



Cyber Media (India) Limited
39th Annual Report
2020-21

BOARD OF DIRECTORS

Pradeep Gupta

Chairman & Managing Director

Krishan Kant Tulshan

Independent Director

Shravani Dang

Independent Director

Pramod Kumar Sanghi

Independent Director

Arun Seth

Independent Director

Rohitasava Chand

Additional Director

Dhaval Gupta

Whole-Time Director

CHIEF FINANCIAL OFFICER

Sankaranarayanan V.V.

COMPANY SECRETARY

Anoop Singh

STATUTORY AUDITORS

M/s. Goel Mintri & Associates

Chartered Accountants

BANKERS

ICICI Bank Limited

C O N T E N T S

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NOTICE

NOTICE is hereby given that the **39th Annual General Meeting** of the members of **Cyber Media (India) Limited** ('the Company') will be held on Thursday, the 30th day of September, 2021 at 9:30 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 (standalone and consolidated) of the Company for the year ended 31st March, 2021 and the reports of the Board of Directors and Statutory Auditors thereon.
2. To appoint a director in place of Mr. Dhaval Gupta (DIN: 05287458) who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business**3. Re-appointment of Mrs. Shravani Dang as an Independent Director**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and Schedule IV of the Companies Act, 2013 read with applicable Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), Articles of Association of the Company, approvals and recommendations of the Nomination and Remuneration Committee and that of the Board of Directors, Mrs. Shravani Dang (DIN:02131359) who holds office as an Independent Director upto December 12, 2021, be and is hereby reappointed as an Independent Director, not liable to retire by rotation, for a second term of five years with effect from December 13, 2021 up to December 12, 2026."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any director(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. Appointment of Mr. Rohitasava Chand as Non-Executive Director

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

"RESOLVED THAT Mr. Rohitasava Chand (DIN:00011150), who was appointed as an Additional Director (Non-executive), pursuant to the provisions of section 161 of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, Articles of Association of the Company, approvals and recommendations of the Nomination and Remuneration Committee and that of the Board of Directors, be and is hereby appointed as a Non-Executive Director, liable to retire by rotation, with effect from August 10, 2021."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any director(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**By Order of the Board
For Cyber Media (India) Limited**

Sd/-

Anoop Singh

Company Secretary

M. No. F8264

Place: New Delhi

Date: August 28, 2021

Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular no. 20/2020 dated May 5, 2020 and circular No. 02/2021 dated January 13, 2021 read with circular Nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. 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 the AGM is being held in accordance with the MCA Circulars through VC, 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.
3. 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. The said Resolution/Authorization shall be sent to the Company by email through its registered email address to investorcare@cybermedia.co.in with a copy marked to insta.vote@linkintime.co.in.
4. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings (Secretarial Standards-2) issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed as Annexure-II.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 24th September, 2021 to Thursday, 30th September, 2021 (both days inclusive) in terms of provisions of Section 91 of the Companies Act 2013 for the purpose of Annual General Meeting of the company.

6. In terms of Section 149 read with section 152(6) of the Act, the provisions of retirement by rotation are not applicable to Independent Directors.
7. The Registrar and Share Transfer Agent of the Company M/s. Link Intime India Private Ltd., having its office at Noble Heights, 1st Floor, NH-2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058 ('RTA'), is handling registry work in respect of shares held both in physical form and electronic/demat form. Members holding equity shares in physical form are requested to notify the change of address/ dividend mandate, if any, to the RTA.
8. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020 and Circular No. 02/2021 dated January 13, 2021, Notice of the AGM along with the Annual Report 2020-21 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 2020-21 will also be available on the Company's website www.cybermedia.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Link Intime India Private Limited <https://instavote.linkintime.co.in>. For any communication, the shareholders may also send requests to the Company's investor email id: investorcare@cybermedia.co.in.
9. 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 RTA. In respect of shares held in electronic/demat form, the nomination form may be filed with the respective Depository Participant.
10. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days upto the date of AGM.
11. The Company has no unpaid/unclaimed dividend for any financial year required to be transferred to the Investor Education and Protection Fund of the Central Government under the provisions of Section 124 of the Companies Act, 2013 (including any statutory modification(s)/re-enactment(s) thereof).
12. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
13. As per Regulation 40 of SEBI Listing Regulations, as amended from time to time, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, 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 and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Link Intime India Private Limited ("LI IPL") for assistance in this regard.
14. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, who have not updated their PAN with the Company are therefore requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar and Share Transfer Agents of the Company or directly to the Company.
15. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with LI IPL in case the shares are held by them in physical form.
16. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
17. Instructions for e-voting and joining the AGM are as follows:
 - a. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of Link Intime India Private Limited as the Agency to provide e-voting facility for voting through remote e-Voting, for participation in the 39th AGM through VC/OAVM Facility and e-Voting during the 39th AGM.
 - b. The Board of Directors of the Company has appointed Mr. Akhilesh Kumar Jha, proprietor of M/s. Akhilesh & Associates, Company Secretaries as the Scrutinizer, to scrutinize the e-voting and remote e-voting process in a fair and transparent manner.
 - c. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 23rd September, 2021.

A. INSTRUCTION FOR SHAREHOLDERS/ MEMBERS FOR E-VOTING FACILITY:

The voting period begins at 09:00 a.m. (IST) on Monday, 27th September, 2021 and ends at 05:00 p.m. (IST) on Wednesday, 29th September, 2021. The E-Voting module shall be disabled by Link Intime India Private Limited for voting thereafter. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 23rd September, 2021 only shall be entitled to cast their vote either through remote e-voting or through E voting at the AGM.

Remote e-Voting Instructions for shareholders:

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ul style="list-style-type: none"> • If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. • After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. • If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp • Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders holding securities in demat mode with CDSL	<ul style="list-style-type: none"> • Existing user of who have opted for Easi / Easiest, they can login through their 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 www.cdslindia.com and click on New System Myeasi. • After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK INTIME, CDSL. Click on e-Voting service provider name to cast your vote. • If the user is not registered for Easi/ Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration • Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.
Individual Shareholders (holding securities in demat mode) & login through their depository participants	<ul style="list-style-type: none"> • You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. • Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders holding securities in Physical mode	<p>1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in</p> <p>□ Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -</p> <p>A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company.</p> <p>B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</p> <p>C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</p> <p>D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.</p> <ul style="list-style-type: none"> Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above <p>□ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).</p> <p>□ Click “confirm” (Your password is now generated).</p> <ol style="list-style-type: none"> Click on ‘Login’ under ‘SHARE HOLDER’ tab. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon. E-voting page will appear. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
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Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’.

They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

Individual Shareholders holding securities in Physical mode have forgotten the password:

- Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab and further Click ‘**forgot password?**’
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on ‘**Submit**’.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 –4918 6000.

B. PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

➤ Select the “**Company**” and ‘**Event Date**’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

➤ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the company in advance between September 19, 2021 to September 21, 2021 on email id: investorcare@cybermedia.co.in created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.

4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.

5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/ Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/ Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

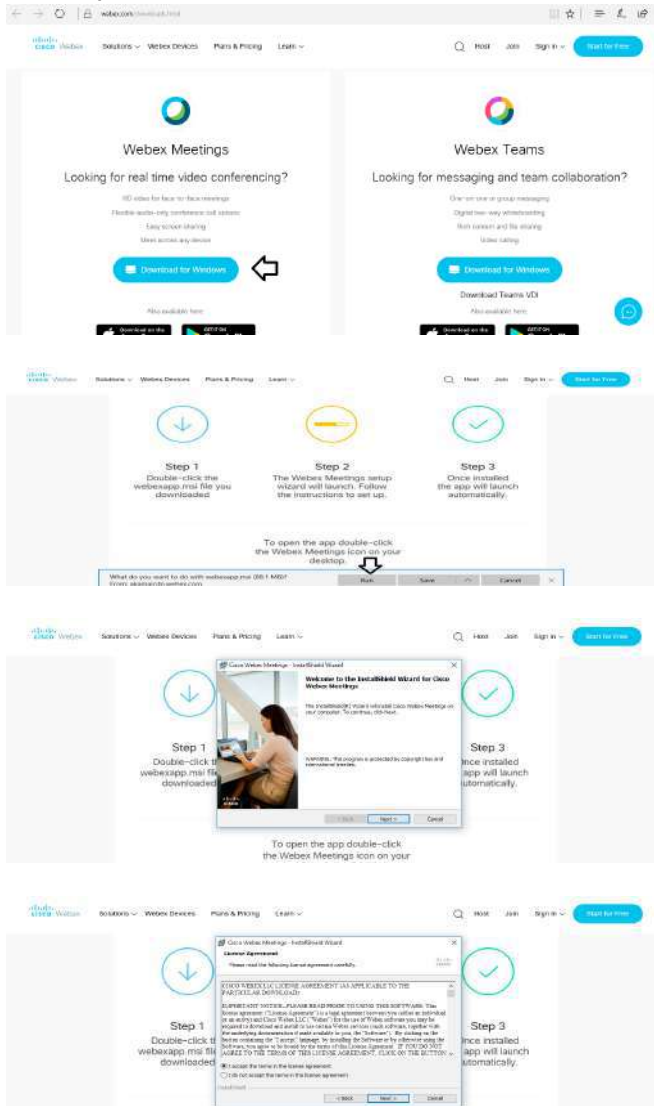
Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Annexure: Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

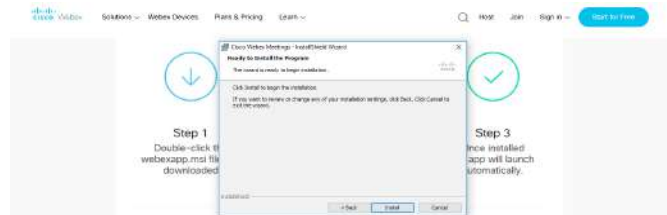
a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>



or

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now

1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or <u>Run a temporary application</u> . Click on <u>Run a temporary application</u> , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now
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b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:



Annexure-I to the Notice

I. Explanatory Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 in respect of the Special Business.

Item No. 3

Mrs. Shravani Dang was appointed as Independent Director vide Board Resolution dated December 13, 2016, for a term of five years commenced from December 13, 2016 to December 12, 2021 in accordance with the provisions of sections 149, 152 and Schedule IV of the Companies Act, 2013 read with applicable Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time).

Her first term of five years as Independent Director is completing on December 12, 2021. During the current term, Mrs. Dang' performance has been excellent. She has always been dedicated to the organisation. Keeping in view of Mrs. Dang's rich experience in business industry, corporate strategy and dedication to the organisation, and pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company vide resolution passed on August 10, 2021 approved the re-appointment of Mrs. Shravani Dang as an Independent Director on the Board of the Company for the second term of five consecutive years commencing from December 13, 2021 in accordance with the provisions contained in Sections 149, 152 and Schedule IV of the Companies Act, 2013 including any statutory modification(s)/re-enactment(s) thereof and subject to approval of shareholders.

As per Section 149(13) of the Companies Act, 2013, the provisions pertaining to retirement of Directors by rotation shall not be applicable to Independent Directors.

Mrs. Shravani Dang has confirmed compliance with the criteria of independence as provided under Section 149(6) of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) for her appointment as an Independent Director and is independent of the management. A copy of the draft letter for appointment of Mrs. Shravani Dang as Independent Non-executive Director setting out the terms and conditions is available on the website of the Company at www.cybermedia.co.in.

The Board is of the opinion that her association with the Company would be of immense benefit to the Company and it is desirable to avail services of Mrs. Dang as Independent Director. Mrs. Dang would bring with immense experience to the Board inter alia in the areas of business industry. The profile and specific areas of expertise of Mr. Chand are provided in Annexure-II to this Notice.

Approval of the members is required by way of Special Resolution for this re-appointment.

Accordingly, the Board recommends the resolution in relation to re-appointment of Mrs. Dang as Independent Director (Non-executive) for the second term of five years commencing from December 13, 2021 upto December 12, 2026, for the approval of shareholders of the Company.

Except Mrs. Shravani Dang, being appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested, financial or otherwise, in the Resolution set out at Item No. 3. Further, she is not related to any other Director of the Company.

Item No. 4

It is pertinent to mention here that Mr. Rohitasava Chand has served the Company as Director from January 09, 2004 to June 18, 2014. Mr. Chand, aged 74 years has been a serial entrepreneur who has promoted highly successful ventures in the IT, ITES, Education & Financial Services domains. He has over 45 years of experience

in the Indian services sector and is well versed with the regulatory framework in India.

Keeping in view Mr. Chand's huge business experience in IT, ITES, and financial services shall be much benefiting the Company, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on August 10, 2021, appointed Mr. Rohitasava Chand as an Additional Director (Non-Executive) of the Company with effect from August 10, 2021.

Pursuant to the provisions of Section 161(1) of the Act and Article 89 of the Articles of Association of the Company, Mr. Rohitasava Chand shall hold office up to the date of the ensuing Annual General Meeting ('AGM') as Additional Director and is eligible to be appointed as a Director. The profile and specific areas of expertise of Mr. Chand are provided in Annexure-II to this Notice.

Mr. Chand has given his declaration to the Board that he is eligible to be appointed as a Director in terms of Section 164 of the Act. He has also given his consent to act as a director.

In the opinion of the Board of Directors, Mr. Chand is a person of integrity, possesses the relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as Director. A copy of draft letter for the appointment of Mr. Chand as a Non-Executive Director setting out the terms and conditions is available for electronic inspection without any fee by the members.

In terms of the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), appointment of Mr. Chand as Non-Executive Director is required Members' approval by way of Special Resolution.

Given his experience and the Company's adherence to policy on Board Diversity, the Board considers it desirable and in the interest of the Company to have Mr. Chand on the Board of the Company and accordingly the Board recommends the appointment of Mr. Chand as Non-Executive Director.

Except Mr. Rohitasava Chand, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the Special Resolution set forth in Item No. 4 for approval of the Shareholders of the Company.

Annexure-II to the Notice**DETAILS OF DIRECTOR(S) SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING**

(Reg. 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 1.2.5 of Secretarial Standard-2)

Name of Director(s)	Dhaval Gupta	Shravani Dang	Rohitasava Chand
Director Identification Number (DIN)	05287458	02131329	00011150
Date of Birth	September 15, 1983	June 03, 1959	October 21, 1946
Date of Appointment on the Board	October 01, 2015	December 13, 2016 (Original Date of Appointment Date)	August 10, 2021
Qualifications	Master in Business Administration	Master in Business Administration	<ul style="list-style-type: none"> • B.Tech from IIT-New Delhi • MBA from Katz Graduate School of Business, University of Pittsburgh, USA
Expertise in specific Functional areas	<ul style="list-style-type: none"> • Excellent experience in strategy, planning and implementation of business proposals with favorable market opportunity. • Managing roll-out of complete online & digital market approach and CMS implementation for all CyberMedia brands. 	As per enclosure	As per enclosure
List of other Directorships held excluding foreign companies*.	<ol style="list-style-type: none"> 1. Cyber Media Research & Services Ltd. 2. Cyber Media Services Ltd. 3. Cybermedia Digitix Ltd. 4. Lupyd Tech Pvt. Ltd. 	NIL	<ol style="list-style-type: none"> 1. BMC International Pvt. Ltd. 2. Sumer Chand And Company LLP 3. The British Motor Car Company (1934) Pvt. Ltd. 4. Trak Services Pvt. Ltd.
Chairman/Member of the committees of the Board of other Companies in which he/she is a Director @	NIL	NIL	NIL
No. of shares held in the Company	19,22,697	NIL	27,250
Relationship between Directors Interse *	Son of Mr. Pradeep Gupta, Chairman and Managing Director of the Company.	Not related to any Director(s).	Not related to any Director(s).
No. of meetings of the Board of Directors of the Company attended during the year 2020-21	6	6	N.A.

@ Committee positions only of Audit Committee and Stakeholders Relationship Committee in public companies have been considered.

*Under the Companies Act, 2013.

Brief profile of Mrs. Shravani Dang

Shravani Dang, aged 62 years is senior Communications and CSR leader with over two decades of quantifiable achievements. Her experience base spans multinational companies across Technology, Financial, Not-for-profit and Industrial sectors, in both complex and large organizations.

