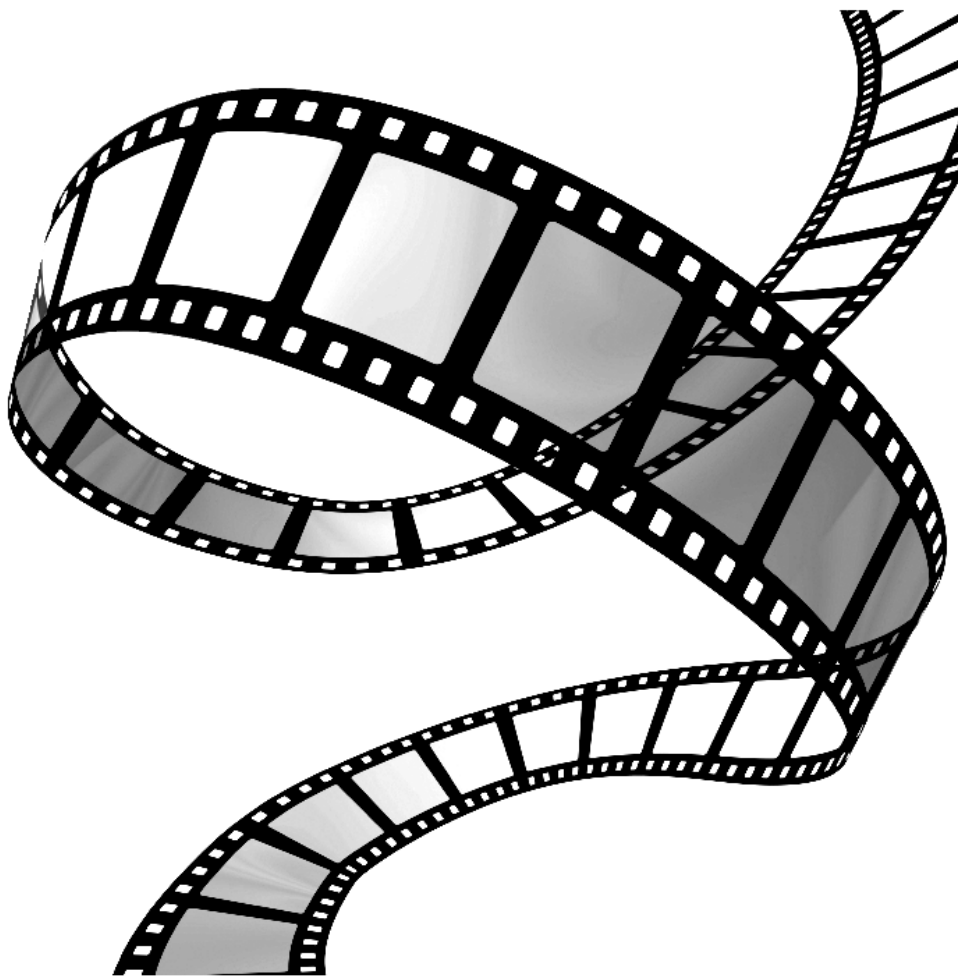


# **GV** Films Ltd.

Annual Report  
**2021 - 2022**



**Directors****Mr. Sadagopan Kamala Kannan**

Chairman &amp; Additional Director

**Mrs. Kamala Kannan Mahalakshmi**

Additional Director

**Mr. Kamala Kannan Ashwin Kumar**

Independent Director

**Mr. Balakumar Vethagiri Giri**

Chief Executive Officer &amp; Director

**Mr. Ishari Ganesh Kadhivelan**

Chairman &amp; Director (upto 03.02.2022)

**Mrs. Arthi**

Director (upto 03.02.2022)

**Mr. Nirmal Anraj Gadhiya**

Independent Director

**Mrs. Rohini Vacher**

Independent Director

**Ms. Vithika Balagiri**

Director (upto 07.07.2021)

**Mr. V.S. Natarajan**

Chief Financial Officer

**Mr. Viswanathan Sridhar**

Company Secretary

**AUDITORS****M/s CNGSN & ASSOCIATES LLP**

(Chartered Accountants)

**BANKERS**

Bank of Baroda - R.K. Nagar, Chennai - 600 028.

The Cosmos Co. Operative Bank Ltd.

**REGISTERED OFFICE**

408, Sagar Avenue, 54B, S.V. Road,  
Andheri West, Mumbai Mumbai City MH – 400 058  
Tel No:- 022 - 2613 5910 Mail Id: cs.gvfilms@gmail.com

**CORPORATE OFFICE**

521/ 5, Annasalai, Nandanam, Chennai-600 035

**REGISTRAR & SHARE TRANSFER AGENT**

M/s Cameo Corporate Services Ltd

"Subramanian Building", 1 Club House Road,

Chennai – 600 002, Phone: 044 - 28460390

E mail : narasimhan@cameoindia.com

**CONTENTS**

Notice of the Annual General Meeting	1
Directors Report	8
Management Discussion & Analysis	26
Report on Corporate Governance	28
Standalone Independent Auditor's Report	36
Standalone Balance Sheet	44
Statement of Profit & Loss	45
Cash Flow Statement	46
Notes on Financial Statements	47
Consolidated Independent Auditor's Report	69
Consolidated Balance Sheet	75
Consolidated Profit & Loss	76
Consolidated Cash Flow Statement	77
Consolidated Notes on Financial Statements	78

**ANNUAL GENERAL MEETING**

The 33<sup>rd</sup> Annual General Meeting of the Company will be conducted through  
Video Conferencing ["VC"] / Other Audio Visual Means ["OAVM"]  
on Friday 30th September 2022 at 12.45 P.M.

## NOTICE

NOTICE is hereby given that the 33<sup>rd</sup> Annual General Meeting of the members of G.V. Films Limited will be held on Friday the 30<sup>th</sup> day of September 2022 at 12.45 p.m. [Indian Standard Time (IST)] through Video Conferencing ["VC"] / Other Audio Visual Means ["OAVM"] to transact the following businesses:

### ORDINARY BUSINESS:

#### 1. Adoption of Financial Statements

To receive, consider and adopt

- (a) The audited standalone Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon; and
- (b) The audited consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**:
  - (i) **"RESOLVED THAT** the audited standalone Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, laid before the members, be and are hereby considered and adopted."
  - (ii) **"RESOLVED THAT** the audited consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon, laid before the members, be and are hereby considered and adopted."

#### 2. Appointment of Mr. BALAKUMAR VETHAGIRI GIRI (DIN: 01735497) as a Director, liable to retire by rotation

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

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ("the Act"), Mr. BALAKUMAR VETHAGIRI GIRI (DIN: 01735497), who retires by rotation at this Meeting, and being eligible, offers himself for reappointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

### SPECIAL BUSINESS:

#### 3. Appointment of MR. SADAGOPAN KAMALA KANNAN (DIN 07535351) as a Director of the Company, liable to retire by rotation

To consider and, if thought fit, to pass, with or without modification, the following resolution as

an **Ordinary Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the rules made there under, read with Schedule IV of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), MR. SADAGOPAN KAMALA KANNAN (DIN 07535351), who was appointed as an Additional Director of the Company with effect from Feb 11, 2022 pursuant to section 161(1) of the Act and as per Articles of Association of the Company and the Listing Regulations and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Non-Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation."

#### 4. Appointment of MRS. KAMALAKANNAN MAHALAKSHMI (DIN 06585940) as a Director of the Company, liable to retire by rotation

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

**"RESOLVED THAT** in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the rules made there under, read with Schedule IV of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), MRS. KAMALAKANNAN MAHALAKSHMI (DIN 06585940), who was appointed as an Additional Director of the Company with effect from Feb 11, 2022 pursuant to section 161(1) of the Act and as per Articles of Association of the Company and the Listing Regulations and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Non-Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, things, matters and to execute all such documents as may be necessary in this regard."

**By the order of the Board  
of Directors  
for G.V. Films Ltd  
-Sd-  
Viswanathan Sridhar  
Company Secretary**

Place : Chennai  
Date : 02.09.2022

**NOTES :**

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act") with respect to the special business set out in the Notice is annexed hereto. The Board of Directors have considered and decided to include Item Nos. 3 and 4 given above as special business in the forthcoming AGM, as they are unavoidable in nature.
2. In view of the massive outbreak of COVID-19 pandemic, social distancing norms to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to the Circular No. 14/2020 dated 8th April 2020, Circular No.17/2020 dated 13<sup>th</sup> April 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May 2020, and clarification circular No. 02/2021 dated 13<sup>th</sup> January 2021 and Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May 2020 and SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), physical attendance of the Members is not required at a common venue and AGM can be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC / OAVM.
3. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Act.
4. Since this AGM is being held through VC / OAVM pursuant to the Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. In compliance with the aforesaid Circulars, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website at [www.gvfilms.in](http://www.gvfilms.in), websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com), and on the e-voting website of Central Depository Services (India) Limited ("CDSL") at [www.evotingindia.com](http://www.evotingindia.com).
6. Members holding shares in physical mode and who have not registered their email address with the Company/Registrar & Share Transfer Agent ("RTA"), can register their email address by sending scanned copy of the following documents to RTA of the Company, Cameo Corporate Services Ltd at
  - i) [cameo@cameoindia.com](mailto:cameo@cameoindia.com) or
  - ii) [investor@cameoindia.com](mailto:investor@cameoindia.com) or
  - iii) [www.cameoindia.com](http://www.cameoindia.com):
  - a) a signed request letter mentioning name, folio number and complete address of the member;
  - b) self attested scanned copy of the PAN Card; and
  - c) self attested scanned copy of any document (such as Aadhar Card, Driving License, Election Identity Card, Passport) in support of the address of the member as registered with the Company.
- iv) Members holding shares in dematerialized mode are requested to contact to their respective Depository Participant ("DP") to register/update their email address.
- v) Members may note that the VC/OAVM Facility, provided by CDSL, allows participation of at least 1,000 members on a first-come first-served basis. The large members (i.e. members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stake holders Relationship Committee, auditors, etc. can attend the 33<sup>rd</sup> AGM without any restriction on account of first-come first-served principle.
- vi) Members may note that pursuant to the Circulars, the Company has enabled for the members, a temporary facility to update their email address by sending an email to [cs.gvfilms@gmail.com](mailto:cs.gvfilms@gmail.com) containing details such as name, address, folio/demat account no., PAN, number of shares etc., for the limited purpose of receiving the Annual Report 2021-22 and the Notice of the AGM electronically.
- vii) Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the Meeting are requested to send a certified copy of the

- Board resolution / authorization letter to the Company or upload the same on the e-voting portal of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
- viii) Members are informed that in case of joint holders attending the AGM through VC, only such joint holder who is first in the order of names will be entitled to vote.
- ix) As per Regulation 40 of Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2020, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's RTA for assistance in this regard.
- x) Members are requested to send all communications relating to shares, change of address, bank details, email address, telephone/ mobile numbers, Permanent Account Number (PAN) etc. to the Company's RTA at the address: Cameo Corporate Services Ltd, Subramaniam Building, No. 1, Club House Road, Chennai, Tamil Nadu - 600002, Ph: 044 - 28460390, email: [cameo@cameoindia.com](mailto:cameo@cameoindia.com); [investor@cameoindia.com](mailto:investor@cameoindia.com). If the shares are held in dematerialized mode, then change of address, bank details, email address, telephone/mobile number, Permanent Account Number (PAN) etc. should be furnished to their respective DPs.
- xi) Pursuant to Section 72 of Act, members of the Company may nominate a person in whom the shares held by him/her/them shall vest in the event of his/her/their unfortunate death. Members holding shares in physical form may file nomination in the prescribed Form SH-13 with RTA. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.
- xii) SEBI has mandated the submission of PAN and Bank account details by every participant in securities market. Member(s) holding shares of the Company, either in electronic form or physical form are, therefore, requested to submit the PAN and provide Bank account details to their DPs with whom they are maintaining their demat accounts (in case of shares held in electronic form) and to the Company's RTA (in case of shares held in physical form).
- xiii) Since the AGM will be held through VC in accordance with the Circulars, the route map is not annexed to this Notice.
- xiv) VOTING THROUGH ELECTRONIC MEANS
- [a] Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations and Circulars, the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system during the AGM will be provided by CDSL.
- [b] The members can join the AGM in the VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
- [c] Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
- [d] Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. September 23rd, 2022 may obtain the login details in the manner as mentioned below.
- xv) Instructions for members for remote e-Voting:
- i. The remote e-voting period begins on September 27<sup>th</sup>, 2022 from 9.00 A.M. and ends on September 29<sup>th</sup> 2022 at 6.00 P.M. During this period

	<p>members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of September 23rd, 2022 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.</p> <p>ii. Members who have already voted prior to the AGM date would not be entitled to vote at the AGM through VC.</p> <p>iii. The members should log on to the e-voting website <a href="http://www.evotingindia.com">www.evotingindia.com</a>.</p> <p>iv. Click on "Shareholders/Members" module.</p> <p>v. Now Enter your User ID</p> <p>a. For CDSL: 16 digits beneficiary ID,</p> <p>b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,</p> <p>c. Members holding shares in Physical Form should enter Folio Number registered with the Company.</p> <p>vi. Next enter the Image Verification as displayed and Click on Login.</p> <p>vii. If you are holding shares in demat form and had logged on to <a href="http://www.evotingindia.com">www.evotingindia.com</a> and voted on an earlier voting of any Company, then your existing password is to be used.</p>	<p>viii. After entering these details appropriately, click on "SUBMIT" tab.</p> <p>ix. Members holding shares in physical form will then directly reach the Company selection screen. However, 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.</p> <p>x. For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.</p> <p>xi. Click on the EVSN for the relevant "G.V. FILMS LIMITED" on which you choose to vote.</p> <p>xii. 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.</p> <p>xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.</p> <p>xiv. 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.</p> <p>xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.</p> <p>xvi. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.</p> <p>xvii. 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 &amp; enter the details as prompted by the system.</p> <p>xviii. Members can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.</p>
<b>PAN</b>	<p><b>For Members holding shares in Demat Form and Physical Form</b></p> <p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for members holding shares in demat as well as physical mode).</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/ RTA or contact Company/RTA</li> </ul>	
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the demat / folio number in the Dividend Bank details field as mentioned in instruction v.</li> </ul>	

**xix) Instructions for members for e-Voting during the AGM:**

- i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- ii. Only those members, who are present in the AGM through VC facility and have not casted their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
- iii. If any votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the Meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-Voting during the meeting is available only to the members attending the meeting.
- iv. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

**Notes for Non-Individual members and Custodians**

- Non-Individual members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- 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.
- Alternatively Non Individual members are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the

duly authorized signatory who are authorized to vote, to the Company at the email address at [cs.gvfilms@gmail.com](mailto:cs.gvfilms@gmail.com), if they have voted from individual tab & not uploaded the same in the CDSL e-voting system for the scrutinizer to verify the same.

**xx) Process for those members whose email addresses are not registered with the Company / depositories for obtaining login credentials for e-Voting for the resolutions proposed in this Notice:**

- i. **For members holding shares in Physical mode:** Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy), Aadhar (self attested scanned copy) by email to [cameo@cameoindia.com](mailto:cameo@cameoindia.com) or [investor@cameoindia.com](mailto:investor@cameoindia.com).
- ii. **For members holding shares in Demat mode:** Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy), Aadhar (self attested scanned copy) to [cameo@cameoindia.com](mailto:cameo@cameoindia.com) or [investor@cameoindia.com](mailto:investor@cameoindia.com)

**xxi) Instructions for members attending the AGM through VC/OAVM**

- i. Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-voting system. Members may access the same at [www.evotingindia.com](http://www.evotingindia.com) under share holders/ members login by using the remote e-voting credentials. The link for VC will be available in shareholder/ members login where the EVSN of Company will be displayed.
- ii. Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to members on first-come first-served basis.
- iii. Members are encouraged to join the Meeting through Laptops /I-Pads for better experience.
- iv. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

- v. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- vi. Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request by Tuesday, September 27<sup>th</sup> 2022, mentioning their name, demat account number/folio number, email id, mobile number at cs.gvfilms@gmail.com.
- vii. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number/folio number, email id, mobile number at cs.gvfilms@gmail.com. Questions / queries received by the Company till 5.00 p.m. on Tuesday, 27th September, 2022 shall only be considered and responded during the AGM.
- viii. Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the Meeting. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.
- ix) Members, who need assistance before or during the AGM, can contact CDSL by sending an email to helpdesk.evoting@cdslindia.com. All grievances connected with the facility for voting by electronic means and participation in the AGM through VC may be addressed to The Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com
- x) The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Friday, September 23rd, 2022.
- xi) Mr. Sunil Kumar Dixit, Company Secretary (Membership No. ACS 26388, CP No. 23342) has been appointed as the Scrutinizer to scrutinize the electronic voting at AGM including remote e-voting process in a fair and transparent manner.
- xii) The Scrutinizer shall after the conclusion of electronic voting at the AGM, will unblock the votes casted through remote e-voting and through electronic voting at the AGM in the presence of at least two witnesses not in the employment of the Company and shall submit a consolidated scrutinizer's report of the total votes casted in favour or against, if any, to the Chairman of the Meeting or in his absence to the Managing Director or Executive Director of the Company, within a period of not exceeding 48 hours from the conclusion of the Meeting, who shall countersign the same and declare the results of the voting forthwith.
- xiii) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company (www.gvfilms.in) and on CDSL e-voting website immediately after the declaration of results by the Chairman of the Meeting or a person authorized by him and the same shall be communicated to BSE Limited (BSE).

