

VIRGO GLOBAL LIMITED
(FORMERLY KNOWN AS VIRGO GLOBAL MEDIA LIMITED)

23RD ANNUAL REPORT

2020-2021

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CORPORATE INFORMATION

CIN: L74910TG1999PLC031187

BOARD OF DIRECTORS

- | | |
|---------------------------|------------------------------------|
| 1. Mr. Praveen Kumar Jain | --Whole- Time Director |
| 2. Ms. Sonal Jain | -- Non-Executive Director |
| 3. Ms. Mehak Sharma | -- Additional Independent Director |
| 4. Mr. Vivek Kumar Singh | -- Additional Independent Director |
| 5. Mr. Nagendar Singh | -- Additional Independent Director |
| 6. Mr. Ashok Kumar Singh | -- Additional Director |
| 7. Ms. Seema Singh | -- Additional Director |

KEY MANAGERIAL PERSONNEL

- | | |
|---------------------------|----------------------------|
| 1. Mr. Praveen Kumar Jain | -- Whole- Time Director |
| 2. Mr. Praveen Kumar Jain | -- Chief Financial Officer |
| 3. Ms. Muskan | -- Company Secretary |

COMMITTEES OF THE BOARD

A. AUDIT COMMITTEE

S. No.	Name	Category of Director	Designation
1.	Ms. Mehak Sharma	Non-Executive, Independent Director	Chairperson
2.	Mr. Vivek Kumar Singh	Non-Executive, Independent Director	Member
3.	Mr. Praveen Kumar Jain	Executive Director	Member

B. NOMINATION & REMUNERATION COMMITTEE

S. No.	Name	Category of Director	Designation
1.	Mr. Mehak Sharma	Non-Executive, Independent Director	Chairperson
2.	Mr. Vivek Kumar Singh	Non-Executive,	Member

		Independent Director	
3.	Mr. Nagendar Singh	Non-Executive Director	Member

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

S. No.	Name	Category of Director	Designation
1.	Ms. Vivek Kumar Singh	Non-Executive, Independent Director	Chairperson
2.	Ms. Mahek Sharma	Non-Executive, Independent Director	Member
3.	Mr. Praveen Kumar Jain	Executive Director	Member

***REGISTERED OFFICE ADDRESS**

3-45-117, Plot No:A-23,
Vikrampuri Colony,Kakaguda,
Hyderabad-500 009,
Telangana, India

*The Registered office of the Company was shifted from 101, AchyuthMazon, H.No. 7-1-621/48, S.R. Nagar, Hyderabad, Telangana-500038 to Plot No. A-23, H.No.3-45-117, Vikrampuri colony, Kakaguda, Hyderabad, Telangana-500009, India at duly held Board meeting 31/07/2020.

CORPORATE OFFICE

*Office No.433, 4th Floor, Tower-B, SPAZEDGE Building, Sector-47, Sohna Road, Gurugram-122001

*The Company has decided to established corporate office at Office No.433, 4th Floor, Tower-B, SPAZEDGE Building, Sector-47, Sohna Road, Gurugram-122001 w.e.f 23.10.2020

INVESTOR MAIL-ID: csvirgo@yahoo.co.in

WEBSITE: virgoglobal.in

STATUTORY AUDITORS

M/s. Sharad Chandra Toshniwal & Co.,
H.No:4-1-6/B/4, Street No.6
Tilak Road, Hyderabad-500001,

Telangana, India

SECRETARIAL AUDITOR

M/s. Piyush Gandhi & Associates,
Company Secretaries,
5-6-322/14,
Uma Bagh, Nampally,
Hyderabad – 500 001,
Telangana, India

INTERNAL AUDITOR

M/s. V. Singhi & Associates
Chartered Accountants
109, SMR Sartaz Plaza, Jupiter Colony
Sikh Road, Secunderabad-500009
(Tel No:040 48528075)
Email: vsinghiandco@gmail.com
Website: www.vsinghi.in