Currently, she serves as the Vice President and Global Group Head Corporate Communications and Public Relations at the Avantha Group, one of India's largest and broad-based industrial conglomerate. Previously, she was Head & Associate Director Corporate Communications at Fidelity and has worked with internationally reputed brands like IT giants CSC (\$17b billion) and HCL, as well as international relief and development organization CARE India. Shravani headed the CSR portfolio at Fidelity, CSC and HCL. Shravani also serves as a Member of the Board of Trustees of international NGO - Charities Aid Foundation (CAF) in India and a co-founder of Asia Pacific Association of Communication Directors (APACD) and is a frequent jury member of SABRE awards, APACD awards, IPRCC and many other Indian and international communications and CSR awards.

Reputation Today magazine recently ranked Shravani as among the top ten corporate communications professionals in the country.

Brief profile of Mr. Rohitasava Chand

Rohit Chand has been a serial entrepreneur who has promoted highly successful ventures in the IT, ITES, Education & Financial Services domains. Rohit has over 45 years of experience in the Indian services sector and is well versed with the regulatory framework in India.

After occupying senior positions in corporate India, Rohit ventured out on his own in 1985 and through a series of acquisitions and mergers co-founded IIS Infotech, one of India's foremost software/education companies, of which he was the Executive Chairman. IIS was bought over by the FI Group Plc. (now Steria), which is a European multinational and Rohit exited the company. Thereafter, Rohit co-founded Infinity Venture Fund with a US 40 million Dollar corpus and founded Axis-IT&T which focused on Engineering Design and contributed to its growth and diversification.

Rohit successfully took both IIS Infotech & Axis-IT&T public. IIS Infotech gave a 10x returns to its public shareholders in a period of 4 years & Infinity Venture Fund gave an IRR of 40% over a period of 5 years. Concurrently, Rohit also served on various committees of Industry Associations and served on selection committees of the Indian government's Union Public Services Commission for staff selection.

Rohit is currently the CEO of Yukti Securities Pvt. Ltd., a Reserve Bank of India registered Non-Banking Financial Corporation which is engaged in investing in start-ups. Mentors many Companies.

Rohit has a Bachelor's Degree from the Indian Institute of Technology, New Delhi and an MBA from the Katz Graduate School of Business, University of Pittsburgh, USA. He is a recipient of the IIT Delhi Alumni award for "Outstanding Contribution to National Development" and has also been awarded "The Amity Global Corporate Excellence Award"

**By Order of the Board
For Cyber Media (India) Limited**

**Place: New Delhi
Date: August 28, 2021**

**Sd/-
Anoop Singh
Company Secretary
M. No. F8264**

To The Members,

Your Directors have pleasure to present the Thirty Ninth Annual Report of Cyber Media (India) Limited (“the Company” or “CyberMedia”) alongwith the audited financial statements for the financial year ended March 31, 2021. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

1. Financial Results

The standalone and consolidated financial statements for the financial year ended March 31, 2021, have been prepared in accordance with the Indian Accounting Standards (Ind AS), provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof) (hereinafter referred to as “the Act”) and the guidelines issued by Securities and Exchange Board of India.

Key highlights are given as under:

(INR in Lakhs)

Particulars	Standalone		Consolidated	
	2020-21	2019-20	2020-21	2019-20
Revenue from Operations	766.07	631.53	3852.72	4012.84
Other income	9.70	178.67	25.70	191.25
Total Income	775.77	810.20	3878.42	4204.09
Direct Expenses	267.35	18.62	2603.81	31.64
Employee Benefits Expenses	330.05	356.56	746.27	986.92
Other Expenses	112.69	377.13	267.72	2975.36
EBITDA	65.68	57.89	260.62	210.17
Financial Expenses	91.64	106.04	193.98	172.74
Depreciation	8.76	8.36	24.17	85.16
Profit Before Tax and Exceptional items	(34.72)	(56.51)	42.47	(47.73)
Exceptional items	---	2595.35	---	2344.42
Profit Before tax	(34.72)	(2651.86)	42.47	(2392.15)
Provision for Taxation	---	---	34.45	363.09
Profit After Tax	(34.72)	(2651.86)	8.02	(2755.24)

2. Covid-19 pandemic

The COVID-19 pandemic has emerged as a global challenge, creating disruption across the world. Global solutions are needed to overcome the challenges – businesses & business models have transformed to create a new work order. The Company has been consistently focusing on ensuring the health and well-being of all employees, and on minimizing disruption to services for all our customers. The swift transition to remote working was facilitated to the employees by the Company. This response has reinforced customer confidence in the Company and many of them have expressed their appreciation and gratitude for keeping their businesses running under most challenging conditions.

3. Dividend

In the absence of profits, the Directors do not recommend any dividend for the year under review.

4. Share Capital

a. Authorised Capital

During the financial year 2020-21, the Company enhanced its authorised share capital from Rs. 14,35,00,000 divided into 1,43,50,000 equity shares of Rs. 10 each to Rs. 15,70,00,000 divided into 1,57,00,000 equity shares of Rs. 10 each by creation of additional 13,50,000 equity shares of Rs. 10 each.

b. Issued and Paid-up Capital

During the financial year 2020-21, the Company, on 27.03.2021, allotted 28,00,000 equity shares of Rs. 10 each, viz. 18,00,000 equity shares to Mr. Pradeep Gupta and 10,00,000 equity shares to Mr. Dhaval Gupta, (Promoter & Promoter’s Group), on preferential basis. Consequently, the issued and paid-up capital of the Company has increased from Rs. 12,86,72,420 comprising 1,28,67,242 equity shares of Rs. 10/- each at par to Rs.15,66,72,420 comprising 1,56,67,242 equity shares of Rs. 10 each.

5. Transfer to reserves

No amount has been transferred to the reserves during the year under review.

6. Company’s performance

Consolidated operations

The year under review has been very challenging to the Company. Your Company made huge efforts to invest talented and experienced human resources and skills in print media and publishing, digital and social media services, sponsorship of events etc. products and network in the domestic and international markets. The Company reports total consolidated income of INR 38.78 crore against consolidated income of INR 42.04 crore in the previous financial year, from print media business, digital media, e-commerce and providing services in the areas of Interactive media etc. The earnings before interest, tax and depreciation on consolidated basis for the financial year under review stand at INR 2.61 crore against a profit of INR 2.10 crore in the previous financial year. There is a net profit of INR 0.08 crore on consolidated basis for the year against a net loss of INR 27.55 crore in the previous financial year.

Standalone operations

The Company reports total standalone income of INR 7.76 crore against income of INR 8.10 crore in the previous financial year, from print media business, and providing services in the areas of Interactive media etc. The earnings before interest, tax and depreciation on standalone basis for the financial year under review stand at INR 0.66 crore against a profit of INR 0.58 crore in the previous financial year. There is a net loss of INR 0.35 crore on standalone basis for the year against a net loss of INR 26.52 crore in the previous financial year.

7. Human resource development

Our culture and reputation as a leader in consulting, technology, outsourcing and next-generation services enable us to attract and retain some of the best talent. The competency

development of our employees continues to be a key area of strategic focus for us.

We adopted a variable compensation program which links compensation to the Company and individual performance. Attracting, enabling and retaining talent have been the cornerstone of the Human Resource function and the results underscore the important role that human capital plays in critical strategic activities such as growth.

A robust talent acquisition system enables the Company to balance unpredictable business demands with a predictable resource supply through organic and inorganic growth. The re-imagined focus on competency building of fresh recruits prior to joining through unique digital Initial Learning Program approach has enabled faster release of freshers to projects. Post-offer engagement activities have also witnessed increased focus.

Continual pursuit to connect with associates on a regular basis, communicate in an open and transparent manner, progressive HR policies and distinctive HR Business Partner model, guided by CyberMedia culture, are yielding desired results. This is evident from the high retention rates and improved engagement levels of the associates.

8. Annual report circulation

In compliance with the MCA Circular dated January 13, 2021 read with circulars dated May 5, 2020, April 13, 2020 and April 08, 2020 and SEBI Circular dated January 15, 2021 read with circular dated May 12, 2020, Notice of the AGM along with the Annual Report 202-21 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 2020-21 will also be available on the Company's website: www.cybermedia.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Company's RTA, Link Intime India Private Limited <https://instavote.linkintime.co.in>.

9. Consolidated financial statements

The audited consolidated financial statements prepared in accordance with the Indian Accounting Standards (Ind AS) are provided in the Annual Report.

10. Company subsidiaries/joint ventures/associate companies

Subsidiaries

The Company has 5 (five) subsidiaries, Indian and foreign, the details of which are as under:

- i. Cyber Media Research & Services Limited;
- ii. Cyber Astro Limited;
- iii. Cyber Media Services Limited; and
- iv. Cybermedia Digitix Limited

Further, one of the subsidiaries has further subsidiary:

Cyber Media Services Pte. Limited, WOS of Cyber Media Research & Services Limited

Pursuant to Section 129(3) of the Act read with rule 5 of the Companies (Accounts) Rules, 2014, a Statement of containing salient features of the financial performance of subsidiaries and associates for the financial year 2019-20 in Form No. AOC-1 is attached to this Report as **Annexure-A**.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the website of the Company <https://www.cybermedia.co.in/investor-relations>.

Dissolution of foreign subsidiaries:

Due to loss making entities for a long time, CyberMedia India LLC, wholly owned subsidiary and TDA Group LLC, step down wholly owned subsidiary, and Kurrent Media LLC, wholly owned subsidiary incorporated in USA have been dissolved during the year.

Joint venture/associate company

As on March 31, 2021, the Company has an associate company, Cyber Media Foundation Limited.

As on March 31, 2021, the Company has no joint venture with any company, firm or body corporate etc.

11. Directors' responsibility statement

Pursuant to the provisions of Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii. they have 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.
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 as amended from time to time, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. they have prepared the annual accounts on an ongoing concern basis.
- v. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. Directors and key managerial personnel

Re-appointment of directors

The Board of Directors of the Company, at their meeting held on May 28, 2021, approved the following, subject to approval of the Members, re-appointment of Mr. Dhaval Gupta (DIN: 05287458), Director retires by rotation, and being eligible has offered himself for re-appointment as Director.

Independence of directors

Your Company's Board consists of experience rich, professionals and visionaries who provide strategic direction and guidance to the organization. As on March 31, 2021, the Board comprised of two Executive Directors and four Non-Executive Independent Directors.

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment thereto, circulars, guidelines notifications etc. (hereinafter referred to as "SEBI Listing Regulations"). There has been no change in the circumstances affecting their status as independent directors of the Company.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company,

Mr. Pramod Kumar Sanghi joined the Company as Independent Director on December 13, 2016. His term of five years as independent director is completing on December 12, 2021. The Board places on record its appreciation for his invaluable contribution and guidance during his tenure with the Company.

Key Managerial personnel

Pursuant to the provisions of Section 203 of the Act, Mr. Pradeep Gupta, Chairman and Managing Director, Mr. Dhaval Gupta, Whole-Time Director, Mr. Sankaranarayanan V.V., Chief Financial Officer and Mr. Anoop Singh, Company Secretary are the key managerial personnel as on March 31, 2021.

Appointment of director(s) during the year

During the year ended March 31, 2021, Mr. Arun Seth has been appointed as Independent Director (Non-Executive) on the Board of the Company with effect from September 02, 2020.

The Board of Directors has carried out an annual evaluation of the performance of director(s) appointed during the year. Mr. Arun Seth is a person of integrity, expertise and huge experience in business strategy, IT industry.

13. Number of meetings of the Board

Six meetings of the Board of Directors were held during the financial year under review. For details of meetings of the Board including attendance at the meetings, number of directorships in other entities, please refer the Corporate Governance Report attached as **Annexure-B** to this report.

4. Committees of the Board:

The Company's Board has the following committees:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee

Details of Committee meetings, terms of reference of the Committees, Committee membership and attendance of Directors at meetings of the Committees are provided in the Corporate Governance Report which is part of this report.

15. Board Evaluation

In line with the Corporate Governance Guidelines of your Company, Annual Performance Evaluation was conducted for all Board Members, for the Board and its Committees. This evaluation was led by the Chairman of the Board Governance, Nomination and Remuneration Committee with specific focus on performance and effective functioning of the Board.

Evaluation of the Board was based on criteria such as composition and role of the Board, Board communication and relationships, functioning of Board Committees, review of performance of Executive Directors, succession planning, strategic planning, etc.

Evaluation of Committees was based on criteria such as adequate independence of each Committee, frequency of meetings and time allocated for discussions at meetings, functioning of Board Committees and effectiveness of its advice/recommendation to the Board, etc.

Evaluation of Directors was based on criteria such as participation and contribution in Board and Committee meetings, representation of shareholder interest and enhancing shareholder value, experience and expertise to provide feedback and guidance to top management on business strategy, governance, risk and understanding of the organization's strategy, etc.

The outcome of the Board evaluation for financial year under review was discussed by the Board, Nomination and Remuneration Committee. The Board noted the actions taken in improving Board effectiveness based on feedback given in the previous year. Further, the Board also noted areas requiring more focus in the future, which include spending more time on trends, long-term threats and opportunities.

The criteria for performance evaluation have been detailed in the Corporate Governance Report which forms part of this Report.

16. Particulars of employees and related disclosures

Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to the Report as **Annexure-C**.

In terms of the provisions of Section 197 (12) of the Act read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,

Statement showing the particulars of top ten employees and other details is provided as separate addendum forming part of this report. In terms of proviso to Section 136(1) of the Act, the Annual Report is being sent to the shareholders excluding the aforesaid Statement. The said Statement is open for inspection. Any member interested in obtaining a copy of the same may write to the Company Secretary. None of the employees listed in the said Statement is related to any Director of the Company.

17. Transactions with related parties

- a. Transactions with Related Parties in the ordinary course of business which were at Arm's Length Basis:

During the year under review, there were some transactions entered into by the Company with related parties, which were in the Ordinary Course of Business and at Arm's Length pricing basis for which the Audit Committee granted omnibus approval (which are repetitive in nature) and the same were reviewed by the Audit Committee and the Board of Directors.

- b. Significant Transactions with Related Parties which were at Arm's Length Basis:

During the year under review, the Company, on 19.02.2021, entered into a contract/arrangement with Mr. Pradeep Gupta, Chairman & Managing Director and Mr. Dhaval Gupta, Whole-Time Director (both Key Managerial Personnel) (Promoter & Promoter Group) to convert the entire outstanding amount of loan (borrowed from time to time from them i.e. Rs. 1,80,00,000 from Mr. Pradeep Gupta and Rs. 1,00,00,000 from Mr. Dhaval Gupta) aggregating to Rs. 2,80,00,000 into equity of the Company comprising of 28,00,000 equity shares of Rs. 10 each and to issue and allot these shares at a price of Rs. 10 each to them on Preferential Basis, for which the Audit Committee and the Board had granted their approval on 19.02.2021. For the purpose, the Company obtained the approval of shareholders of the Company vide special resolution passed on 23.03.201, sought Postal Ballot/ remote e-voting process.

The Company, on 27.03.2021, made preferential allotment of 28,00,000 equity shares of Rs. 10 each at par, i.e. 18,00,000 equity shares to Mr. Pradeep Gupta, Chairman & Managing Director and 10,00,000 equity shares to Mr. Dhaval Gupta, Whole-Time Director (both Key Managerial Personnel) (Promoter & Promoter Group) at arm's length.

- c. There were no materially significant transactions with related parties which were in conflict with the interest of the Company.
- d. The information on transactions with related parties pursuant to section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 and section 188(1) of the Act are given in **Annexure-D** in Form No. AOC-2 and the same forms part of this report.

18. Disclosure requirements

As per SEBI Listing Regulations, the Corporate Governance Report with the Practicing Company Secretary's Certificate thereon and MD/CEO's certificate is attached as Annexure-B

and the Management Discussion and Analysis as **Annexure-E** which forms part of this report.

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

Related Party disclosures/transactions are detailed in the Notes to the financial statements.

19. Corporate Social Responsibility

The Company's net worth and turnover are below the limits specified under the provisions of section 135 of the Act. Further, the Company has no profit during the financial year under review. Hence, the provisions of aforesaid Section 135 regarding Corporate Social Responsibility are not made applicable to the Company.

20. Internal financial control and their adequacy

The Board of your Company has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively. Your Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

21. Auditor's report and Secretarial audit report

Statutory Auditor's report

The statutory auditor's report does not contain any qualifications, reservations, or adverse remarks or disclaimer.

Pursuant to Section 143(12) of the Act, the statutory auditor has not reported to the Company, any instances of fraud committed against the Company by its officers or employees.

Secretarial Audit

The secretarial audit report does not contain any qualifications, reservations, or adverse remarks or disclaimer. Secretarial audit report is attached to this report as **Annexure-F1**. However, there are some observations in the report which are as under:

Secretarial audit of material unlisted subsidiary

In compliance of Regulation 24A read with Regulation 16(1) (c) of the SEBI Listing Regulations and Section 204 of the Act and the rules made thereunder, the secretarial audit report of Cyber Media Research & Services Limited, a material unlisted subsidiary of the Company is attached to this report as **Annexure-F2**.

Internal Auditors' Report

The Internal Auditors submitted their report to the Audit Committee quarterly.

22. Company's policies

Vigil Mechanism/Whistle Blower Policy

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in confirmation with Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, to report concerns about unethical behavior. The details of the policy have been disclosed in the Corporate Governance Report which is attached to this report. The policy is also available on Company's website link: <https://cybermedia.co.in/corporate-governance/>. During the year, the Company did not receive any complaint under vigil mechanism.

Nomination and Remuneration Policy

The Company has the policy on the appointment and remuneration of directors and key managerial personnel which provides a framework based on which our human resources management aligns their recruitment plans for the strategic growth of the Company. The policy is available on the Company's website. The related weblink is: <https://cybermedia.co.in/corporate-governance/>.

Policy on Related Party Transactions

The Company has a policy for contracts or arrangements to be entered into by the Company with related parties which is available on Company's website link, <https://cybermedia.co.in/corporate-governance/>

Policy for Determining Material Subsidiaries

The Company has policy for determining material subsidiaries which is available on the Company's website. The relevant weblink is: <https://cybermedia.co.in/corporate-governance/>

Code of Conduct for Prevention of Insider Trading in Company's Securities

The Company has Code of Conduct for Prevention of Insider Trading in Company's Securities which is available on the Company's website. The relevant weblink is: <https://cybermedia.co.in/corporate-governance/>

Document Preservation Policy

The Company has established a policy in confirmation of Regulation 9 of the SEBI Listing Regulations for preserving the documents, files, information etc. of the Company. The policy may be downloaded from the Company's website. The relevant weblink is: <https://cybermedia.co.in/corporate-governance/>

23. Prevention from Sexual Harassment of Women at Workplace

The Company has constituted Internal Complaints Committee as per provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and also has a policy and framework for employees to report sexual harassment cases at workplace and its process ensures complete anonymity and confidentiality of information. Workshops and awareness programmes against sexual harassment are conducted across the organization.

During the year, no complaint regarding sexual harassment

was filed with the Company. There was no pending complaint at the end of the financial year under review.

24. Deposits from public

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013 and the Rules made there under, (including any statutory modification(s) or re-enactment(s) thereof).

25. Conservation of energy, technology absorption and foreign exchange and outgo

The particulars prescribed under Section 134 of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, relating to Conservation of Energy, technology Absorption, Foreign Exchange Earnings and outgo are given below:

Conservation of energy:

- i. The operations of the Company are not energy-intensive. However, significant measures are taken to reduce energy consumption by using energy-efficient equipment. The Company constantly evaluates and invests in new technology to make its infrastructure more energy efficient and also under cost reduction measure the management has internally issued different circulars for use of natural light in place of tube lights; Administration keep a regular check on whether the Computer systems provided to the employees have been shut down properly at the time of closure of office etc.
- ii. No new investment is made on such energy saving devices during the financial year.
- iii. Further, since energy costs comprise a very small part of your Company's total expenses, the financial implications of these measures are not material.

Technology absorption:

- The Company uses latest equipments and state of the art technology to provide a sophisticated and tech friendly environment to its employees.
 - Company uses diverse mix of technology platforms across its national and regional headquarters that's partly driven by business need; partly by its publications' need to test a lot of technologies they write about both within its extensive test labs and in a real business environment; and finally, by its need to use a number of the technology areas that it evangelizes, such as intranet applications and the Linux platform.
 - Cyber House and regional headquarters are also wireless-enabled, with Wi-Fi access points deployed, and wireless-enabled laptops with editors and managers. Virtually every employee has a PC in fully networked environment.
 - The applications include Circulation, Accounts, CRM and HR.
- By virtue of the above initiatives, the Company is able to adopt appropriate technology for rendering better services at competitive prices.

- The Company firmly believes in that research and development of new techniques and processed will help the Company to grow and thus it is taking steps to upgrade and modernize its processes by adopting latest technology developments in the field. However, presently Research & Development costs comprise a very small part of your Company's total expenses and hence the financial implications of these measures are not material.

Foreign exchange earnings and outgo:

The details of foreign exchange earned and outgo during the year are as follows:

Foreign Exchange particulars (INR)

Foreign Exchange earnings 17,33,183

Foreign Exchange Expenditure Nil

Efforts and Initiatives in relation to Exports

The Company is continuously putting efforts for more global recognition. As a part of this Transformation Agenda, we continue to make changes in how we are organized and how we build and deliver technologies. In this transformation journey, we decided to leverage our experience of over two decades by extending our suite of services to other websites, ad agencies and clients. For this purpose we tied up, around four years back, with Google as a Premier Partner. We partner Google for AdSense, AdX, Adwords and other programs. The Company serves its Digital and Social Media clients with analytics as specified earlier. Besides those services, the company also offers standalone Analytics services to its ICT clients.

The Company's mission is to partner with enterprises, industry associations and governments in research, consulting & advisory, and go-to-market services and enable them to achieve success and sustained growth

26. Other disclosures

Material changes and commitments affecting the financial position of the Company

Allotment of equity shares to Mr. Pradeep Gupta and Mr. Dhaval Gupta, Promoter & Promoter Group, on preferential basis, upon conversion of unsecured loan

The Company had, from time to time, borrowed unsecured loan of Rs. 1,80,00,000 from Mr. Pradeep Gupta and Rs. 1,00,00,000 from Mr. Dhaval Gupta, Promoter & belonging to Promoter's Group, aggregating to Rs. 2,80,00,000. During the year, the Company, on mutual understandings, entered into agreement with them to convert the entire outstanding loan aggregating to Rs. 2,80,00,000 into equity of the Company comprising of 28,00,000 equity shares of Rs. 10 each at a price of Rs. 10 each, subject to shareholders' approval and other statutory approvals as may be required. The shareholders approved the issue and allotment of aforesaid fresh shares on preferential basis vide special resolution dated 23.03.2021, sought through postal ballot/remote e-voting.

Further, the Company, on 27.03.2021, allotted 18,00,000 equity shares of Rs. 10 each at par to Mr. Pradeep Gupta and 10,00,000 equity shares of Rs. 10 each at par to Mr. Dhaval Gupta, respectively, on preferential basis.

Significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future

There are no significant and/or material orders during the financial year.

Loans, Guarantees or Investments under Section 186 of the Act

During the year under review, the Company had not made any loan to or borrowed any funds from any bank/financial institutions or made any investments seeking the requirement of compliance with section 186 of the Act.

Annual Return

In compliance of Section 134(3)(a) of the Act, copy of Annual Return for the financial year ended March 31, 2021 prepared as per sub-3 of Section 92 of the Act has been hosted on the Company's website. The relevant weblink is: <https://cybermedia.co.in/corporate-governance/>

Listing on stock exchanges

The Company's shares are listed on BSE Limited and National Stock Exchange of India Limited.

Depository System

The Company's equity shares are available for dematerialization through National Securities Depository Limited and Central Depository Services (India) Limited. As of March 31, 2021, 98.65% of the equity shares of the Company were held in dematerialised form.

Details of application(s) made under the Insolvency and Bankruptcy Code, 2016

Pridhvi Asset Reconstruction and Securitisation Company Limited, Financial Creditor of the Company, filed following applications under sections 7 and 95 of the Insolvency and Bankruptcy Code, 2016 ("IBC") before the Hon'ble National Company Law Tribunal-New Delhi Branch, for seeking initiation of Corporate Insolvency Resolution Process, alleging default in payment of loan amounting to Rs. 30,64,53,813 (Rupees Thirty Crore Sixty Four Lakh Fifty Three Thousand Eight Hundred Thirteen only), as under.

- (i) The Company;
- (ii) Cyber Media Research & Services Limited, subsidiary of the Company, Corporate Guarantor; and
- (iii) Mr. Pradeep Gupta, Chairman & Managing Director of the Company, Personal Guarantor.

The Parties are seeking appropriate legal advice and shall take necessary steps to protect their interests.

Disclosure on cost records

The provisions of Section 148 of the Act are not applicable, hence the Company is not required to maintain any cost records.

Additional Information

The additional information required to be given under the Act and the rules framed thereunder, has been laid out in the Notes attached to and forming part of the financial statements. The Notes to the financial statements referred to the Auditors' Report are self-explanatory and therefore do not call for any further explanation.

27. Acknowledgements

The Directors express their warm appreciation to the Company's employees for their unstinted commitment and continued contribution to the growth of the Company.

The Directors thank the Government, Regulatory Authorities, Banks, Financial Institutions, Shareholders, Customers, Vendors and other Business Associates, who, through their continued support and co-operation, have helped as partners in the Company's progress.

The Directors mourn the loss of life due to COVID-19 pandemic and are deeply grateful and have immense respect for every person who risked their life and safety to fight this pandemic.

The Directors appreciate and value the contribution made by every member of the CyberMedia family.

**For and on behalf of the Board of
Cyber Media (India) Limited**

**Sd/-
Pradeep Gupta
Chairman & Managing Director
DIN: 00007520**

**Sd/-
Krishan Kant Tulshan
Director
DIN: 00009764**

**Place : New Delhi
Date : May 28, 2021**

Annexure-A**STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES AND ASSOCIATES IN FORM AOC-1**

(INR in Lakhs except % of shareholding)

Sr. No.	Name of Subsidiary	Reporting Period ended	Currency & Exchange Rate (USD)	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Proposed Dividend	% of Shareholding
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)	(15)
1.	Cyber Media Research & Services	March 31, 2021	N.A.	90.00	99.40	1560.12	602.22	0.66	2295.14	76.39	33.78	42.61	-	49.11
2.	Cyber Astro Limited	March 31, 2021	N.A.	20.00	(160.81)	38.71	172.57	0.20	70.32	(5.94)	---	(5.94)	-	37.50
3.	Cyber Media Services Limited	March 31, 2021	N.A.	9.00	(8.38)	3.31	2.68	-	-	(0.93)	---	(0.93)	-	100
4.	Cyber Media Services Pte. Ltd.*	March 31, 2021	73.27	0.66	32.33	142.00	109.00	-	737.19	8.54	0.67	7.88	-	100
5.	Cybermedia Digitix Limited	March 31, 2021	N.A.	1.00	(2.49)	9.74	11.23	8.99	-	(0.87)	-	(0.87)	-	100
Associate Company														
1.	Cyber Media Foundation Limited	March 31, 2021	N.A.	5.00	(120.07)	4.25	80.43	Nil	Nil	(2.73)	Nil	(2.73)	Nil	34.63

*Wholly Owned Subsidiary of Cyber Media Research & Services Limited

Annexure-B

The Directors of Cyber Media (India) Limited (“the Company”/ “CyberMedia”) have pleasure in presenting this report on Corporate Governance for the financial year 2020-21.

1. Company’s Philosophy on Code of Governance

The philosophy of the Company is to protect and enhance the long term value of all the stakeholders, clients, creditors and employees. The Company focuses on implementing the best corporate practices in every facet of its operations.

We ensure application of best governance practices, adherence to high ethical values, healthy stakeholder relations and achievement of our objectives while meeting the stakeholder’s needs. The Company also engages itself in a credible and transparent manner with all its stakeholders which help them to understand its strategies.

The Company believes that good governance should entail trusteeship, empowerment and accountability of the management. The success of the Company requires the highest standards of corporate behaviour and engagement with all of its stakeholders.

The Board of Directors are responsible for and is committed to sound principles of Corporate Governance of the Company. The Company keeps its governance practices under continuous review, so as to meet the expectations of operational transparency to stakeholders while at the same time maintaining confidentiality of information in order to foster a culture for good decision-making.

The COVID-19 pandemic has caused an unprecedented health and economic crisis across the globe. The severity of its impact on economy and day-to-day life is evolving hazardously. Companies have to continuously evolve their strategies to deal with the challenges. The Board has played a critical role helping the Company navigate the issues brought on by the COVID-19 pandemic. The Board guided the management in implementing cost rationalization measures at every level and across every function of the Company.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as applicable, with regard to corporate governance.

The Company has adopted a Code of Conduct for its employees including the Managing Director and the Executive Directors. In addition, the Company has adopted a Code of Conduct for its non-executive directors which includes Code of Conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Companies Act, 2013 (“the Act”). The Company’s corporate governance philosophy has been further strengthened through Company’s Code of Conduct for Prevention of Insider Trading.

2. Board of Directors

The Company recognizes the benefits of having a diverse Board of Directors and sees it as an essential element in maintaining a competitive advantage in the business that it operates. The Board of Directors of the Company comprised of appropriately qualified people with broad range of experience relevant to the business of the Company so as to achieve effective corporate governance and sustained commercial success of

the Company.

- i. As on March 31, 2021, the Company has six Directors. Of the six Directors, two are promoter and executive Directors, and four are Independent Directors. The profiles of Directors can be found on <https://cybermedia.co.in/executives/>. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations read with Section 149 of the Act.
- ii. None of the Directors on the Board holds directorships in more than ten public companies. None of the Independent Directors serves as an independent director in any listed entity other than Cyber Media (India) Limited except Mr. Arun Seth. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2021 have been made by the Directors. None of the Directors is related to each other except Pradeep Gupta and Dhaval Gupta.
- iii. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management.
- iv. Six board meetings were held during the year under review and the gap between two meetings did not exceed one hundred and twenty days.
The said meetings were held on: July 31, 2020; September 02, 2020; September 14, 2020; November 10, 2020; February 09, 2021 and February 19, 2021. The necessary quorum was present for all the meetings.
- v. Adequate notice to all the Directors was given well in advance to schedule a Board Meeting, agenda and detailed notes to agenda were sent at least seven days in advance to all the Directors. Board Meetings were held through Video Conferencing.
- vi. The names and categories of the Directors on the Board, their attendance at board meetings held during the year under review and at the last Annual General Meeting (“AGM”), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies as on March 31, 2021 are given herein below.

Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act.

Further, none of the Directors serves as a member in more than ten committees or chairman in more than five committees of all public limited Companies in which he/ she is a Director. For the purpose of determination of limit of the Board Committees under Regulation 26(1)(b) of the Listing Regulations, chairpersonship and membership of the Audit Committee and Stakeholders’ Relationship Committee has been considered.

The Company has an optimal combination of Executive, Non-Executive, Woman Director and Independent Directors to maintain the independence of the Board from the management, which is in conformity with the requirement of Section 149(4) of the Companies Act, 2013 ("the Act") and Regulation 17 of the Listing Regulations. As on March 31, 2021, the Board of Directors of the Company comprised of 6 (Six) Directors, which includes the Chairman and Managing Director and 1 (One) Whole-time Director. The remaining 4 (Four) are Non-Executive Independent Directors, as detailed below:

Name of the Director	Category	Number of Board Meetings attended during the year 2020-21	Attendance at the last AGM held on December 30, 2020	Number of Directorships in other Public Companies	Number of Committee positions in other Public Companies		Number of Directorships in other listed entities & Category of Directorship
					Chairman	Member	
Mr. Pradeep Gupta DIN: 00007520 (Chairman and Managing Director)	Promoter, Executive	6	Yes	5	---	---	---
Mr. Krishan Kant Tulshan DIN: 00009764	Independent, Non-Executive	6	Yes	4	---	---	---
Mrs. Shravani Dang DIN: 02131359	Independent, Non-Executive	6	Yes	---	---	---	---
Mr. Pramod Kumar Sanghi DIN: 00010024	Independent, Non-Executive	5	---	---	---	---	---
Mr. Arun Seth* DIN: 00204434	Independent, Non-Executive	5	Yes	7	---	5	5 Independent Non-Director@
Mr. Dhaval Gupta DIN: 05287458 (Whole-Time Director)	Promoter, Executive	6	Yes	3	---	---	---
Mr. Rohitasava Chand# DIN: 00011150	Additional, Non-Executive	N.A.	N.A.	--	--	--	--

*During the Financial Year 2020-21, Mr. Arun Seth was appointed as an Independent Director with effect from September 02, 2020.

#Mr. Rohitasava Chand was appointed as Additional Director (Non-Executive) by the Board of Directors at its meeting held on August 10, 2021.

