

MEDIAONE GLOBAL
ENTERTAINMENT
LIMITED

ANNUAL REPORT
2020-2021

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CORPORATE INFORMATION**BOARD OF DIRECTORS**

Mr. Suryaraj Kumar	Managing Director
Mr. Timothy Alfred Joseph Moses	Non-Executive-Independent Director
Ms. Saraswathy Gopalan	Non-Executive-Independent Director
Mr. Saiprasad Kuragayala	Non-Executive-Independent Director
Ms. Joyce Oliviya Tauro	Non-Executive - Non Independent Director
Mr. Raghavan Gopalaswami	Company Secretary
Mr. M. Srinivas Kumar	Chief Financial Officer

AUDIT COMMITTEE

Mr. Timothy Alfred Joseph Moses	Non-Executive-Independent Director (Chairman)
Mr. Suryaraj Kumar	Executive Director (Member)
Ms. Saraswathy Gopalan	Non-Executive-Independent Director (Member)
Mr. Saiprasad Kuragayala	Non-Executive-Independent Director (Member)

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Timothy Alfred Joseph Moses	Non-Executive-Independent Director (Chairman)
Ms. Saraswathy Gopalan	Non-Executive-Independent Director (Member)
Mr. Suryaraj Kumar	Executive Director (Member)

NOMINATION AND REMUNERATION COMMITTEE

Mr. Timothy Alfred Joseph Moses	Non-Executive-Independent Director (Chairman)
Ms. Joyce Oliviya Tauro	Non-Executive- Non Independent Director (Member)
Ms. Saraswathy Gopalan	Non-Executive-Independent Director (Member)
Mr. Saiprasad Kuragayala	Non-Executive-Independent Director (Member)

STATUTORY AUDITORS

M/s Vivekanandan Associates,
Chartered Accountants
Murugesan Naicker Complex,
No. 81, Greams Road
Chennai 600006

INTERNAL AUDITORS

Mr. Balasubramaniam
No: 2, Sairam Street
S.I.S.I Colony (Extn),
Ullagaram,
Chennai – 600091.

PRINCIPAL BANKER:

India Overseas Bank
Kilpauk Branch

REGISTRAR & SHARE TRANSFER AGENTS:

Cameo Corporate Services Ltd,
Subramaniam Building No. 1,
Club House Road, Chennai,
Tamil Nadu-600002
Email: cameo@cameoindia.com

REGISTERED OFFICE

Old No. 1/38, New No. 1/38,
Mataji Complex, Flat no. 32,
1st Lane, Wallers Road,
Mount Road, Chennai, Tamil Nadu, 600002
Fax: 044-42146321,
Investor Relations Email ID: contact@mediaoneglobal.in
Email: contact@mediaoneglobal.in
Website: www.mediaoneglobal.in

NOTICE

Notice is hereby given that the 39th Annual General Meeting of the Members of **MEDIAONE GLOBAL ENTERTAINMENT LIMITED (“the Company”)** will be held **on 28th August 2021** at 11.00 A.M at Mataji Complex, Flat No. 32, Old No. 1/38, New No 1/38, Wallers Road, 1st Lane, Mount Road, Chennai 600002, Tamil Nadu, India., to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited accounts of the Company for the financial year ended March 31, 2021, Balance sheet as at that date and the reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in the place of Mr. Suryaraj Kumar (DIN:00714694) who retires from office by rotation and being eligible offers himself for reappointment.
3. To Reappoint M/s Vivekanandan Associates (FRN 005268S), Chartered Accountants as the Statutory Auditors, to hold office from the conclusion of 39th Annual General Meeting till the Conclusion of the 44th Annual General meeting for the Second term of Five Years i.e from the year 2020-21 to 2025-26 on the terms and conditions as may be agreed between the board of Directors and the Auditors.

SPECIAL BUSINESS

4. To borrow money from various banks, institutions, corporates and such other person as it deems fit.

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

“RESOLVED THAT pursuant to the provisions of Section 180 (1)(c) of the Companies act 2013 and other applicable provisions, if any of the Companies Act

(including any Statutory modification or re-enactment thereof) read with the Companies (Management and Administration) Rules 2014 and other applicable Rules thereunder (collectively the "Act") and in accordance with the all applicable regulations of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015 and all the other applicable SEBI regulations If any, and in accordance with the Memorandum and Articles of association of the Company to borrow such sums shall exceed aggregate of the paid up capital, free reserves and securities premium. However the limit shall be upto Rs. 100 Crores from banks, Institutions, Corporates in India or Overseas from Individuals in India or Overseas or such other person as decided by the Board on such terms as may deem fit."

RESOLVED FURTHER THAT the Board of Directors or persons as may be authorised by the Board be and is hereby authorised to finalise and execute the documents, deeds and securities and forms as may be required, and for performing all such acts and things as may be necessary for giving effect to this Resolution and to create charge if required on the assets and file such forms that may be necessary for notifying the above charge to the concerned authorities."