#### Explanatory Statement

The following Explanatory Statement in terms of Section 102 of the Companies Act, 2013 is annexed to and forms part of the Notice convening the 33<sup>rd</sup> Annual General Meeting:

**Item No. 3 - Appointment of MR. SADAGOPAN KAMALA KANNAN (DIN 07535351) as a Director of the Company.**

The Board has appointed MR. SADAGOPAN KAMALA KANNAN (DIN 07535351), as an Additional Director of the Company with effect from Feb 11, 2022 pursuant to section 161 of the Companies Act, 2013 ("Act"). MR. SADAGOPAN KAMALA KANNAN holds the office up to the date of the ensuing Annual General Meeting of the Company.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the members for the appointment of MR. SADAGOPAN KAMALA KANNAN as a Director of the Company, being liable to retire by rotation.

MR. SADAGOPAN KAMALA KANNAN is interested in the Ordinary Resolution set out at Item No. 4 with respect to his appointment. Same and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 4 of the Notice.

Copy of letter of appointment of MR. SADAGOPAN KAMALA KANNAN as a Director of the Company would be available for electronic inspection without any fee by the members on the basis of the request being sent on cs.gvfilms@gmail.com.



**GV Films Ltd**

Additional information in respect of MR. SADAGOPAN KAMALA KANNAN pursuant to Regulation 36 of the Listing Regulations and Secretarial Standard 2 is annexed to this Notice.

**Item No. 4** - Appointment of Mrs. KAMALAKANNAN MAHALAKSHMI (DIN 06585940) as a Director of the Company

The Board has appointed Mrs. KAMALAKANNAN MAHALAKSHMI (DIN 06585940), as an Additional Director of the Company with effect from Feb 11, 2022 pursuant to section 161 of the Companies Act, 2013 ("Act"). KAMALAKANNAN MAHALAKSHMI holds the office up to the date of the ensuing Annual General Meeting of the Company.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the members for the appointment of KAMALAKANNAN MAHALAKSHMI as a Director of the Company, being liable to retire by rotation.

KAMALAKANNAN MAHALAKSHMI is interested in the Ordinary Resolution set out at Item No. 4 with respect to her appointment. Same and except the above, none of the other Directors / Key Managerial Personnel of the Company / their

relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 3 of the Notice.

Copy of letter of appointment of KAMALAKANNAN MAHALAKSHMI as a Director of the Company would be available for electronic inspection without any fee by the members on the basis of the request being sent on cs.gvfilms@gmail.com.

Additional information in respect of KAMALA KANNAN MAHALAKSHMI pursuant to Regulation 36 of the Listing Regulations and Secretarial Standard 2 is annexed to this Notice.

Place : Chennai  
Date : 02.09.2022

**By the order of the Board  
of Directors  
for G.V. Films Ltd  
-Sd-  
Viswanathan Sridhar  
Company Secretary**

**ANNEXURE****DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING OF THE COMPANY**

Name	BALAKUMAR VETHAGIRI GIRI	KAMALAKANNAN MAHALAKSHMI	SADAGOPAN KAMALA KANNAN
Din	01735497	06585940	07535351
Date Of Birth	01/08/1955	23/08/1968	10/01/1957
Qualification	B.A	B.A-Economics	B.A
Nature Of Expertise	Well known personality in South Indian and Bollywood Film Industry having an experience of more than 40 years. He has produced quite a few successful films in Hindi & Marathi.	1. Founder of Maha Elegance the legendary family saloon Mylapore -1989. 2. Founder of YOLO - unisex premium styling salon-2020.	Founder and chairman of V.K.M. School
Relationship Between Directors	Nil	Spouse of Sadagopan Kamala Kannan	Spouse of Mrs. Kamalakannan Mahalakshmi
Directorship in other Public Companies (Excluding Section 8 Companies and other Foreign Companies)	GV NEW MEDIA TECHNOLOGIES LIMITED	NIL	NIL
Membership in Committee of Other Public Companies (Includes only Audit and Shareholders Relationship Committee)	Nil	NIL	NIL
Shareholding Of Director (No. of Shares)	Nil	NIL	NIL

## DIRECTORS' REPORT

Dear Members,

Your Directors take pleasure in presenting the 33<sup>rd</sup> Annual Report together with Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2022.

### 1. FINANCIAL HIGHLIGHTS :

The highlights of the financial results of the Company for the year ended 31.03.2022 as compared with the previous year are as follows:

(Rs. In Lakhs)

Particulars	Standalone		Consolidated	
	For the year ended 31.03.2022	For the year ended 31.03.2021	For the Year ended 31.03.2022	For the Year ended 31.03.2021
Revenue from operation	25.90	-	80.81	23.77
Profit before Interest, Depreciation & Tax	(34.87)	(52.61)	(1.15)	(77.35)
Less: Finance costs	50.68	49.92	71.52	69.77
Profit/(Loss) before Depreciation & Tax	(85.55)	(102.23)	(72.67)	(147.12)
Less: Depreciation & Amortization expenses	5.87	7.09	63.63	60.99
Profit/(Loss) before Taxation	(91.42)	(109.32)	(136.3)	(208.11)
Tax Expenses	-	-	(0.58)	1.74
<b>Profit for the Year</b>	<b>(91.42)</b>	<b>(109.32)</b>	<b>(135.72)</b>	<b>(209.85)</b>
Other comprehensive Income for the Year, net of tax	-	-	-	-
Total comprehensive income for the year net of tax	(91.42)	(109.32)	(135.72)	(209.85)
Add: Balance in Profit & Loss Account	(15,831.61)	(15,722.29)	(16,647.95)	(16,438.09)
Profit Available for Appropriation	(91.42)	(109.32)	(135.72)	(209.85)
General Reserve	-	-	-	-
Dividend	-	-	-	-
<b>Closing Balance</b>	<b>(15,923.05)</b>	<b>(15,831.61)</b>	<b>(16,783.69)</b>	<b>(16,647.94)</b>

### 2. PERFORMANCE REVIEW

During the year the business was affected due to lockdown and pandemic and the management is looking at and considering various avenues and opportunities in near future to revive and establish the business.

### 3. DIVIDEND

In view of the accumulated losses, your Directors regret their inability to declare any dividend.

### 4. SHARE CAPITAL

During the year under review company has not raised its share capital and stands as 91,46,27,833 shares of Re.1/- each.

### 5. FINANCIAL STATEMENTS

Your Company prepares its financial statements in compliance with the requirements of Indian

Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter as notified under Section 133 of the Companies Act, 2013, the relevant provisions of the Companies Act, 2013 and guidelines issued by the Securities and Exchange Board of India (SEBI), as applicable. Further, in the financial statement for the year ending March 31, 2022, the financial statements for the previous year ended March 31, 2021 and the Balance Sheet as at March 31, 2021, have been prepared and presented as per Ind AS. The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities which have been measured at fair value. The financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest lakhs, except when otherwise indicated. The estimates and judgments relating to the financial statements are made on a prudent basis so as to reflect in a true and fair manner, the form and substance of the underlying transactions and to reasonably present the state of affairs as on March 31, 2022.

### 6. CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements of the Company and its subsidiaries have been prepared in accordance with the provisions of the Companies Act, 2013 ("the Act") read with the Companies (Accounts) Rules, 2014, applicable Accounting Standards and the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 ("SEBI LODR Regulations") and it forms part of the Annual Report. Pursuant to Section 129 (3) of the Act, a statement containing the salient features of the financial statements of the subsidiary company for the F.Y. 2021-22 is attached to the Financial Statements for the F.Y. 2021-22 in Form AOC-1. The Company will make available the said financial statements and related detailed information of the subsidiary company upon request by any member of the Company.

### 7. COVID-19

The Financial year 2021-22 was one of the most challenging years for the Indian economy due to COVID-19 outbreak which faced several headwinds from a slowdown in domestic and global growth, and geopolitical uncertainties. The management has exercised due care, in concluding significant accounting judgments and estimates, inter alia, recoverability of receivables, impairment assessment of financial and non-