@ Names of other listed companies in which Mr. Arun Seth is a Director and category

1. Jubilant Pharmova Limited: Independent, Non-Executive
2. Jubilant Ingrevia Limited: Independent, Non-Executive
3. Narayana Hrudayalaya Limited: Independent, Non-Executive
4. Sify Technologies Limited: Independent, Non-Executive
5. Kent RO System Limited: Independent, Non-Executive

Due to the exceptional circumstances caused by the COVID-19 pandemic and consequent relaxations granted by MCA and SEBI, all Board meetings in Financial Year 2020-21 were held through Video Conferencing.

- vii. The Board of Directors do hereby confirm that all the Independent Directors of the Company fulfill the conditions specified in the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and are independent of the management of the Company.
- viii. During the year under review, information as mentioned in Part A of Schedule II of the Listing Regulations, has been placed before the Board for its consideration.
- ix. Pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the provision of schedule IV of the companies Act, 2013 and the rules made there under, meeting of the Independent Directors was held on February 09, 2021. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of Non-Executive Directors.
- x. The Board periodically reviews the compliance reports of all laws applicable to the Company.
- xi. Details of equity shares of the Company held by the Non-executive Directors as on March 31, 2021 are given below:

Name	Category	No. of Equity shares held
Krishan Kant Tulshan	Independent, Non-executive	96,261
Rohitasava Chand#	Additional, Non-Executive	27,250

Rohitasava Chand was appointed as Additional Director (Non-Executive) w.e.f. August 10, 2021.

The Company has not issued any convertible instruments.

- xii. The company aims to be comprised of Directors with appropriate mix of skills, experience, expertise and diversity relevant to the company's business. The objectives of the skill matrix adopted by the Board are to identify skills, knowledge, experience and capabilities that are considered to be desirable by the Board as a whole, in order to fulfil its role in light of Company's strategic direction.

The Board has identified the following skills / expertise / competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Management and leadership experience	Excellent management and leadership experience including in areas of business development, strategic planning, investments and finance, international business, brings the ability to identify and assess strategic opportunities and threats in the context of the business.
Market Expertise	Expertise with respect to the geography the organization operates in. Understands the macro-economic environment, the nuances of the business, consumers and trade in the geography, and has the knowledge of the regulations & legislations of the market(s) where the business operates.

Functional and managerial experience	Knowledge and skills in accounting and finance, business judgment, general management practices and processes, crisis response and management, industry knowledge, macro-economic perspectives, human resources, labour laws, international markets, sales and marketing, and risk management.
Corporate Governance	Understanding of the law and application of corporate governance principles in a commercial enterprise of similar scale. Capability to provide inputs for strategic financial planning, assess financial statements and oversee budgets for the efficient use of resources.

The Company appointed Independent Directors who are renowned people having expertise/experience in their respective

field/profession. None of the Independent Directors are Promoters or related to Promoters. They do not have pecuniary relationship with the Company and further do not hold two percent or more of the total voting power of the Company.

Pursuant to section 150 read with of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 of the Companies Act, 2013, the Company's Independent Directors have registered themselves on the portal of "Indian Institute of Corporate Affairs" as Independent Director within the prescribed timelines.

Being a digital and social media service provider, the Company's business runs across different industry verticals, geographical markets and is global in nature. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.

The details of familiarisation programmes for Independent Directors are available on the Company's website: <https://cybermedia.co.in/corporate-governance/>.

3. Committees of the Board

In compliance with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Board has constituted various Committees. These Committees monitor the activities falling within their terms of reference.

The role and composition of these Committees including number of meetings held during the financial year and participation of the members at the meetings of the Committees, during the year are as under.

Audit Committee

Audit Committee of the Board of Directors is constituted in terms of Regulation 18 of the Listing Regulations and Section 177 of the Act.

Extract of terms of reference:

- Oversight of the company's financial reporting process and disclosure of financial information;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing with the management, the financial statements before submission to the board for approval, with particular reference to:
 - i. Matters required to be included in the Director's Responsibility Statement in the Board's Report in terms of section 134 of the Companies Act, 2013
 - ii. Changes, if any, in accounting policies and practices and reasons for the same
 - iii. Major accounting entries involving estimates based on the exercise of judgment by management
 - iv. Significant adjustments made in the financial statements arising out of audit findings
 - v. Compliance with listing and other legal requirements relating to financial statements
 - vi. Disclosure of any related party transactions
 - vii. Modified opinion(s) in the draft audit report
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.);
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Discussion with statutory auditors about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To consider matters with respect to Company's Code of Conduct, functioning of the whistle blower mechanism.

The Audit Committee discharges its functions and obligations on regular basis and on the occurrence of the events.

During the financial year 2020-21, five meetings of the Audit Committee were held on: July 31, 2020; September 12, 2020; November 05, 2020; February 04, 2021 and February 19, 2021 and the gap between two meetings did not exceed one hundred and twenty days.

Details of composition of Audit Committee, Chairperson and attendance of members are given here:

Name	Category	Number of meetings attended
Krishan Kant Tulshan, (Chairman)	Independent, Non-Executive	5
Shravani Dang	Independent, Non-Executive	4
Pramod Kumar Sanghi	Independent, Non-Executive	3

All the members of the Committee are financially literate and Chairman of the Audit Committee is a financial management expertise. The Company Secretary of the Company is the Secretary of the Committee.

The Committee invites such of the executive as it considers appropriate, representatives of the statutory auditors and internal auditors, to be present at its meetings.

Mr. Anoop Singh, Company Secretary is the Compliance Officer of the Company.

The previous AGM of the Company was held on December 30, 2020 and was attended by the Chairman of the Audit Committee.

Nomination and Remuneration Committee

Nomination and Remuneration Committee of the Board of Directors is constituted in terms of Regulation 19 of the Listing Regulations and Section 178 of the Act.

Extract of terms of reference:

- To recommend to the Board the setup and composition of the Board and its committees.
- To recommend to the Board the appointment/re-appointment of Directors and Key Managerial Personnel.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- To identify, review, assess, recommend and lead the process for appointments of Executive, Non-Executive and Independent Directors to the Board and Committees.
- To support the Board and its Directors in evaluation of the performance of the Board, its committees and individual directors.
- To recommend to the Board the remuneration policy with respect to Directors, Key Managerial Personnel and persons in senior management positions.
- While approving the remuneration, the committee takes into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee.

During the financial year 2020-21, two meetings of the Nomination and Remuneration Committee were held on: July 31, 2020 and September 02, 2020.

Details of composition of Nomination and Remuneration Committee, Chairperson and attendance of the members at the meeting held are given here:

Name	Category	Number of meetings attended
Krishan Kant Tulshan, (Chairman)	Independent, Non-Executive	2
Shravani Dang	Independent, Non-Executive	2
Pramod Kumar Sanghi	Independent, Non-Executive	2

Mr. Anoop Singh, Company Secretary, is the Compliance Officer of the Company.

The previous AGM of the Company was held on December 30, 2020 and was attended by the Chairman of the Nomination and Remuneration Committee.

Selection and appointment of Directors:

The Nomination and Remuneration Committee has adopted the manner of selection of Board of Directors, senior management and their compensation:

- The incumbent for the positions of senior management, shall be the person of high integrity, possesses relevant skill, expertise and experience required for the position.
- In case of appointment of Independent Directors, the independent nature of the proposed appointee shall be ensured.
- The committee shall also ensure that other criteria with regard to age, other qualifications, etc., as laid down under the Companies Act, 2013 are fulfilled, before recommending to the Board, for their appointment as Directors.

Name	Basic Salary	HRA	Utility Allowance	Reimbursement Ceiling	Bonus	Medical Reimbursement	LTA	Flexible Pay	Perquisites	Employer Contribution to EPF	Total
Pradeep Gupta	36,00,000								6,00,000	-----	42,00,000

Note:

- Due to stressed financial condition of the Company, Mr. Pradeep Gupta, Chairman and Managing Director did not voluntarily draw any remuneration from April 2014 to September 2020.
- Mr. Dhaval Gupta, Whole-Time Director of the Company is also Whole-Time Director on the Board of Cyber Media Research & Services Limited, a subsidiary of the Company. He has been drawing his remuneration from Cyber Media Research & Services Limited only. Further, Mr. Dhaval Gupta has been reappointed as Whole-Time Director of the Company without any remuneration with effect from October 01, 2020.

Sitting fee paid to Independent Directors:

No sitting fee or commission was paid to Independent Directors during the financial year 2020-21.

Stakeholders Relationship Committee

Stakeholders' Relationship Committee of the Board of Directors is constituted in terms of Regulation 20 of the Listing Regulations and Section 178 of the Act.

- In case of re-appointment, the Committee shall take into consideration, the performance evaluation of the Directors.

Performance Evaluation Criteria for Independent Directors:

Performance evaluation of Directors is carried out through a structured questionnaire which was prepared after taking into consideration various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance including participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behavior and judgment.

Remuneration Policy:

The Committee is also responsible for recommending to the Board a policy relating to the appointment/re-appointment of the Directors, Key Managerial Personnel (KMP), Senior Management and their remuneration. In line with this requirement, the Board has adopted the 'Nomination and Remuneration Policy'. The Policy outlines the appointment criteria, qualifications, term/tenure of the Directors on the Board of the Company and the matters related to remuneration of the Directors, KMPs and Senior Management. The Nomination and Remuneration Policy has been put up on the website of the Company at <https://cybermedia.co.in/corporate-governance/>

Remuneration of Directors:

The details of remuneration of executive directors for the financial year 2020-21 are as under:

Extract of terms of reference:

- To specifically look into various aspects of interest of shareholders.
- To approve the request of transfer/transmission of shares.
- Resolve the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of dematerialization of shares and related matters.
- Review the measures taken for effective exercise of voting rights by shareholders.
- Review the adherence to the service standards adopted by the Company in respect of various services being rendered by its Registrar & Share Transfer Agent.
- Review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

- Consider any other duties or obligations as may be referred to it by the Board of Directors.

During the financial year 2020-21, four meetings of the Stakeholders' Relationship Committee were held on: July 31, 2020; September 12, 2020; November 05, 2020 and February 04, 2021.

Details of composition of Stakeholders' Relationship Committee, Chairperson and attendance of members are given here:

Name	Category	Number of meetings attended
Pramod Kumar Sanghi, (Chairman)	Independent, Non-Executive	3
Krishan Kant Tulshan	Independent, Non-Executive	4
Pradeep Gupta	Chairman & Managing Director	4

Mr. Anoop Singh, Company Secretary, is the Compliance Officer of the Company.

The role of the Committee is in accordance with the Listing Regulations. It primarily includes:

The functioning and the terms of reference of the Committee are as prescribed and in due compliance with Regulation 20

read with Part D of Schedule II to the Listing Regulations and Section 178 of the Act, as applicable, and include reviewing existing investor redressal system, redressing Shareholder complaints like delay in transfer of shares, non-receipt of Annual Report, non-receipt of dividend warrants etc. and suggesting improvements in investors' relations.

Status of investor grievances/requests received and redressed during the year 2020-21 is as under

Nature	Pending at the Beginning of the Year	Received during the year	Resolved during the year	Pending at the end of the year
Dividend related	0	0	0	0
Non-credit of shares	0	0	0	0
Non-receipt of Annual Report	0	0	0	0
Others	0	0	0	0
Total	0	0	0	0

All complaints/requests were attended and resolved to the satisfaction of the complainants.

4. General body meetings

Details of time, Date and Venue of the last three Annual General Meetings:

Year	Annual General Meeting	Date	Venue	Time	No. of Special Resolutions
2019-20	38 th AGM	30 th December, 2020	Through Video Conferencing	11:00 A.M.	One
2018-19	37 th AGM	30 th September, 2019	USO House, USO Road, Jeet Singh Marg, Qutab Institutional Area, New Delhi- 110067	9:00 A.M.	One
2017-18	36 th AGM	25 th September, 2018	USO House, USO Road, Jeet Singh Marg, Qutab Institutional Area, New Delhi- 110067	9:00 A.M.	Nil

Extra-ordinary general meeting

The Company has not convened any extra-ordinary general meeting during the financial year 2020-21.

Postal Ballot/e-voting

Special resolutions passed through Postal Ballot during the financial year 2020-21:

During the financial year 2020-21, the Company approached the shareholders once, for passing resolutions through postal ballot process/Remote e-voting. The Details of postal ballot are as follows:

Date of Postal Ballot Notice: February 19, 2021

E-voting period: February 22, 2021 (09:00 AM) to March 23, 2021 (5:00 PM)

Date of Passing of Resolutions: March 23, 2021

Details of Voting Results:

Sr. No.	Particulars of Resolution	Type of Resolution	No. of votes polled	Votes cast in favour		Votes cast against	
				No. of votes	%	No. of votes	%
1	Alteration in the terms of loan agreement entered into with the Promoter & Promoter Group	Special	1,66,757	1,65,540	99.27	1,217	0.73
2	Issue and allotment of equity shares on Preferential Basis to Mr. Pradeep Gupta and Mr. Dhaval Gupta, (Promoter & Promoter Group) of the Company	Special	1,66,757	1,65,540	99.27	1,217	0.73

Scrutinizer:

The Board of Directors of the Company had appointed Mr. Akhilesh Kumar Jha of M/s. Akhilesh & Associates, Practicing Company Secretaries (Membership No. FCS 9031), as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

Procedure for Postal Ballot:

The Company had completed the dispatch of Postal Ballot Notice dated February 19, 2021 ("Notice") on February 20, 2021 through email sent to all the Members of the Company, whose names appeared in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and as available with the Company as at Friday, February 12, 2021 (cut-off date). The assent or dissent of the members were sought for passing of 3(three) special businesses through remote e-voting which commenced at 9:00 a.m. (IST) on February 22, 2021 and ended at 5:00 p.m. (IST) on Tuesday, March 23, 2021. The advertisement containing relevant details as required under Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) was published on February 23, 2021 in the newspapers, "Financial Express"-English Edition, and "Jansatta"-Hindi Edition.

The Company had published corrigendum in newspapers on March 5, 2021 with respect to correction in Point Nos. 1 and 2 (under the Item Nos. 2 & 3) in the Explanatory statement of the said Notice relating to Relevant Date as February 19, 2020, as the February 20/21, 2021 being weekend/holiday.

The Board of Directors of the Company at its meeting held on February 19, 2021 had approved the said Notice and appointed Mr. Akhilesh Kumar Jha, Practicing Company Secretary, Proprietor of M/s. Akhilesh & Associates, Company Secretaries, as the Scrutinizer for conducting the Postal Ballot e-voting process in a fair and transparent manner.

According to the provisions of section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-voting facility to its members in order to enable them to exercise their votes electronically. The Company had engaged Link Intime India Private Limited ("LIPL") to provide electronic voting facility. The e-voting portal of LIPL was remained open from 09:00 a.m. (IST) of February 22, 2021 to 5:00 p.m. (IST) of March 23, 2021.

Mr. Akhilesh Kumar Jha, Scrutiniser submitted his report on March 23, 2021 to Mr. Pradeep Gupta, Chairman and Managing Director of the Company.

Based on the Scrutinizers report, Mr. Pradeep Gupta, Chairman and Managing Director of the Company declared the results of the postal ballot remote e-voting on Tuesday, March 23, 2021 at 6:00 p.m. (IST).

The results of postal ballot e-voting along with the Scrutinizer's report has been placed on the website of the Company at www.cybermedia.co.in.

As per Scrutinizer's report, all the three resolutions as contained in the Notice have been duly approved by the Members with requisite majority and shall be deemed to have been passed at an Extraordinary General Meeting on March 23, 2021, the last date for remote e-voting on postal ballot.

5. Means of communication

1. The Company keeps on updating its shareholders about material events and plans through appropriate mode of communication. The Company has a section, on its website, dedicated to Investors and a designated E-mail Id: investorcare@cybermedia.co.in. The website also displays the official news releases and the presentations made to institutional investors or to analysts.
2. Stock exchange intimations are submitted to NSE and BSE. These, inter alia are promptly displayed on their websites.
3. The quarterly/half yearly/annually results are normally published in 'The Financial Express' (English), Jansatta (Hindi), and also posted at the Company's website which is www.cybermedia.co.in.
4. SEBI has initiated Scores for processing the investors' complaints in a centralized web-based redress systems and online redressal of all the stakeholders' complaints. No shareholders complaints have been received through scores during the financial year.