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

**By order of the Board of Directors
For Mediaone Global Entertainment Limited**

**Sd/-
Suryaraj Kumar
Managing Director
DIN: 00714694**

**Place: Chennai
Date: 19.07.2021**

NOTES:

- (i) A member entitled to attend and vote at AGM is entitled to appoint a proxy to attend and vote in the meeting instead of himself / herself and the proxy need not be a member of the company. A person can act as a proxy on behalf of a maximum of 50 members and holding in aggregate not more than 10% of the total share capital of the Company. A Member holding more than 10% percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy, provided that the person does not act as proxy for any other person or shareholder.
- (ii) The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting.
- (iii) During the period beginning 24 hours before the time fixed for the commencement of the AGM and until the conclusion of the meeting, a member would be entitled to inspect the proxies lodged during the business hours of the company, provided that not less than three days of notice in writing is given to the company.
- (iv) Members / proxies / authorized representatives should bring the duly filled attendance slip enclosed herewith to attend the meeting
- (v) The register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 of the Companies Act, 2013 (the Act), and the Register of contracts or arrangements in which the directors are interested, maintained under section 189 of the Act, will be available for inspection by the members at the AGM
- (vi) The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 22nd August 2021 to Saturday, 28th August 2021 (both days inclusive) for the purpose of AGM.
- (vii) Members are requested to notify immediately any change in their address to the Registrar and Share transfer Agent - M/s. Cameo Corporate Services Ltd., "Subramanian Buildings", 1, Club House Road, Chennai-600 002.
- (viii) The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively) has undertaken a Green Initiative in Corporate Governance and allowed Companies to share documents with its shareholders through an electronic mode. SEBI (LODR) Regulations 2015 permits companies to send soft copies of the Annual Report to all those shareholders who have registered their email addresses for the said purpose. Hence Members are requested to register their e-mail addresses with the Company by sending their details relating to name, folio no./DP Id/Client Id to the company's email id :contact@mediaoneglobal.in

- (ix) Members holding shares in physical form and in electronic mode are requested to immediately notify change in their address and updates of savings bank account details, if any, to their respective Depository Participant(s) and to Registrar and Share Transfer Agents, M/s. Cameo Corporate Services Ltd., "Subramanian Buildings", 1, Club House Road, Chennai-600 002 quoting their folio number.
- (x) Pursuant to section 72 of the Companies Act 2013, Shareholders holding shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant
- (xi) -Members desirous of obtaining any information concerning the accounts of the Company are requested to address their queries to the Company Secretary at least seven days in advance of the Meeting so that the information required can be readily made available at the meeting.
- (xii) All documents referred to in the accompanying notice and the explanatory statement requiring the approval of the members at the AGM and other statutory registers shall be available for inspection at the Registered office of the Company during business hours on all days, except Saturdays, Sundays and National Holidays from the date hereof up to the date of AGM
- (xiii) With effect from 1st April 2014, inter alia, provisions of Section 149 of Companies Act 2013 has been brought into force. In terms of the said section read with section 152(6) of the Act, the provisions of retirement by rotation are not applicable to Independent Directors.
- (xiv) The voting period begins on Wednesday, 25th August 2021 at 9.00 am and ends on Friday, 27th August 2021 at 5.00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st August 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (xv) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (xvi) Please note that by virtue of providing the e-voting facility by the company as per Rule 20 of Companies (Management and Administration) Rules, 2014 the following will be applicable: The manner of voting for the members being present in the General Meeting will be on "proportion principle" ie one share - one vote unlike one person one vote principle, further, as per the provision of the Companies Act, 2013, demand for poll will not be relevant.
- (xvii) The option of voting by show of hands will not be available for members presenting the General Meeting in view of clear provision of section 107 of the Companies Act, 2013, ie

voting by show of hands would not be allowable in cases where Rule 20 of Companies (Management and Administration) Rules, 2014 is applicable

- (xviii) Any member who has voted through e-voting facility provided by the company may also participate in the General Meeting in person, but such a member will not be able to exercise his vote again in the meeting, and the earlier vote casted through electronic means will be treated as final.
- (xix) The facility for voting through ballot form shall be made available to all the shareholders who could not exercise their vote through e-voting. The ballot paper in Form MGT-12 is being sent to all the members, along with this report. The voting rights of Members shall be in proportion their shares of the paid up equity share capital of the Company as on 21.08.2021
- (xx) A Member desiring to exercise vote by ballot paper should complete the Ballot Form attached with this report and sent it to : Mediaone Global Entertainment Limited, Old No. 1/38, New No. 1/38, Mataji Complex, Flat no. 32, 1st Lane, Wallers Road, Mount Road, Chennai, Tamil Nadu, 600002.
- (xxi) Please return the form duly completed through post or courier, so as to reach the company on or before the close of working hours of between 10.00 a.m and 5.00 p.m on 27.08.2021

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER

1.Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

2.However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

3.In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast

their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

4. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Pursuant to above said SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration