9,961,228.85</b>	<b>8,546,468.86</b>

**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

**Notes to consolidated financial statements for the year ended 31st March 2019**

**Note 3: Other current liabilities**

Particulars	As at 31st March, 2019	As at 31st March, 2018
	₹	₹
(j) Other payables		52,408
Audit Fee payable	90,000	70,000
EPF Payable	7,776	
GST Payable	300,659	79,462
Provision for Income Tax FY - 2016-17	168,870	
Provision for Income Tax FY - 2017-18	510,000	830,000
Provision for Income Tax FY - 2018-19	1,020,000	
<b>Total</b>	<b>2,097,305</b>	<b>1,031,870</b>

**Note 4: Trade payables**

Particulars	As at 31st March, 2019	As at 31st March, 2018
	₹	₹
Trade payables:	-	
Bharti Airtel Ltd	-	13,275
Equipment Rent - MSCL		
Interest Payable - MSCL		
Consultancy Charges Payable	4,500	2,500
Rent payable - CSCS	55,684	12,850
<b>Total</b>	<b>60,184</b>	<b>28,625</b>

**Matha Social Communications Limited**  
No.150: Luz Church Road: Mylapore: Chennai - 600 004

Notes to consolidated financial statements for the year ended 31st March 2019

**Note 5: Fixed assets**

Tangible assets	Gross block				Depreciation			Net block	
	Balance as at 1st April 2018	Additions	Disposals	Balance as at March 31st 2019	Balance as at 1st April 2018	Depreciation / amortisation expense for the year	Balance as at March 31st 2019	Balance as at March 31st 2018	Balance as at March 31st 2019
	Land		17588664		17,588,664			-	-
Airconditioners	2,137,118		-	2,137,118	1,984,577	50,776	2,035,354	152,541	101,764
Audio and Visual Equipments	7,398,556		-	7,398,556	2,428,406	690,574	3,118,980	4,970,150	4,279,576
Broadcasting Equipments	7,726,845		-	7,726,845	3,721,423	571,366	4,292,789	4,005,422	3,434,056
Computers and accessories	1,967,142		-	1,967,142	715,412	506,073	1,221,486	1,251,730	745,656
Electronic equipments & accessories	786,040		-	786,040	581,697	51,269	632,967	204,343	153,073
Furniture & fittings	706,992		-	706,992	303,578	93,496	397,074	403,414	309,918
Networking equipments and accessories	1,434,680		-	1,434,680	605,270	132,209	737,479	829,410	697,201
Fire Extinguishers	212,047		-	212,047	201,445		201,445	10,602	10,602
Lighting Equipments & Grid	705,060		-	705,060	669,805		669,805	35,255	35,255
APC UPS Systems	310,000		-	310,000	297,800		297,800	12,200	12,200
<b>Total</b>	<b>23,384,480</b>	<b>17,588,664</b>	<b>-</b>	<b>40,973,144</b>	<b>11,509,416</b>	<b>2,095,766</b>	<b>13,605,180</b>	<b>11,875,070</b>	<b>27,367,970</b>

**Note 5: Intangible assets**

Intangible Assets	COST			TELERIGHTS AMORTIZATION			WDV	WDV
	As on 31st March 18 ₹	Additions ₹	As on 31st March 19 ₹	As on 31st March 18 ₹	FOR THE YEAR ₹	As on 31st March 19 ₹	As on 31st March 19 ₹	As on 31st March 18 ₹
KAPL Telecasting Rights	11,350,000		11,350,000	9,376,229	493,443	9,869,672	1,480,328	1,973,771
Angelic Choir Programme	1,353,062		1,353,062	45,411	326,913	372,324	980,738	1,307,651
Software for Virus - 17.06.2017	138,600		138,600	27,245	34,555	61,800	76,800	111,355
<b>TOTAL "B"</b>	<b>12,841,662</b>	<b>-</b>	<b>12,841,662</b>	<b>9,448,886</b>	<b>854,910</b>	<b>10,303,796</b>	<b>2,537,867</b>	<b>3,392,777</b>
Goodwill on Consolidation (Note No.6)							5,827,929	5,827,929
							<b>8,365,795</b>	<b>9,220,706</b>

**MATHA SOCIAL COMMUNICATIONS LIMITED**

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**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

**Notes to consolidated financial statements for the year ended 31st March 2019**

Particulars	Amount in (₹)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Investment in M/s Madha Media Renaissance Pvt Limited (KAMRPL)</b>		
Value of investment in the shares	36,750,000.00	21,750,000.00
Less: Face value of share capital - 21,00,000 shares of Rs 10 each fully paid up	(21,000,000.00)	(6,000,000.00)
Less Reserves and surplus profit - Pre acquisition balances treated as capital profit	(9,922,071.47)	(9,922,071.47)
<b>Good will</b>	<b>5,827,929</b>	<b>5,827,929</b>

**Note 7: Long-term loans and advances**

Particulars	As at 31st March, 2019	As at 31st March, 2018
(i) Other loans and advances:		
Secured, considered good - Security Deposit	257,400	59,400
Unsecured, considered good - other intercorporate advance		
<b>Total</b>	<b>257,400</b>	<b>59,400</b>

**Note 8: Other non-current assets**

Particulars	As at 31st March, 2019	As at 31st March, 2018
(a) Prepaid Expenses	-	-
Rental Advance - Society	-	198,000
(b) Unsecured, considered good - other intercorporate advance	-	-
<b>A</b>	<b>-</b>	<b>198,000</b>
(c) Unamortised expenses - Preliminary expenses		
Opening balance	-	-
Less: written off for the year	-	-
Closing balance	-	-
<b>B</b>	<b>-</b>	<b>-</b>
<b>Total (A+B)</b>	<b>-</b>	<b>198,000</b>

**Note 9 : Trade Receivables**

Particulars	As at 31st March, 2019	As at 31st March, 2018
<b>Trade receivables outstanding for a period exceeding six months from the date they were due for payment</b>		
<b>Other Receivables</b>		
Secured, considered good (A)	41,532	-
FD Interest Receivable (Accrued) (B)		352,554
<b>Total</b>	<b>41,532</b>	<b>352,554</b>

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**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

**Notes to financial statements for the year ended 31st March 2019**

**Note 10: Cash and cash equivalents**

Particulars	Amount in (₹)	
	As at 31st March, 2019	As at 31st March, 2018
	₹	₹
(a) Cash on hand	14,834	10,794
(b) Cheques, drafts on hand	-	-
(c) Balances with Nationalised Banks		
(i) In current accounts	1,043,893	1,483,540
(iii) In deposit accounts	20,150,289	30,534,791
(d) Others (specify nature)		
<b>Total</b>	<b>21,209,015</b>	<b>32,029,125</b>

**Note 11: Short Term Loans & Advances**

Particulars	As at 31st March, 2019	As at 31st March, 2018
Tax deducted at source - Income Tax refund due		
Advance Tax paid		100,000
TATA communications Ltd	900,000	900,000
Service Tax CENVAT credit c/f		
GST Unavailed Input	149,800	246,400
Sundry Debtors	3,422,907	2,809,899
Deposit - Network cable solutions Pvt Ltd	2,000	2,000
<b>Total</b>	<b>4,474,707</b>	<b>4,058,299</b>

**Note 12: Other current assets**

Particulars	As at 31st March, 2019	As at 31st March, 2018
Accruals		
(i) Interest accrued on deposits	-	
(ii) Tax deducted at source	2,594,043	1,588,977
	-	
Prepaid Consulting Charges	423,568	2,098,568
	-	
<b>Prepaid expenses</b>		
Tata Communications Ltd for Teleport	-	
Tata Teleservices	-	
Staff Mediclaim	-	2,946
Bharthi Airtel	1,038,571	
Uplinking Fees	383,345	118,125
Downlinking Fees	500,000	154,794
Bharthi Tele Media Ltd	-	
Tata Sky Ltd	-	
DTH Charges - Tata	-	1,236,164
DTH Charges - Sun Direct	-	1,114,795
<b>Total</b>	<b>4,939,528</b>	<b>6,314,369</b>

**MATHA SOCIAL COMMUNICATIONS LIMITED**

**CIN NO: U74900TN2012PLC086666**

Regd. Office : St. Thomas Building, No.150 Luz Church Road, Mylapore, Chennai-600 004

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PH: 044 – 2499 3314

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**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

**CONSOLIDATED**

**Note 13: Revenue from Operations**

Particulars	As at 31st March, 2019	As at 31st March, 2018
Slot Sales - Taxable Services	24,985,497	22,683,625
Wishes/Prayers - Taxable Services	653,290	310,050
Exempted Services - Wishes/Prayers		103,317
Time Slots - Taxable Services	2,670,000	2,635,000
Advertisement charges	1,375,000	1,014,237
Sale of Books	133,926	
<b>Total</b>	<b>29,817,713</b>	<b>26,746,229</b>

**Note 14: Other Income**

Particulars	As at 31st March, 2019	As at 31st March, 2018
Interest from fixed deposit with bank	1,363,386	1,797,399
Equipment Rental	422,400	422,400
Other Income	-	27,988
<b>Total</b>	<b>1,785,786</b>	<b>2,247,787</b>

**Note 15: Telecasting expenses**

Particulars	As at 31st March, 2019	As at 31st March, 2018
Uplinking charges(Teleport charges)	6,276,262	6,324,646
Uplinking fee amortization	90,000	90,000
DTH Services	12,256,455	8,832,945
Telerrights amortization		
Professional Charges (WEB Charges)	1,144,948	1,606,059
Carriage Fees for distribution	488,180	121,650
Equipment Hire charges	357,600	60,445
Internet & NLD Recurring Charges	193,972	534,693
CC Avenue & Pay Pal Gateway charges	9,889	12,849
License Renewal Fees	154,794	500,000
Book Printing Charges	247,200	
<b>Total</b>	<b>21,219,300</b>	<b>18,083,287</b>

**Note 16: Employee benefit expense**

Particulars	As at 31st March, 2019	As at 31st March, 2018
Salaries	1,242,626	1,187,464
Labour Welfare Fund	150	
EPF Employer contribution	26,400	
Staff Mediclam insurance premium	18,324	
Stipend	132,916	
<b>Total</b>	<b>1,420,416</b>	<b>1,187,464</b>

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**Note 17: Other expenses**

Particulars	As at 31st March, 2019	As at 31st March, 2018
Repairs & Maintenance and Supervision charges	10,850	13,850
Printing and stationery	22,682	11,001
Professional charges/Consultancy Charges	474,060	81,500
Rent for office premises	566,280	535,905
Amortisation of preliminary expenses		-
Audit fees	104,900	70,000
Postage & communication	163,408	138,897
Meeting & Conference	323,090	415,375
Registration/Filing fee/Rates & Taxes	157,160	151,057
Travelling & Conveyance	17,634	120
Software Maintenance	15,000	40,000
Professional Tax	3,527	3,520
TDS written off		
Last year IT 15-16		-
Legal and Professional Charges	1,675,000	1,729,500
Video & Audio Equipment Expenses		21,950
<b>Total</b>	<b>3,533,591</b>	<b>3,212,675</b>

**Matha Social Communications Limited**  
**No.150: Luz Church Road: Mylapore: Chennai - 600 004**

**Notes to consolidated financial statements for the year ended 31st March 2019**

15	Earnings per share (EPS)	As at 31st March, 2019	As at 31st March, 2018
	i) Net Profit as per Profit and Loss Statement attributable to Equity Shareholders (₹)	1,414,760	3,430,363
	ii) Weighted Average number of Equity Shares used as denominator for calculating EPS	54,262	54,262
	iii) Basic and Diluted Earnings per share (₹)	26.07	63.22
	iv) Face Value per Equity share (₹)	1,000	1,000

16	<b>RELATED PARTY DISCLOSURES:</b>	
SI.No.	Name of the Related Party	Relationship
1	Madha Media Renaissance Private Limited	Wholly owned Subsidiary

**Nature & value of Transactions during the year with Related Parties:**

SI.No.	Nature of Transactions	₹ in Lakhs	
		2018-19	2017-18
		Subsidiary	Subsidiary
1	Equipment Rental Income	19.56	19.56
2	Investments	367.50	217.50

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**Note 1: Principles of Consolidation:**

- 1.1 The consolidated financial statements relate Madha Social communications Limited (‘the Company’), the Holding Company and Madha Media Renaissance Private Limited, its wholly owned subsidiary (together referred to as “Group”).
- 1.2 The consolidation of accounts of the Company with its subsidiaries has been prepared in accordance with Accounting Standard (AS) 21 ‘Consolidated Financial Statements’. The financial statements of the parent and its subsidiary are combined on a line by line basis and intra group balances, intra group transactions and unrealised profits or losses are fully eliminated.
- 1.3 In the consolidated financial statements, ‘Goodwill’ represents the excess of the cost to the Company of its investment in the subsidiary over its share of equity, at the respective dates on which the investments are made. Alternatively, where the share of equity as on the date of investment is in excess of cost of investment, it is recognised as ‘Capital Reserve’ in the consolidated financial statements.
- 1.4 The financial statements of the subsidiary used in the consolidation are drawn upto the same reporting date as of the Company i.e. March 31, 2019.

**Note 2: Significant Accounting Policies**

**2.1 Accounting Convention**

The financial statements of the Group have been prepared on accrual basis under the historical cost convention and on-going concern basis in accordance with the Generally Accepted Accounting Principles in India (‘Indian GAAP’) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with relevant rules thereunder. The accounting policies have been consistently applied by the Group.

**2.2 Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities as of the date of the financial statements and reported amounts of income and expenses during the period. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from the estimates.

## 2.3 Basis of measurement

These financial statements are prepared under the historical cost convention unless otherwise indicated.

### 2.3 Fixed Assets

Fixed Assets are stated at cost of acquisition or construction, less accumulated depreciation and impairment, if any. Cost includes expenses related to acquisition and any directly attributable cost of bringing the assets to its intended working condition and excludes any duties / taxes recoverable. Subsequent expenditure incurred on existing fixed assets is expensed out except where such expenditure increases the future economic benefits from the existing assets. Borrowing costs that are directly attributable to the acquisition / construction of the qualifying asset are capitalised as a part of the cost of such asset, upto the date of acquisition / completion of construction. Fixed assets acquired under finance lease are capitalised at the lower of their fair value and the present value of the minimum lease payments.