6. General shareholder information**Annual General Meeting of the Company for the Financial Year ended 31st March 2021 (Thirty Ninth Annual General Meeting)**

Date	Thursday, 30 th September, 2021
Time	9:30 a.m. (IST)
Venue	Through Video Conferencing/Other Audio Visual Means
Financial Year	April 1 to March 31
Financial Calender	Tentative
First Quarter Results	To be published by mid August
Second Quarter Results	To be published by mid November
Third Quarter Results	To be published by mid February
Results for the year end	To be published by end May
Date of Book Closure	Friday, 24 th September, 2021 to Thursday, 30 th September, 2021 (both day inclusive)
Agency for electronic connectivity	Link Intime India Private Limited Noble Heights, 1 st Floor, NH-2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058

Dividend information: In the absence of profits, no dividend is to be paid.

Listing on Stock Exchanges

The Company's shares are listed on following stock exchanges:

1. BSE Ltd.
Floor 25, P J Towers, Dalal Street
Mumbai -400 001

2. National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051

The Listing fees for the financial year 2020-21, have been paid to BSE and NSE.

Stock code

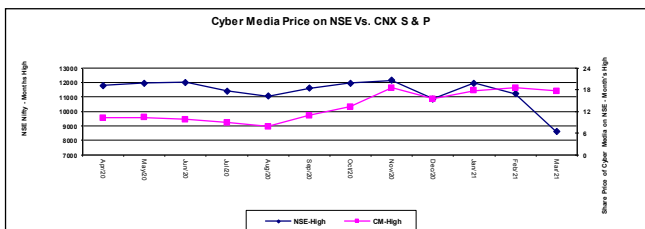
The National Stock Exchange of India Ltd.
CYBERMEDIA
The BSE Limited
532640 / CYBERMEDIA

Market price Data

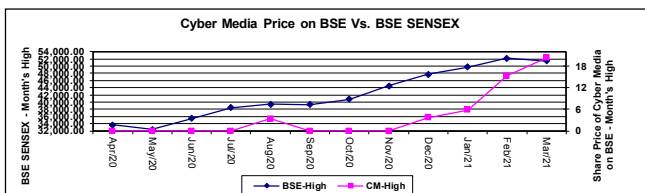
Month	NSE		BSE	
	High	Low	High	Low
April	--	--	--	--
May	--	--	--	--
June	--	--	--	--
July	--	--	--	--
August	--	--	--	--
September	--	--	--	--
October	--	--	--	--
November	--	--	--	--
December	2.90	2.30	3.78	2.50
January	5.80	3.00	5.82	3.96
February	14.60	5.95	15.30	5.65
March	19.40	8.45	20.35	8.80

Stock Performance

1. (i) Performance of Company's share in relation to NSE – Nifty



2. (ii) Performance of Company's share in relation to BSE – Sensex



Registrar and Transfer Agents

The Company has appointed Link Intime India Private Limited as its Registrar and Share Transfer Agent for all work related to

share registry for physical as well as demat shares and for other correspondence.

The contact details of the Registrar and Transfer Agent, are as under:

Link Intime India Private Limited
Noble Heights, 1st Floor, NH-2,
C-1 Block LSC, Near Savitri Market,
Janakpuri, New Delhi-110058
Email id: swapann@linkintime.co.in
Phone: +91-11-41410592

Share Transfer System

The Stakeholder Relationship Committee of the Board approves the transfer of shares in the physical mode. The shares lodged for physical transfer/transmission/transposition are registered expeditiously, if the documents are complete in all respects. The Committee meets quarterly and as often as required for approving share transfers and other related activities.

As required under Regulation 40(9) of the Listing Regulations, the Company obtains a certificate on half-yearly basis from a Company Secretary-in-practice, regarding share transfer formalities, copy of which is filed with the stock Exchanges.

As required under Regulation 7(3) of the Listing Regulations, the Company submits a certificate issued by RTA on half-yearly basis to stock exchanges regarding the maintenance of activities in relation to both physical and electronic share transfer facility.

International Securities Identification Number: INE278G01037

Shareholding Pattern as on 31st March, 2021

Sr. No.	Category	No. of Shares Held	Percentage of Shareholding
A	Promoter's holding		
1.	Promoters - Indian Promoters - Foreign Promoters	96,80,135	61.79
2.	Persons acting in concert	-	-
	Sub-Total (A)	96,80,135	61.79
B	Non-Promoters holding		
3.	Institutional Investors	-	-
a.	Mutual Funds and UTI	-	-
b.	Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutions/ non-Govt. Institutions)	-	-
c.	FII's	-	-
	Sub-Total	NIL	NIL
4.	Others		
a.	Corporate Bodies	13,80,297	8.81
b.	Indian Public	44,22,225	28.23
c.	NRIs/OCBs	31,750	0.20
3.	Clearing member	55,743	0.36
4.	HUF	97,092	0.61
	Sub-Total (B)	59,87,107	38.21
	GRAND TOTAL (A) +(B)	1,56,67,242	100.00

Distribution of Shareholding according to class size as on 31st March, 2021

Category	No. of Shareholders		Shares held in class size	
	Number	%	Shares	%
1 -- 500	2794	80.5027	343899	2.20
501 -- 1,000	233	6.9635	193653	1.23
1,001 -- 2,000	138	4.1243	208457	1.33
2,001 -- 3,000	43	1.2851	111845	0.71
3,001 -- 4,000	25	0.7472	87084	0.56
4,001 -- 5,000	19	0.5678	90515	0.58
5,001 -- 10,000	41	1.2253	294330	1.88
10,001 & above	53	1.5840	14337459	91.51
Total	3316	100.00	1,56,67,242	100.00

No. of shares held in physical and electronic mode as on 31st March, 2021

Particulars	No. of shares	%
Physical	2,11,876	1.65
Demat		
NSDL	47,80,176	37.15
CDSL	78,75,190*	61.20
TOTAL	1,28,67,242*	100.00

*Reason of difference in number of shares: On March 27, 2021, the Company issued and allotted 28,00,000 equity shares of the Face Value of Rs. 10 each on Preferential basis to Mr. Pradeep Gupta and Mr. Dhaval Gupta (Promoter & Promoter Group) of the Company, for which admission of such shares with CDSL and listing approval from stock exchanges was received after March 31, 2021.

Dematerialization of shares and liquidity

The Company's shares are in compulsory demat segment and are available for trading under both NSDL and CDSL. As on 31st March, 2021, 1,26,55,366 shares comprising 98.35% of the Share Capital of the Company were in demat mode.

Reason of difference in number of shares: On March 27, 2021, the Company issued and allotted 28,00,000 equity shares of the Face Value of Rs. 10 each on Preferential basis to Mr. Pradeep Gupta and Mr. Dhaval Gupta (Promoter & Promoter Group) of the Company, for which admission of such shares with CDSL and listing approval from stock exchanges was received after March 31, 2021

Outstanding GDRs/ADRs/Warrants or any Convertible Instruments: No GDRs/ADRs or any convertible instruments have been issued by the Company.

Plant Location

Not applicable

Address for Correspondence

Mr. Anoop Singh
Compliance Officer and Company Secretary

Cyber Media (India) Limited
Cyber House, B-35, Sector-32, Institutional Area
Gurugram-122001, Haryana
Tel: +91(124) - 4822222
Fax: +91(124) 2380694
Email: anoops@cybermedia.co.in
Website: cybermedia.co.in

Designated E-mail ID for investors:

The Company has designated the following E-mail ID exclusively for investor servicing:

investorcare@cybermedia.co.in

SEBI Complaints Redress System (SCORES): The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are as stated under:

- Centralized database of all complaints;
- Online upload of Action Taken Reports (ATRs) by concerned companies; and
- Online viewing by investors of actions taken on the complaint and its current status.

Reconciliation of Share Capital Audit Report:

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This Audit is carried out every Quarter and Report thereon is submitted to the Stock Exchange(s) where the Company's shares are listed. The Audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and the total number of shares in physical form.

Code of Conduct

The Code of Conduct of the Company is applicable to all the Directors and Senior Management of the Company and the same is available on the website of the Company viz. www.cybermedia.co.in. All the Board members and senior management of the Company have affirmed compliance with the respective Code of Conduct for the financial year ended 31st March, 2021. A declaration to this effect, duly signed by the Chairman & Managing Director is annexed hereto.

Code of Conduct for Prevention of Insider Trading

In terms of requirements of the Listing Regulations and SEBI (Prevention of Insider Trading) Regulations and as a practice of good corporate governance the Company has framed and adopted a 'Code of Conduct for Prevention of Insider Trading' in Cyber Media's securities'.

Governance of Subsidiary Companies

The minutes of the Board Meetings of the subsidiary companies along with the details of significant transactions and arrangements entered into by the subsidiary companies are reviewed by the Board of Directors on a quarterly basis. The

financial statements of the subsidiary companies are presented to the Audit Committee.

In compliance of Regulation 24A read with Regulation 16(1)(C) of the Listing Regulations, and Section 204 of the Companies Act, 2013, Cyber Media Research & Services Limited, a material unlisted subsidiary of the Company engaged the services of M/s. Akhilesh & Associates, Company Secretaries in Practice, Delhi to conduct the Secretarial Audit for the financial year under review.

7. DISCLOSURES

- a. Related Party transactions:** The summary form of transactions with related parties in ordinary course of business, being carried out on arms length basis is placed before the Audit Committee periodically. The disclosures on materially significant related party transactions are provided under the Notes to the Accounts in the financial statements.
- b.** (1). NSE sent Notice dated August 20, 2021 for non-compliance with corporate governance requirements of SEBI Listing Regulations, regarding non-appointment of 6th director on the Company's board as required under Regulation 17(1C) of the SEBI Listing Regulations, and imposed fine. Further, the Company on 02.09.2020, appointed 6th director on the Company's Board. The Company, vide its letter dated 03.09.2020 requested NSE for waiver of fine. NSE in November 2020, waived off the entire fine.
- (2). Due to non-payment of the Annual Listing Fees to NSE and BSE, the trading in securities of the Company was suspended from March 1, 2020 to August 31, 2020 by both the stock exchanges. The Company has, by the month of October and November 2020, paid the entire Annual Listing Fees payable to NSE and BSE, respectively, due up to March 31, 2021.
- c.** The Company has formulated a whistleblower policy to implement the vigil mechanism in the company.
- d. Details of compliance with Non-Mandatory requirements:**
The status of compliance with non-mandatory recommendations of the Listing Regulations:
- i. Shareholders' Rights:** As the quarterly and half yearly financial results are published in the newspapers and are also posted on the Company's website, the same are not being sent separately to the Shareholders.
- ii. Audit Qualifications:** The Company's Financial Statements for Financial Year 2020-21 do not contain any audit qualification.
- iii. Reporting of Internal Auditor:** The Internal Auditors give their quarterly report to the Audit Committee and the same is taken for review at the time of the Meetings of the Audit Committee.
- e.** The policy for determining "material" subsidiaries may be downloaded from the Company's website link: <http://cybermedia.co.in/corporate-governance/>
- f.** The policy on dealing with related party transactions may be downloaded from the Company website link: <http://cybermedia.co.in/corporate-governance/>
- g. Details of utilization of funds raised through preferential allotment or qualified institutions placement:**

During the Financial Year 2020-21, the Company made preferential allotment of shares upon the conversion of outstanding unsecured loan taken from time to time from the Executive Director Promoters. Hence, no funds have been raised.

h. Compliance Certificate from Practicing Company Secretary

Certificates certifying the Company's compliance with the conditions of Corporate Governance and a certificate required under Regulation 34(3) read with schedule V, PART C, clause 10(i) certifying non-disclosure of Directors, issued by M/s. Akhilesh & Associates are annexed to and form part of this report.

i. Fees paid to Statutory Auditors

Total fees of Rs. 4,54,500/- (Rupees Four Lakh Fifty Four Thousand and Five Hundred only) for Financial Year 2020-21, for all services, was paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

j. Policy for prevention of Sexual Harassment at the workplace

The Company is committed to creating and maintaining an atmosphere in which employees can work together, without fear of sexual harassment, exploitation or intimidation. Every employee is made aware that the Company is strongly opposed to sexual harassment and that such behavior is prohibited both by law and by the CyberMedia Group. The Company has formed an Internal Complaints Committee pursuant to the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("the said Act).

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of complaints filed during the Financial Year 2020-21 Nil

Number of complaints disposed of during the Financial Year Nil

Number of complaints pending as on end of the Financial Year Nil

k. Accounting treatment:

There is no deviation in following the treatments prescribed in any Accounting Standard in the preparation of financial statement.

l. Risk Management:

The provisions of Regulation 21 of the Listing Regulations are applicable to top 500 listed entities, determined on the basis of market capitalization, as at the end of the immediate previous financial year. The Company does not fall under the list of top 500 listed entities. However, your Company laid down procedures to inform Board members about risk assessment and minimisation and has implemented the Risk Management plan and continuously monitors it. Details of Risk Management by the Company have been provided in the Management Discussion and Analysis Report which is attached as Annexure-E to the Directors' Report. The Company has also an appropriate and effective risk

management system which carries out risk assessment and ensures that risk mitigation plans are in place by validating the same at regular intervals.

- m. Subsidiary Company:** As on March 31, 2021, the Company has one material Indian Subsidiary Company namely, Cyber Media Research & Services Ltd. One Independent director of the Company is also a Director on the Board of Cyber Media Research & Services Limited, Audit Committee reviewed the investments by the Company in its subsidiaries as required under Schedule II, Part C of the Listing Regulations.

The Audited Annual Financial Statements of Subsidiary Companies are tabled at the Board Meetings. Copies of the Minutes of the Board Meetings of unlisted Subsidiary Companies are circulated to all the Directors and are tabled at the subsequent Board Meetings. Your Company has formulated a Policy for determining the Material Subsidiaries as defined in Regulation 16 of the Listing Regulations.

- n.** The CEO/CFO certificate in terms of Regulation 17(8) of the Listing Regulations has been placed before the Board.
- o.** The Company is complying with all mandatory requirements of Regulation 27 of the Listing Regulations on Corporate Governance.
- p.** Suitable disclosures have been made in the financial statements, together with the Management's explanation in the event of any treatment being different from that prescribed in the Accounting Standards.

8. DECLARATION BY CEO UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 WITH RESPECT TO ADHERING TO THE CODE OF CONDUCT

In accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that all the Directors and the senior management personnel of the Company have affirmed compliance to their respective Code of Conducts, as applicable to them for the financial year ended 31st March, 2020.

For Cyber Media (India) Ltd.

Sd/-
Pradeep Gupta
Chairman & Managing Director
DIN: 00007520

Place: New Delhi
Date: May 28, 2021

9. MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION UNDER REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Board of Directors
Cyber Media (India) Limited
New Delhi

We, the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Cyber Media (India) Limited ('the Company'), certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) These are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee
- (i) significant changes in internal control over financial reporting during the year;
- (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Cyber Media (India) Ltd.

Sd/-
Pradeep Gupta
Chairman & Managing Director
DIN: 00007520

Place: New Delhi
Date: May 28, 2021

10. CERTIFICATE ON COMPLIANCE WITH CONDITIONS OF CORPORATE GOVERNANCE UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To

Members of Cyber Media (India) Limited

We have examined the compliance of conditions of corporate governance by Cyber Media (India) Limited for the year ended 31st March, 2021, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Company Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations.