BANKERS

State Bank of India, Hyderabad
Axis Bank, Hyderabad

LISTING

BSE Limited

REGISTRAR & SHARE TRANSFER AGENTS

Aarthi Consultants Private Limited
1-2-285, Domalguda,
Hyderabad-500 029,
Telangana, India
Ph.No. 040-27638111/27634445,
Email id: info@arthiconsultants.com
Website: www.arthiconsultants.com

VIRGO GLOBAL LIMITED
CIN: L74910TG1999PLC031187

Registered Office: 3-45-117, Plot No. A-23, Vikrampuri Colony, Kakaguda, Hyderabad-500009,
Telangana, India

Email: csvirgo@yahoo.co.in, Website: virgoglobal.in, Phone: 04023814181

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 23rd Annual General Meeting (AGM) of the Shareholders of **VIRGO GLOBAL LIMITED** (Formerly known as VIRGO GLOBAL MEDIA LIMITED) (“the Company”) will be held on Monday, **27th September, 2021 at 11.00 A.M. IST** through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the Financial Year ended March 31, 2021 and the reports of Board of Directors and Auditors thereon and in this regard, pass the following resolutions as Ordinary Resolution:

“RESOLVED THAT the audited financial statements of the Company for the Financial Year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

2. To re-appoint Ms. Sonal Jain (DIN: 07885062), who retires by rotation as a Director at this Annual General Meeting and being eligible seeks re-appointment 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 of the Companies Act, 2013, (“the Act”) Mr. Sonal Jain (DIN: 07885062), who retires by rotation at this AGM, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

3. APPOINTMENT OF MS. MEHAK SHARMA (DIN: 08175756) AS INDEPENDENT DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and relevant provisions of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, Ms. Mehak Sharma (DIN: 08175756), who was appointed as Additional Director with effect from 05.11.2020 on the Board

of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation and who shall hold office upto a term of five consecutive years from date of appointment.”

“RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

4. APPOINTMENT OF MR. VIVEK KUMAR SINGH (DIN: 03142081) AS INDEPENDENT DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150,152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and relevant provisions of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, Mr. Vivek Kumar Singh (DIN: 03142081), who was appointed as Additional Director with effect from 05.11.2020 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation and who shall hold office upto a term of five consecutive years from date of appointment.”

“RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

5. APPOINTMENT OF MR. NAGENDAR SINGH (DIN: 07216089) AS INDEPENDENT DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150,152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and relevant provisions of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, Mr. Nagendar Singh (DIN: 07216089), who was appointed as Additional Director with effect from 22.10.2020 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation and who shall hold office upto a term of five consecutive years from date of appointment.”

“RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

6. APPOINTMENT OF MR. ASHOK KUMAR SINGH (DIN: 09046958) AS DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Section 152,160 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and relevant provisions of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, Mr. Ashok Kumar Singh (DIN: 09046958), who was appointed as Additional Director with effect from 01.02.2021 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company and shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

7. APPOINTMENT OF MS. SEEMA SINGH (DIN: 09047089) AS DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Section 152,160 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and relevant provisions of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, Ms. Seema Singh (DIN: 09047089), who was appointed as Additional Director with effect from 01.02.2021 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company and shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

Virgo Global Limited
(Formerly known as Virgo Global Media Limited)

For and on Behalf of the Board
Virgo Global Limited
(Formerly known as Virgo Global Media Limited)

Sd/-
Praveen Kumar Jain
Whole-Time Director
(DIN: 07781872)

Place: Hyderabad
Date: 02.09.2021

NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its Circular dated June 15, 2020 read with Circulars dated May 5, 2020, April 13, 2020 and April 8, 2020(collectively referred to as “MCA Circulars”) permitted to conduct the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company shall be held through VC / OAVM. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
2. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA and SEBI Circulars through VC / OAVM, 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 AGM Notice.**
4. This AGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) as on 02ND September, 2021.
5. The Board of Directors of the Company (the “Board”) has appointed Mr. Piyush Gandhi (Membership No. 54730), Proprietor of M/s. Piyush Gandhi & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting or voting during the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to piyushgandhiandassociates@gmail.com with a copy marked to