### 2.4 Asset Impairment

The Group reviews the carrying amounts of tangible and intangible assets for any possible impairment at each balance sheet date. An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. Impairment loss, if any, is recognised in the period in which impairment takes place. The uplinking and telecast rights are proportionately amortised taking into consideration the validity period.

Goodwill on consolidation represents the excess of purchase consideration over net asset value of acquired subsidiary on the date of such acquisition. Such goodwill is tested for impairment annually or more frequently, if there are indications for impairment.

### 2.5 Operating Leases

Leases of assets under which all the risks and rewards of ownership are effectively retained by the lessor are classified as operating leases. Lease payments under operating leases are recognised as an expense on a straight line basis over the lease term

### 2.6 Revenue Recognition

Revenue is recognised only when the risk and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Interest Income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable. . Revenue is reported net of discounts, indirect and service taxes.

## 2.7 Cost Recognition

Costs and expenses are recognized when incurred and have been classified according to their nature.

## 2.8 Income Taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year and are recognized in the statement of profit or loss.

## 2.9 Cash and Cash Equivalentents

Cash comprises cash on hand and balances with banks including term deposits with banks.

## 2.10 Earnings Per Share

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

2.11 Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary.

Name of Enterprise	Net Assets i.e. total assets minus total liabilities		Share of profit or loss	
	As % of Consolidated net assets	Amount in INR	As % of Consolidated profit or (loss)	Amount in INR
<b>Holding</b>				
Madha Social Communications Limited	63%	5,94,83,315	55%	7,77,708
<b>Subsidiary</b>				
Madha Media Renaissance (P) Ltd	37%	3,56,61,985	45%	6,37,052
<b>Total</b>	<b>100%</b>	<b>9,51,45,300</b>	<b>100%</b>	<b>14,14,759</b>

**MATHA SOCIAL COMMUNICATIONS LIMITED**

**ATTENDANCE SLIP**

CIN: U74900TN2012PLC086666

I/We here by record my/our presence at the Seventh Annual General Meeting of the Company at **Santhome Communication Centre, St.Thomas Building, 150 Luz Church Road, Mylapore, Chennai-600004** at **3.00 P.M. on Tuesday, the 20th August 2019.**

**Member's Folio No.    Member's/Proxy's name in Block Letter    Member's/Proxy Signature**

1. Please Complete the Folio and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall.
2. Members holding shares in physical form are requested to advise the change in their address, if any, to the company, quoting their Folio Number(s).
3. Members are requested to bring this slip along with them as duplicate slips will not be issued at the venue of the Meeting.

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**MATHA SOCIAL COMMUNICATIONS LIMITED**  
**CIN: U74900TN2012PLC086666**  
 Regd. Office: ST. Thomas Building No. 150: Luz Church Road, Mylapore Chennai-600004  
**Form No.MGT-11**  
**Proxy form**  
 [Pursuant to section 105(6)of the Companies Act, 2013 and rule 19(3) of the Companies(Management and Administration)Rules, 2014]

Name of the Member(s):  
 Registered Address :  
 E-mail ID :  
 Folio :

I/We, being the member(s) holding .....Shares of the above named company, hereby appoint:  
 1) Name ..... Address.....  
 email id:.....signature..... or failing him or her  
 2) Name ..... Address.....  
 email id:.....signature..... or failing him or her  
 3) Name ..... Address.....  
 email id:.....signature..... or failing him or her  
 as my/our proxy to attend and vote(on a poll) for me/us and on our behalf at **Seventh Annual General Meeting of the Company to be held at Santhome Communication Centre, St.Thomas Building, 150 Luz Church Road, Mylapore, Chennai-600004 at 3.00 P.M. on Tuesday, the 20th August 2019** and at any adjournment thereof in respect of such resolution as indicated overleaf.

Resolution No.	Resolutions	Optional*	
		For	Against
1	Ordinary resolution for adoption of standalone & consolidated financial statements, board's report and auditor's report for the year ended 31 <sup>st</sup> March 2019		
2	Ordinary resolution for reappointment of Mr. George Antonysamy (holding DIN: 06906365) as Director retiring by rotation		

Signed this.....day of.....2019

Signature of Proxy holder(s) .....Signature of Member.....

Affix Revenue Stamp

Note:

1. This form of proxy in order to be effective should be duly stamped, completed, signed and deposited at the Office of the registrar & Share transfer agent of the Company, not less than 48 hours before the time fixed for holding aforesaid meeting.
2. For the resolution please refer the notice of 7<sup>th</sup> AGM
3. The proxy needs not to be member of the Company
4. Please complete all details including details of member(s) in above box before submission.