We further state that such compliance is neither assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**M/s. Akhilesh & Associates
Company Secretaries**

Sd/-

**Place: Delhi
Date: 06.05.2021**

**Akhilesh Kumar Jha
(Proprietor)
(M. No. F9031, C.P. No. 18250)
UDIN: F009031C000251636**

Note:-We have conducted online verification and examination of records based on certificate received from company as facilitated by the company due to COVID-19 and subsequent lockdown situation for the purpose of issuing this certificate

11. CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members of
CYBER MEDIA (INDIA) LIMITED
D-74, PANCHSHEEL ENCLAVE
NEW DELHI-110017

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of CYBER MEDIA (INDIA) LIMITED having CIN:L92114DL1982PLC014334 and having registered office at D-74, Panchsheel Enclave, New Delhi-110017 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority except Mr.----Not Applicable----, (DIN: _---Not Applicable--) who has been debarred/ disqualified by ----Not Applicable----

Sr. No.	Name of Director	DIN	Date of appointment in the Company
1.	PRADEEP GUPTA	00007520	10/09/1982

Sr. No.	Name of Director	DIN	Date of appointment in the Company
2.	KRISHAN KANT TULSHAN	00009764	07/02/1997
3.	SHRAVANI DANG	02131359	13/12/2016
4.	PRAMOD KUMAR SANGHI	00010024	13/12/2016
5.	ARUN SETH	00204434	02/09/2020
6.	DHAVAL GUPTA	05287458	01/10/2015

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**M/s. Akhilesh & Associates
Company Secretaries**

Sd/-

**Place: Delhi
Date: 06.05.2021**

**Akhilesh Kumar Jha
(Proprietor)
(M. No. F9031, C.P. No. 18250)
UDIN:- F009031C000251548**

Note:- We have conducted online verification and examination of records based on certificate received from company as facilitated by the company due to COVID-19 and subsequent lockdown situation for the purpose of issuing this certificate

12. DETAILS OF DEMAT SUSPENSE ACCOUNT

The details of Un-credited shares since inception (i.e. IPO) are as under:

Details	On the Date of Opening of Account		Closing Balance at the end of FY 2020-21	
	No. of cases	No. of shares	No. of cases	No. of shares
Total	3	459	3	459

The uncredited shares are lying in the suspense account as per requirement of Regulation 34(3) read with Part F of Schedule V of the Listing Regulations. The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

For Cyber Media (India) Limited

**Sd/-
Pradeep Gupta
Chairrman & Managing Director
DIN: 00007520**

**New Delhi
May 28, 2021**

Annexure-C

Details of Remuneration of Directors, Employees and comparatives

[Pursuant to Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

1. The ratio of the remuneration of each executive director to the median remuneration of the employees of the Company and the percentage increase in remuneration of each executive Director, Chief Financial Officer and Company Secretary during the financial year:

Name of Director/KMP	Designation	Ratio of remuneration of each Director to median remuneration of Employees	Percentage increase in Remuneration
Pradeep Gupta	Chairman & Managing Director	7.7:1	Nil
Dhaval Gupta	Whole-Time Director	3.8:1	Nil
Sankaranarayanan V.V.	Chief Financial Officer	--	Nil
Anoop Singh	Company Secretary	--	Nil

Note:

- In view of stressed financial condition of the Company, Mr. Pradeep Gupta, Chairman and Managing Director of the Company did not voluntarily draw any remuneration from April 01, 2014 to September 30, 2020.*
 - Mr. Dhaval Gupta, Whole-Time Director of the Company is also Whole-Time Director on the Board of Cyber Media Research & Services Limited, a subsidiary of the Company. He has been drawing his remuneration from Cyber Media Research & Services Limited only. Further, Mr. Dhaval Gupta has been re-appointed as Whole-Time Director of the Company without any remuneration with effect from October 01, 2020.*
2. The percentage increase in the median remuneration of employees during the financial year: Nil;
3. The number of permanent employees on the rolls of the company as on 31st March 2021 was 46;
4. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration: Not Applicable
5. The Company affirms that the remuneration is as per the remuneration policy of the Company.

**On behalf of the Board of Directors
Cyber Media (India) Limited**

**Sd/-
Pradeep Gupta
Chairman & Managing Director
(DIN: 00007520)**

**New Delhi
May 28, 2021**

Annexure-D

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 including any statutory modification(s)/re-enactments(s) thereof (the "Act")

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 Act including arm's length transactions under third proviso thereto:

(i) **Details of contracts or arrangements or transactions not at arm's length basis: NIL**

- a) Name(s) of the related party and nature of relationship: N.A.
- b) Nature of contracts/arrangements/transactions: N.A.
- c) Duration of contracts/arrangements/transactions: N.A.
- d) Salient features of 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: N.A.
- g) Amount paid as advances, if any: N.A.
- h) Date on which special resolution was passed in general meeting as required under first proviso to Section 188: N.A.

(ii) **Details of material contracts or arrangement or transactions at arm's length basis:**

- a) Name of the related party and nature of relationship:
Mr. Pradeep Gupta, Chairman & Managing Director and Mr. Dhaval Gupta, Whole-time Director; (Promoter and Promoter Group).
- b) Nature of contracts/arrangements/transactions:
Allotment of 28,00,000 equity shares of Rs. 10 each at par on preferential basis as under:
 - (i) 18,00,000 equity shares to Mr. Pradeep Gupta upon conversion of his unsecured outstanding loan of Rs. 1,80,00,000; and
 - (ii) 10,00,000 equity shares to Mr. Dhaval Gupta upon conversion of his unsecured outstanding loan of Rs. 1,00,00,000.
- c) Duration of contracts/arrangements/transactions:
Contract / arrangement on 19.02.2021 to convert the unsecured outstanding loan payable by the Company as on 19.02.2021.
- d) Salient features of contracts or arrangements or transactions including the value:
The Board at its meeting held on 19.02.2021 approved the conversion of unsecured outstanding loan of Rs. 2,80,00,000 into equity; and issue and allotment of 28,00,000 equity shares of Rs. 10 each at a price of Rs. 10 each, which shareholders approved on 23.03.2021.
- e) Date(s) of approval by the Board:
Allotment was made on 27.03.2021
- f) Amount paid as advances:
 - (i) Unsecured outstanding loan of Rs. 1,80,00,000 payable by the Company to Mr. Pradeep Gupta as on 19.02.2021; and
 - (ii) Unsecured outstanding loan of Rs. 1,00,00,000 payable by the Company to Mr. Dhaval Gupta as on 19.02.2021.

On behalf of the Board of Directors
For Cyber Media (India) Limited

Sd/-
Pradeep Gupta
Chairman & Managing Director
DIN: 00007520

New Delhi
May 28, 2021

Annexure-E Industry Structure and Developments

Investors are hereby informed that statements in this Management Discussion & Analysis describing the objectives, projections, estimates and expectations of Cyber Media (India) Limited (“the Company”) may be ‘forward-looking statements’ within the meaning of applicable laws and regulations. The following discussions and analysis should be read in conjunction with the Company’s financial statements included herein and the notes thereto.

Indian Economy

The financial year 2020-21 was a complex, difficult and a highly volatile period to operate in. Covid-19 forced some changes in many aspects of business and human lives starting Q1 of 2020 in an irreversible manner.

The Covid-19 health crisis substantially impacted economies, as countries undertook measures which severely constrained economic activity. The International Monetary Fund (IMF) has estimated the contraction in global output at 3.5% in 2020. The magnitude of the contraction or fall in growth varies by country, depending, amongst other factors, on the extent of the spread of the virus, the stringency and duration of measures undertaken to avoid further spread of Covid-19. The beginning of 2021 has been characterised by massive vaccination drives which are expected to lead to reduced risks to recovery and a gain in the momentum in economic activity beginning the second half of 2021.

(Source: EY-FICCI India’s Media and Entertainment Sector Report, March 2021)

On the macro front, during this period, the Government and the Reserve Bank of India took various measures to support the economy. While the Budget tried to provide momentum by ensuring stability and larger public investments, which could trigger growth, Covid-19 continued to impact cities and metros resulting in slower growth recovery in urban areas.

Company Overview

The Company had no choice but to respond and adapt to these challenges in this environment and ensure business continuity. We redefined our strategy to constantly evolve and adapt to the trends and forces shaping our markets and impacting our shareholders. The Company focused on people’s health and safety, business continuity, focusing on preserving liquidity, cost optimization and thereby protecting its business model.

One of the key appreciations derived from the situation was the need to ensure business continuity and re-evolve by redefining the channels by use of technology. As these behaviours evolve over time, we will make an attempt to redefine ourselves by staying close to the consumers and their needs and ensure that our business continues to grow, while having a positive impact on all our stakeholders and society at large, by adapting to the new trends and forces shaping the markets.

The Company commenced with its operations in a phased manner starting from May 2020 in line with the directives from the Central and State authorities. The Company during the said financial year continuously evaluated the impact of this pandemic on its business operations, liquidity and recoverability/carry values of its assets including property, plant and equipment, trade receivable, inventory and investments and based on management reviews took appropriate measures with respect to its operations at each point of time.

The media industry in India continues to undergo significant transformation. Digital Media is the new growth driver

of the Media Industry Digital Advertising revenue commanding around 24% share of total advertising spend. However, the outbreak of Corona Virus will have a significant impact on the Media Industry. It is difficult to estimate the scale of the impact at this stage and it will be possible to estimate the same only after the situation becomes normal post Corona Virus.

Print media continued to grow at a much slower pace. Growth in online video consumption accelerated, helped by the increased availability of affordable data and content on digital platforms.

Digital Media

2020, the year of COVID-19 has dented Digital ADEX’s record of having grown at 25% + for the last 10 years and

achieved a compound average growth rate of 27% in the last decade. Yet it is to the credit of Digital that while all other media have degrown in the year by 11% to 83%, Digital ADEX has grown by 10%. With this growth Digital ADEX has reached a value of almost Rs. 17,000 crore and now has a share of 31% of ADEX. It has also climbed done rank in the media listings and displaced Print to become the No. 2 medium, preceded only by TV.

It is also significant that Digital has grown in three quarters and de-grew only in Q2 by 35% when there was a strict lockdown. This drop of 35% must be seen in comparison to the drop of 79% in Print and 61% in Television in the same quarter.

Looking at Digital ADEX by various verticals, it is significant to note that share of Search has come down significantly by as much as five percentage points and now stands at just 18%. This is not because Search has degrown, but other verticals have grown much faster.

Video, not only is the largest contributor but has further increased its share from 30% to 32% during the year. Both Social and Display have marginally improved their share and all three have grown shares at the expense of Search.

Programmatic has taken firm root in Indian Digital ADEX and in our estimate now almost 40% of all Digital spends are through Programmatic. And of course 95% of all Digital spends are on Mobile.

While there is no doubt that COVID-19 has dented our economy, one positive outcome of it has been the rapid pace of digitalisation of the Indian economy. COVID-19 has forced more and more consumers to take up e-commerce and online sales have seen a 3X growth during the year. Advertisers have therefore resorted to ‘Shopvertising’ on platforms like Amazon and Flipkart who have seen a big spurt in their advertising revenue too. More and more brands are now not just setting up their e-commerce verticals but most organisations are putting considerable emphasis on increasing e-commerce sales as a percent to total sales.

The other big beneficiary of COVID 19 has been a rapid increase of video content on OTT platforms and new content on such platforms is also being aggressively marketed to attract more eye balls. Such efforts have clearly paid off and we estimate the number of OTT subscriber base to be at least 150 million of which 29 million are paid subscribers. OTT content consumption in terms of hours per day has gone up by 14.5%, influencer marketing has also taken deep route as a proven marketing tool and many brands are using it extensively and intensively to promote their products. Hopefully,

soon we shall see a measurement tool to evaluate both input and output in this area.

Deeper penetration of Mobile internet in rural areas of the country has led to higher consumption of vernacular content. Players like Jio, Dailyhunt, and ShareChat are now playing a crucial role and contribute in a big way, especially after the ban on Chinese apps.

(Source: Pitch Midson Report 2021)

Digital segment is expected to grow to 42,450 crores by 2023. The segment became the second largest segment in 2020, overtaking print, and it is expected to continue to reduce the gap with television as digital infrastructure (screens, broadband connections, e-commerce, digital payments, etc.) continue to grow. Digital advertising will outpace all other media.

(Source: EY-FICCI India's Media and Entertainment Sector Report, March 2021)

Print Media

Print segment shrunk 36% in 2020 due to the impact of Covid-19. Advertising fell 41%, while circulation fell 24% in 2020.

The financial shock of the Covid-19 crisis has brought this trend to a precarious tipping point. The last few months have seen several reports of media houses laying off their journalists, cutting their salaries and benefits and even shutting down entire editions of their papers. This is not a crisis limited to India, as is evidenced by similar decisions being made in newsrooms across the world. Spectators of the industry unanimously express a pessimistic outlook about the future of print news, and it is easy to see why. In a world of mobile applications and web pages, the physical magazines looks like a relic of a different age. Further the Print Media has been witnessing decrease in the advertisement revenues.

In the rapidly evolving market, a very thin-line remained between print and digital resulting in duplication of print and digital readership, with most of the younger audience preferring digital medium on their mobile phones rather than print.

(Source: EY-FICCI India's Media and Entertainment Sector Report, March 2021)

Social Media

COVID has impacted the lives of every audience, every age group, and users spend more time than ever online, on social media specifically. There are limited ways to reach users in the real world, so, in order to catch up, every channel has to be utilized.

Consumers looked for more meaningful content that they could share to educate others. Brands that have a defined opinion on equality or feminism, but don't do anything about it, were criticized for their lack of action. Consumers are expecting a more human approach from brands. Brands are using their incredible reach to inform and educate users, spreading positive messages whilst welcoming interaction and engagement with customers.

Social media has been proved a excellent tool to reach audiences with the help of an ephemeral content marketing strategy by looking to be more authentic and offer real-time content to engage audiences in the shortest possible time and creating a strategy around the story and investment of time and thought.

As per Social Media Marketing Industry Report, commonly used social media platforms are: Facebook, Instagram, Twitter, LinkedIn, YouTube, Printrest. Facebook, YouTube and Instagram are the top platforms used by marketers, by a long shot.

Analytics

Analytics helps a service provider to get a deeper understanding of his customers so he can deliver better experiences and drive results. It helps to turn data into insights from detailed reporting tools to intelligent data analysis and more. Analytics makes it easy to understand how the site and app users are engaging with the content, so it has to know what's working and what's not. See how people are interacting with the sites and apps and the role that different channels play by viewing robust reports and dashboards. It helps to even connect systems used to measure CRM, points of sale, and other touch points with customers for a more complete view.

It helps to analyze data quickly and encourage collaboration with an easy-to-use interface and shareable reports. Process and share is huge amounts of data in a snap, while using configuration APIs to keep things flexible and fully programmatic. Analytics also offers built-in technical support and a global infrastructure that delivers secure, accurate data across the sites and apps while staying fully under control.

CyberMedia's Strategy and Business Overview

Digital and Social Media

CyberMedia launched www.ciol.com in 1996, making it the first online property for Information Technology. CIOL continues to be among the largest generators of content for the IT industry, and with the broadest reach.

CyberMedia today reaches an online community of over 1.75 million business decision makers, across 12 properties. Given the dynamic nature of digital media, Cyber Media digital assets continue to innovate and reproduce content that impacts and engages the community in new ways. This media mesh, or integrated platform, will allow the business decision makers to access information when and where, and in the format that is preferable to them, including on social networking platforms.

CyberMedia's Properties are available on tablets through Zinio and Magzter platforms. Additionally, the digital properties are accessible through mobile phones,

We work with clients for their end-to-end campaign management. We work as a Digital Marketing Agency with expertise in formation of a campaign strategy, high impact creatives, targeting, content marketing, social media management, online reputation management and lead generation. We ensure high ROI by increasing sales or brand visibility.

As a part of Transformation Agenda, we continue to make changes in how we are organized and how we build and deliver technologies. In this transformation journey, we decided to leverage our experience of over two decades by extending our suite of services to other websites, ad agencies and clients. For this purpose we tied up, around three years back, with Google as a Premier Partner. We partner Google for AdSense, AdX, Adwords, DFP, leadgen and other programs.

Contents

We work with websites as a Content Agency providing them with content strategy, content creation & promotion, influencer marketing, newsletter and testimonial creation using video, text and audio. We do search engine optimisation, keyword research, title tag optimization, meta tags placement, W3c validation, deduplication, page rank sculpting, search engines & directory submissions, press releases, link development, etc. We help websites get more traffic

and better rates thereby resulting in higher revenues. The company also has a subsidiary in the US and Singapore that offer content based solutions to Tech companies there. This has resulted in a host of prestigious clients including Ministry of Commerce, Flipkart, Oxigen, IBEF, IBM, Oracle, Microsoft, Intel, HP, Medlife, etc.

We have also derisked the business by becoming multi-platform. Besides Google, we work with several platforms such as Facebook, Twitter, UC Browser, Bing, YouTube, Instagram, etc.

Analytics

Analytics & Research always has and will continue to be our road to profit ahead. The team of dedicated and enthusiastic professionals of the CyberMedia family have taken it upon themselves to focus on building a strong bottom-line. CyberMedia has focussed on 'owned' events i.e. events where it owns the IP. The Reseller Channel Program, T-School Conference & Awards, DQ Live, SME Mega conclave and Awards, Best IT implementation Awards and Solution Provider Summit are some of the other prominent events that CyberMedia hosts.

Entrepreneurship

Entrepreneurship is a major focus for the Company. CyberMedia is the implementation partner for India's first Electronics System Design and Manufacturing (ESDM) incubation centre, the Electropreneur Park (EP), set-up by the Ministry of Electronics and Information Technology (MeitY), in association with the India Electronics and Semiconductor Association (IESA). The company gets a management fee and equity in each of the company incubated in EP. In addition, the Company continues to focus on enabling and empowering new IT incubation centres for fostering technology startups through DPR and incubation advisory services.

Print Media

Over three decades now, CyberMedia has been a pioneering and leading media service company, operating in the digital and print space. Its brands:

Dataquest has been seen as a pioneer of IT Media in India. Referred to as the Bible of Indian IT, Dataquest has constantly endeavoured to highlight the major issues faced by the IT industry and users, publishing in-depth analyses of market trends and fast changing technologies.

PCQuest is one of the largest read IT Publication in India. Known as the most authentic source of IT purchase decision making content for enterprises and consumers alike, it is trusted by millions of readers in India that helps to understand the latest technologies, choose the right IT products, and solutions. It covers enterprise implementation strategies, technologies, trends, news.

Voice&Data is a leading monthly read by the who is who of the telecom and networking industry as the leading articles focus on the various telecom business strategies and execution. Voice&Data is the only business and communication magazine in India which provides latest statistical analysis on the Indian Telecom Industry with reliable facts and figures.

'The DQ Week', 'DQ Channels' and several others have shaped the ICT industry in India since 1982.

Opportunities and Threats

Opportunities

For a content company, emergence of digital connectivity through various platforms presents newer and more intense ways of

engaging with its consumers. The coming years are likely to usher in greater innovation in content formats, means of dissemination and business models.

Covid-19 led to accelerated direct to customer (D2C) initiatives in 2020. Marketers accelerated implementation of their D2C initiatives. It had enabled e-commerce channels during the lockdown and had begun spending to promote the same while also experimenting with online events, apps, communities etc.

The government has played an active role in supporting the media sector, especially through various policies aimed at increasing digitization, including development of digital communication infrastructure. With the objective of bringing in next generation technology, the government intends to hold 5G spectrum auctions in 2021-22 which, it believes, will help in the achievement of its 'Digital India' vision. At a time when digital media is booming, FDI in digital media has been permitted up to 26% through the government approval route.

Our strategic objective is to build a sustainable organization that remains relevant to the agenda of our clients, while creating growth opportunities for our employees and generating profitable returns for our investors. We have embraced a four-pronged strategy to strengthen our relevance with clients and drive accelerated value creation.

Threats

The increasing spread of fake and bad quality content has emerged as a major concern for social media. Further, with dynamic technological innovations taking place, the media sector is facing considerable uncertainty. Media industry have faced a major decline in their business due to the Covid-19 spread across the globe.

As we continue to foray ahead, we anticipate increased competition in the Digital domain from other businesses trying to emulate us, as well as from several niche enterprises in the digital media, social media, and other online services, with whom we are competing, using our expertise and brand position in the market as a single-stop shop.

The company is continuously monitoring the various threats which can hamper growth and is taking appropriate and effective steps in this regard.

Operating segment-wise performance

The highlights of segment wise overall performance are as under:

Consolidated basis

(INR in Lakhs)

Particulars	2020-21	2019-20
Media		
Turnover	810.13	810.13
Expenses	3,353.47	3,353.47
EBITDA	-2,543.34	-2,543.34
Digital Services		
Turnover	3,394.44	3,394.44
Expenses	2,985.35	2,985.35
EBITDA	409.09	409.09

Risks and Concerns

The Company has established a risk management framework to identify and mitigate risks arising from external and internal factors. A risk identification exercise is carried out periodically to identify various strategic, operational, financial and compliance-related risks.

Few risks and uncertainties that can affect the business include the inherent risk of cybercrimes and data breach that may impact reputation, exposure to litigations and competition from emerging digital platforms and other social media apps.

Potential risks are reviewed on an ongoing basis and mitigating controls are deliberated upon as an integral part of decision-making. To stay ahead of the competition and minimize exposure to risk, the Company has taken various initiatives like continuous engagement with the editorial team and upgradation of editorial processes to ensure factual accuracy of content published, greater focus on reaching newer segments and geographies. Further, to monitor status of statutory compliances across all locations/ functions helps the Company to minimize its exposure to any non-compliance to statutory and legal requirements.

Further, in light of the COVID-19 scenario, the Company is continuously evaluating the evolving situation and taking necessary steps to mitigate its impact, while ensuring business continuity. The Company is also taking cost optimization efforts across businesses and functions.

Information Security

Your Company accords great importance to the security of its information assets. To ensure that this gets desired focus and attention, Information Officer is entrusted with the task of ensuring that your Company has the requisite security posture.

Internal Control Systems and Their Adequacy

The Company has a proper and adequate system of Internal Controls, to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposal and that transactions are authorized, recorded and reported correctly. The internal control is supplemented by an extensive programme of internal, external audits and periodic review by the management. The system is designed to adequately ensure that financial and other records are reliable for preparing financial information and other data and for maintaining accountability of assets.

The company's internal control is designed to:

- Safeguard the company's assets and to identify liabilities
- Ensure that transactions are properly recorded and authorised
- Ensure maintenance of proper records and processes that facilitate relevant and reliable information
- Ensure compliance with applicable laws and regulations

The Company has an audit committee, which comprises of three Directors comprising all the Independent Directors of the Company. Periodic audits are carried out at all regional offices and functions based on the plan approved by the Audit Committee and brought out any deviation to Internal Control procedures. The observations arising out of the audit are periodically reviewed and compliance is ensured. The status of implementation of the recommendations is reviewed by the Audit Committee on a regular basis and concerns, if any, are reported to the Board.

During the year the Audit Committee carried out various reviews and

provided assurance on compliances to lay down policies, processes and internal controls.

Financial performance

Highlights of overall financial performance on consolidated basis are as under:

(Rs. in Lakhs)

Particulars	Consolidated	
	2020-21	2019-20
Revenue from Operations	3852.72	4012.84
Other income	25.70	191.25
Total Income	3878.42	4204.09
Direct Expenses	2603.81	31.64
Employee Benefits Expenses	746.27	986.92
Other Expenses	267.72	2975.36
EBITDA	260.62	210.17
Financial Expenses	193.98	172.74
Depreciation	24.17	85.16
Profit Before Tax and Exceptional items	42.47	(47.73)
Exceptional items	----	2344.42
Profit Before tax	42.47	(2392.15)
Provision for Taxation	34.45	363.09
Profit After Tax	8.02	(2755.24)
Earnings per equity share (Rs.) : Basic	0.05	(21.41)
Earnings per equity share (Rs.) : Diluted	0.05	(21.41)

The financial statements of Cyber Media (India) Limited and its subsidiaries (collectively referred to as "Cyber Media" or the Company) are prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 and guidelines issued by Securities and Exchange Board of India ("SEBI"). Significant accounting policies used for the preparation of the financial statements are disclosed in the notes to the consolidated financial statements.

Human Resources

CyberMedia believes that people are its greatest assets and provide an edge over the others, in all qualitative and innovative initiatives undertaken by it, the primary aim is to make the Company a great place to work with a culture of diversity, performance, future readiness and growth. As a result, the primary focus is on talent acquisition, management and development. Human Resources (HR) is a strategic partner to the business and works closely with all teams to set up the best talent pool for the Company.

Apart from work, the Company takes formal and informal engagement initiatives like spot recognitions, festival celebrations and high impact events like Rewards and recognition to motivate employees.

The digital world is growing leaps and bounds, and the organization has to be designed and equipped to handle the pace and disruption happening in the sector. The organization structure, roles and responsibilities and talent search have all been critical to the building of the Company. Readiness for pre-boarding talent has been put in place. The HR policies and processes have been documented to build a dynamic and digitally savvy organization. The employee is strength of the Company.

As on March 31, 2021, the total number of employees in the CyberMedia Group was 107 and in Cyber Media (India) Limited was 46.

Key financial ratios

Key financial ratios on consolidated basis are given as under:

Particulars	2020-21	2019-20
Profitability Ratios		
PBITD / Total Income (% terms)	(50.57)	(50.57)
PBIT / Total Income (% terms)	(52.79)	(52.79)
PBT / Total Income (% terms)	(56.90)	(56.90)
PAT / Total Income (% terms)	(65.54)	(65.54)
Return on Networth (% terms)	(192.83)	(192.83)
Financial risks		
Net Debt / Equity (times)	1.78	1.78
Debtors Turnover (Number of Days)	84.65	84.65
Inventory Turnover (times)	3.52	3.52
Current Ratio (times)	0.75	0.75
Interest Coverage (times)	(12.85)	(12.85)

Policy to Prevent Sexual Harassment at the Workplace

The Company is committed to creating and maintaining an atmosphere in which employees can work together, without fear of sexual harassment, exploitation or intimidation. Every employee is made aware that the Company is strongly opposed to sexual harassment and that such behaviour is prohibited both by law and by the CyberMedia Group. Your Company has formed an Internal Complaints Committee pursuant to the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No complaints were received by the Company during the year under review. Since the number of complaints filed during the year was NIL, the Committee prepared a NIL complaints report. This is in compliance with Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Outlook

FY 2020-21 was a challenging year for the Indian Media industry as advertising spend was impacted on account of weak macroeconomic environment. In FY 2021-22, the performance is expected to be impacted by the outbreak of COVID-19 pandemic. This has required the government to take measures such as isolation, lockdowns and widespread closures as a means to slow the spread of the virus, protect lives and allow health care systems to cope.

In these trying times for the country and the world, when people are turning to using digital services, the Company has been on the forefront to provide timely and accurate information and content to its audience through its highly digital platforms. It has emerged as a trusted resources against misinformation and fake articles. Hence, we expect a high demand for our services. However, it may take some time for the advertising spends to reflect this increased demand, as the current environment is likely to impact discretionary spends by advertisers. As we navigate through this unprecedented crisis, we will continue to provide engaging content to our audience and innovative solutions to our advertisers.

Cautionary Statement

Some of the statements in this management discussion and analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual results might differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operations include a downtrend in industry, significant changes in political and economic environment in India and abroad, tax laws, import duties, litigation and labour relations.

**On behalf of the Board of Directors
Cyber Media (India) Limited**

**Sd/-
Pradeep Gupta
Chairman & Managing Director
(DIN: 0007520)**

**New Delhi
May 28, 2021**

Annexure-F1

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Cyber Media Research & Services Limited
D-74, Panchsheel Enclave,
New Delhi-110017

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Cyber Media Research & Services Limited (CIN: U74130DL1996PLC081509)** (hereinafter called "the Company") having its registered office at **D-74, Panchsheel Enclave, New Delhi-110017**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our online verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **31st March, 2021** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined online the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of the following, as amended from time to time:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder, as amended from time to time;
- (ii) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder (to the extent as applicable to the Company);
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder (to the extent as applicable to the Company);
- (iv) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 (to the extent as applicable to the Company);
- (v) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 (to the extent as applicable to the Company);
- (vi) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (to the extent as applicable to the Company, being a material subsidiary of Cyber Media (India) Limited, a Listed Company);
- (vii) Other laws specifically applicable to the company are as follows:
 - a) The Trade Marks Act, 1999;
 - b) Employees Provident Fund And Misc. Provisions Act, 1952
 - c) Employers State Insurance Act, 1948
 - d) The Payment of Bonus Act, 1965
 - e) Indian Stamp Act, 1999
 - f) Income Tax Act 1961 and Indirect Tax Law
 - g) Negotiable Instrument Act 1881
 - h) Maternity Benefits Act 1961
 - i) Payment of Gratuity Act, 1972
 - j) Goods and Service Tax Act

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India on meetings of the Board of Directors and General Meetings.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Directors having also on its Board, one Director who is an Independent Director on the Board of Cyber Media (India) Limited, a Listed Company. The Company is a material subsidiary of Cyber Media (India) Limited, a listed company. No change took place in the composition of the Board of Directors during the period under review.

Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor, tax auditor, and other designated professionals.

We further report that during the audit period, there was not specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

1- Pridhvi Asset Reconstruction and Securitisation Company Limited, Financial Creditor of Cyber Media (India) Limited (holding Company), on 27.03.2021, filed application under section 7 of the Insolvency and Bankruptcy Code, 2016 before the Hon'ble National Company Law Tribunal-New Delhi Bench, alleging default in payment of loan amounting to Rs. 30,64,53,813 (Rupees Thirty Crore Sixty Four Lakh Fifty Three Thousand Eight Hundred Thirteen only) and seeking initiation of Corporate Insolvency Resolution Process against the Company (being Corporate Guarantor).

**For Akhilesh& Associates
(Company Secretaries)**

**Sd/-
Akhilesh Kumar Jha
(Proprietor)**

**M. No.: FCS 9031,
CP No.: 18250**

UDIN F009031C000209330

**Place: New Delhi
Date: April 30, 2021**

Note:-

- 1- We have conducted online verification and examination of records based on certificate received from company as facilitated by the company due to COVID-19 and subsequent lockdown situation for the purpose of issuing this report
- 2- This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part if this report.

"ANNEXURE A"

To,
The Members,
Cyber Media (India) Limited
D-74, Panchsheel Enclave,
New Delhi-110017

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. The Secretarial Audit has been conducted through online based on signed certificate received from company due to the COVID-19 Pandemic. Our responsibility is up to the documents, information received on the signed certificate, if any. Hence, our responsibility is to express an opinion on these secretarial records based online verification or received certificates on our audit.

**For Akhilesh& Associates
(Company Secretaries)**

**Sd/-
Akhilesh Kumar Jha
(Proprietor)**

**M. No.: FCS 9031,
CP No.: 18250**

UDIN F009031C000209330

**Place: New Delhi
Date: April 30, 2021**

Annexure-F2

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Cyber Media (India) Limited
D-74, Panchsheel Enclave,
New Delhi-110017

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Cyber Media (India) Limited** (CIN: L92114DL1982PLC014334) (hereinafter called "the Company") having its registered office at D-74, Panchsheel Enclave, New Delhi-110017. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our online verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **31st March, 2021** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined online the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of the following, as amended from time to time:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder, as amended from time to time;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas DIRT
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the review period)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the review period)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) regulations, 2009; (Not applicable to the Company during the review period)
 - (h) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018; (Not applicable to the Company during the review period)
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time;
- (vi) Other laws specifically applicable to the company are as follows:
 - a) The Trade Marks Act, 1999;
 - b) Press and Registration of Books Act, 1867.
 - c) Employees Provident Fund And Misc. Provisions Act, 1952
 - d) Employers State Insurance Act, 1948
 - e) The Payment of Bonus Act, 1965
 - f) Indian Stamp Act, 1999
 - g) Income Tax Act 1961 and Indirect Tax Law
 - h) Negotiable Instrument Act 1881
 - i) Maternity Benefits Act 1961
 - j) Payment of Gratuity Act, 1972
 - k) Goods and Service Tax Act

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India on meetings of the Board of Directors and General Meetings.
- (ii) The Uniform Agreement entered into by the Company with National Stock Exchange of India Limited and BSE Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Adequate notices were given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the period under review:

- a. the Company has, vide Ordinary Resolution passed by the members on March 23, 2021:
 - (i) increased its Authorised Share Capital from INR 14,35,00,000 (INR Fourteen Crore Thirty Five Lakh Only) divided into 1,43,50,000 (One Crore Forty Three Lakh Fifty Thousand Only) equity shares of INR 10 (Ten) each to INR 15,70,00,000 (INR Fifteen Crore Seventy Lakh Only) divided into 1,57,00,000 (One Crore Fifty Seven Lakh Only) equity shares of INR 10 (Ten) each, by creating additional 13,50,000 (Thirteen Lakh Fifty Thousand Only) equity shares of INR 10 (Ten) each; and
 - (ii) subsequent to increase in authorised share capital, made amendment to its Memorandum of Association via alteration in the Capital Clause thereof.
- b. the Company has, on March 27, 2021, issued and allotted 28,00,000 (Twenty Lakh Only) equity shares to the Promoter & Promoter Group of the Company on preferential basis against the conversion of outstanding unsecured loan aggregating to INR 2,80,00,000 (INR Two Crore Eighty Lakh Only), the details of which are given below:

Name of Allottee	Number of Equity shares allotted	Face Value per share (INR)	Issue Price per share (INR)	Total Value (INR)
Pradeep Gupta	18,00,000	10	10	1,80,00,000
Dhaval Gupta	10,00,000	10	10	1,00,00,000
Total	28,00,000			2,80,00,000

We hereby confirm that the Company has complied with all the applicable rules, regulations etc. with respect to the increase in authorised share capital, subsequent amendment to its Memorandum of Association and preferential allotment made to the promoter & promoter group.

We further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor, tax auditor, and other designated professionals.

We further report that during the audit period, there were following other specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

1-NSE sent Notice dated August 20, 2021 for non-compliance with corporate governance requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, regarding appointment of 6th director on the Company's board, and imposed fine. Further-The Company on 02.09.2020, appointed 6th director on the Company's Board. -The Company, vide its letter dated 03.09.2020 requested NSE for waiver of fine. - NSE in November 2020, waived off the entire fine.

2-Company has, by the month of October and November 2020, paid the entire Annual Listing Fees payable to BSE and NSE due up to March 31, 2021.

3- Pridhvi Asset Reconstruction and Securitisation Company Limited, Financial Creditor of the Company, on 27.03.2021, filed applications under sections 7 and 95 of the Insolvency and Bankruptcy Code, 2016 before the Hon'ble National Company Law Tribunal-New Delhi Bench, alleging default in payment of loan amounting to Rs. 30,64,53,813 (Rupees Thirty Crore Sixty Four Lakh Fifty Three Thousand Eight Hundred Thirteen only) and seeking initiation of Corporate Insolvency Resolution Process, against:

1. The Company;
2. Cyber Media Research & Services Limited, subsidiary of the Company, Corporate Guarantor; and
3. Mr. Pradeep Gupta, Chairman & Managing Director of the Company, Personal Guarantor.

**For Akhilesh & Associates
(Company Secretaries)**

Sd/-

**Akhilesh Kumar Jha
(Proprietor)**

M. No. FCS9031

CP No.: 18250

UDIN: F009031C000209308

Place: New Delhi

Date: 30.04.2021

Note:-

- 1- we have conducted online verification and examination of records based on certificate received from company as facilitated by the company due to COVID-19 and subsequent lockdown situation for the purpose of issuing this report
- 2- This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part if this report.

“ANNEXURE”

To,
The Members,
Cyber Media (India) Limited
D-74, Panchsheel Enclave,
New Delhi-110017

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. The Secretarial Audit has been conducted through online based on signed certificate received from company due to the COVID-19 Pandemic. Our responsibility is up to the documents, information received on the signed certificate, if any. Hence, our responsibility is to express an opinion on these secretarial records based online verification or received certificates on our audit.

**For Akhilesh & Associates
(Company Secretaries)**

Sd/-/
Akhilesh Kumar Jha
(Proprietor)

M. No. FCS9031
CP No.: 18250

UDIN: F009031C000209308

Place: New Delhi
Date: 30.04.2021

INDEPENDENT AUDITOR'S REPORT

To the Members of Cyber Media (India) Limited

Opinion

We have audited the accompanying standalone Ind AS financial statements of Cyber Media (India) Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone Ind AS financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit/loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's 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 financial statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained

during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors are responsible for the other information. The other information comprises the Board's Report and the Corporate Governance Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard

Management's Responsibility for the Standalone Ind AS Financial Statements

These standalone financial results have been prepared on the basis of the standalone financial statements.

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility

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 with reference to financial statements 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 Board of Directors.
- 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 standalone 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the

scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTER

1. *With respect to secured borrowings from Pridhvi Asset Reconstruction and Securitization Company Limited, the Company interest computation & provision thereon has been made on adhoc basis without any deduction of tax at source. Our opinion is not modified with respect to this matter.*
2. *As on the balance sheet, the following undisputed statutory dues were outstanding for a period of more than six months : (a) GST - ₹ Nil lakhs; (b) TDS - ₹ 11.92 lakhs; & (c) Professional Tax - ₹ NIL lakhs. The Company has written off the following statutory dues outstanding since previous year : (a) Professional Tax - ₹ 1.63 lakhs and (b) Labour Welfare Fund - ₹ 2.03 lakhs. Our opinion is not modified with respect to this matter.*
3. *The documents with respect to (a) Fixed deposits issued by banks and (b) margin money for bank guarantees are yet to be provided to us by the Group. Our opinion is not modified with respect to this matter.*
4. *Debit / credit balances (net) of ₹ 15.01 lakhs have been written back by the Company without confirmation from the parties. Our opinion is not modified with respect to this matter.*
5. *Sundry Debtors and Creditors Balances are subject to confirmation.*

Report on Other Legal and Regulatory Requirements

1. 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.
2. 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 appears from our examination of those books. The company has no branches.
- c) The Balance Sheet, the Statement of Profit and Loss, including the statement of other Comprehensive income, the Cash Flow Statement and Statement of changes in Equity dealt with by this report are in agreement with the books of account;
- d) In our opinion, the aforesaid standalone Ind AS 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 written representations received from the directors as on 31 March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2021, 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 Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" 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 Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. As per management information the Company has no pending litigations which can affect the financial position in its standalone Ind AS financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Goel Mintri & Associates
Chartered Accountants
(Firm Reg. No. 13211N)

Sd/-
Gopal Dutt
Partner, M.No.520858
UDIN: 21520858AAAAQN3201

Place: New Delhi
Date: May 28, 2021

"Annexure 1" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company "**Cyber Media (India) Limited**" for the year ended March 31, 2021:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
 - (b) The Property Plant and Equipment 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 title deeds of immovable properties are held in the name of the company.
- 2) (a) The management has conducted the physical verification of inventory at reasonable intervals.
 - (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 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 not regularly depositing* undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Cess, Goods and Service Tax and any other statutory dues with the appropriate authorities.
 - (b) According to the information and explanations given to us, Following are undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.

S. No.	Particulars	Amount
01	TDS Payable	16,12,992/-

- c) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- d) According to the Information and explanation given to us the disputed amount of EPF against interest and damage charges for not depositing and delay payment of PF is as below:-

S. No	Particulars	Period	Remarks
1	EPF	04/2013 to 03/2018	Demand raised by EPFO order dated 22.01.2021 u/ sec 14B of Rs 15,29,351/-
		04/2010 to 04/2014	Demand raised by EPFO order dated 26.02.2021 u/ sec 14B of Rs 1,35,079/-
		07/1997 to 12/2007	Demand raised by EPFO order dated 26.02.2021 u/ sec 14B of Rs 77,048/-
2	EPF	04/2013 to 03/2018	Demand raised by EPFO order dated 22.01.2021 u/ sec 7Q of Rs 8,17,636/-
		04/2010 to 04/2014	Demand raised by EPFO order dated 26.02.2021 u/ sec 7Q of Rs 1,17,516/-
		07/1997 to 12/2007	Demand raised by EPFO order dated 26.02.2021 u/ sec 7Q of Rs 53,736/-

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks in current period. The Company has not yet settled the pending amount of Pridhivi Asset Reconstruction & Securitisation Co. only interest provision made against pending amount.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, 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.
- 10) Based upon the audit procedures performed and the information and explanations given 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.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 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) Based upon the audit procedures performed and the information and explanations given 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) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For Goel Mintri & Associates
Chartered Accountants
(Firm Reg. No. 13211N)**

**Sd/-
Gopal Dutt
Partner, M.No.520858
UDIN: 21520858AAAAQN3201**

**Place: New Delhi
Date: May 28, 2021**

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF CYBER MEDIA (INDIA) 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 Cyber Media (India) Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone 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 the 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.

Auditor's 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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. 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 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 and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgement, 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.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting 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 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, 2021, 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 Goel Mintri & Associates
Chartered Accountants
(Firm Reg. No. 13211N)**

**Sd/-
GopalDutt
Partner, M.No.520858
Place: New Delhi
Date: May 28, 2021**

CYBER MEDIA (INDIA) LIMITED
STANDALONE BALANCE SHEET AS AT 31 MARCH, 2021

(Rs. In Lakhs)

Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
ASSETS			
Non - current assets			
Property, plant and equipment	3	283.30	289.05
Intangible Assets	4	8.04	10.51
Financial assets			
Investments	5	103.97	103.52
Loans	6	1.52	2.10
Deferred tax assets (net)	7	461.36	461.36
Other non - current assets	8	37.00	37.00
Total Non - current assets		895.19	903.55
Current assets			
Inventories	9	1.12	1.51
Financial assets			
Trade receivables	10	206.97	206.15
Cash and cash equivalents	11	115.91	22.99
Bank balances other than above	11	9.41	8.69
Current tax assets (net)	12	71.60	66.18
Other current assets	8	25.57	10.87
Total Current assets		430.58	316.40
TOTAL ASSETS		1,325.77	1,219.95
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	13	1,566.72	1,286.72
Other equity	14	(2,797.75)	(2,761.89)
Total Equity		(1,231.02)	(1,475.16)
LIABILITIES			
Non - current liabilities			
Financial liabilities			
Borrowings	15	-	286.46
Other Non current liabilities	16	298.80	290.05
Provisions	17	45.47	47.02
Total Non - current liabilities		344.27	623.53
Current liabilities			
Financial liabilities			
Borrowings	15	1,484.48	1,299.48
Trade payables	18		
Total outstanding dues of Micro enterprises and Small Enterprises		2.00	5.19
Total outstanding dues of creditors other than micro enterprises and small enterprises.		632.02	593.76
Other current liabilities	16	65.76	142.27
Provisions	17	28.26	30.88
Total Current liabilities		2,212.52	2,071.58
TOTAL EQUITY & LIABILITIES		1,325.77	1,219.95
The accompanying statement of significant accounting policies and notes to the financial information are an integral part of this Balance Sheet.	1-39		

As per our report attached
For Goel Mintri & Associates
Chartered Accountants
(Firm Registration No. 013211N)

Sd/-
Gopal Dutt
Partner
Membership No. 520858
UDIN: 21520858AAAAAQN3201
Place : New Delhi
Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
Chairman and Managing Director
DIN 00007520

Sd/-
Sankaranarayanan V. V.
Chief Financial Officer

Sd/-
Krishan Kant Tulshan
Director
DIN 00009764

Sd/-
Anoop Singh
Company Secretary
Membership No. F8264

CYBER MEDIA (INDIA) LIMITED

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2021

(Rs. In Lakhs)

Particulars	Note No.	Year ended 31st March, 2021	Year ended 31st March, 2020
INCOME			
Revenue from operations	19	766.07	631.53
Other income	20	9.70	178.67
Total income		775.77	810.20
EXPENSES			
Direct Expenses	21	267.36	237.96
Cost of materials consumed	22	(0.01)	18.62
Employee benefits expenses	23	330.05	356.56
Finance costs	24	91.64	106.04
Depreciation and amortization expenses	25	8.76	8.36
Other expenses	26	112.69	139.16
Total expenses		810.49	866.71
Profit / (loss) before tax and exceptional items		(34.72)	(56.51)
Exceptional Items			
Investment/Balance/Goodwill of Cybermedia India LLC, wholly owned foreign subsidiary	27	-	2,595.35
Profit / (loss) before tax		(34.72)	(2,651.86)
Tax expense			
Current tax	28	-	-
Deferred tax		-	-
Earlier year adjustment		-	-
Total Tax Expenses		-	-
Profit/ (loss) for the Year		(34.72)	(2,651.86)
Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		(1.14)	0.56
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Total Other comprehensive income		(1.14)	0.56
Total comprehensive income for the year		(35.86)	(2,651.30)
Earnings per equity share (for continuing operations)	30		
(1) Basic		(0.22)	(20.61)
(2) Diluted		(0.22)	(20.61)
The accompanying statement of significant accounting policies and notes to the financial information are an integral part of this Balance Sheet.	1-39		

As per our report attached
For Goel Mintri & Associates
 Chartered Accountants
 (Firm Registration No. 013211N)

Sd/-
Gopal Dutt
 Partner
 Membership No. 520858
 UDIN: 21520858AAAAQN3201
 Place : New Delhi
 Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
 Chairman and Managing Director
 DIN 00007520

Sd/-
Sankaranarayanan V. V.
 Chief Financial Officer

Sd/-
Krishan Kant Tulshan
 Director
 DIN 00009764

Sd/-
Anoop Singh
 Company Secretary
 Membership No. F8264

CYBER MEDIA (INDIA) LIMITED
STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2021

(Rs. In Lakhs)

Particular	Notes	Year ended 31st March, 2021	Year ended 31st March, 2020
A. Cash flow from operating activities			
Profit for the period after tax		(34.72)	(2,651.86)
Adjustments for Non cash item:			
Remeasurement of Defined Benefit Plans		(1.14)	0.56
Depreciation & Amortization Expenses		8.76	8.36
Income Tax Expense		-	-
Debit Balances Written Off		20.43	17.98
Credit Balances Written Back		-	-
(Profit)/Loss on Sale of PPE		-	(114.40)
(Profit)/Loss on Sale of Investments		-	(45.51)
Interest Income		(3.66)	(0.07)
Interest Expense		91.64	106.04
Difference in exchange			
Forex gain/loss account			
		81.31	(2,678.91)
Movements in working capital:			
Adjustments for (increase) / decrease in operating assets:			
Inventories		0.39	3.08
Trade receivables		(21.25)	1,283.14
Other Current assets		(14.70)	9.39
Other Non-current assets		-	(0.28)
Adjustments for increase / (decrease) in operating liabilities:			
Provisions		(4.17)	(44.82)
Trade Payable		35.07	(0.15)
Other Current Liabilities		(76.52)	25.50
Other Non-Current Liabilities		8.75	3.75
Decrease in non-current provision			
Cash generated from operations		8.90	(1,399.28)
Income tax paid		(5.42)	27.73
Net cash generated by operating activities (A)		3.47	(1,371.55)
B. Cash flow from investing activities			
Sale Of Property, Plant & Equipments And Intangible Assets			115.38
Interest Received		3.66	0.07
Acquisition Of Property, Plant & Equipments And Intangible Assets		(0.53)	(13.08)
Purchase Of Investments		(0.45)	-
Sale of Investments			1,295.95
Profit on Sale of Investments			45.51
Loans Given		0.58	-
Bank Balance		(0.72)	-
Net cash generated by/(used in) investing activities (B)		2.54	1,443.82

CYBER MEDIA (INDIA) LIMITED
STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2021

(Rs. In Lakhs)

Particular	Notes	Year ended 31st March, 2021	Year ended 31st March, 2020
C. Cash Flow from financing activities			
Proceeds from issue of equity share capital		280.00	
Proceeds from long term borrowings			47.45
Payment of long term borrowings		(286.46)	-
Payment of short term borrowings			(10.00)
Proceeds of short term borrowings		185.00	
Interest paid		(91.64)	(106.04)
Net Cash generated by/(used in) financing activities (C)		86.90	(68.60)
Net decrease in Cash and cash equivalents (A+B+C)		92.92	3.68
Cash and cash equivalents at the beginning of the year	11	22.99	19.31
Cash and cash equivalents at the end of year end	11	115.91	22.99
The accompanying statement of significant accounting policies and notes to the financial information are an integral part of this Balance Sheet.	1-39		

As per our report attached
For Goel Mintri & Associates
Chartered Accountants
(Firm Registration No. 013211N)

Sd/-
Gopal Dutt
Partner
Membership No. 520858
UDIN: 21520858AAAAQN3201
Place : New Delhi
Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
Chairman and Managing Director
DIN 00007520

Sd/-
Sankaranarayanan V. V.
Chief Financial Officer

Sd/-
Krishan Kant Tulshan
Director
DIN 00009764

Sd/-
Anoop Singh
Company Secretary
Membership No. F8264

CYBER MEDIA (INDIA) LIMITED**STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2021****a. Equity share capital**

(Rs. In Lakhs)

Particulars	No. of Shares	Amount
Balance at 01.04.2019	12,867,242.00	1,286.72
Changes in equity share capital during the year	-	-
Balance at 31.03.2020	12,867,242.00	1,286.72
Changes in equity share capital during the year	2,800,000.00	280.00
Balance at 31.03.2021	15,667,242.00	1,566.72

b. Other equity

Particulars	Reserves and surplus				Total other equity
	Capital reserve	General Reserve	Securities Premium account	Retained earnings	
Balance at 1 April, 2019	1,530.34	112.86	1,439.31	(3,193.09)	(110.58)
Add: Profit for the year	-	-	-	(2,651.30)	(2,651.30)
Add: Total Other Comprehensive income	-	-	-	-	-
Less: Bonus issue	-	-	-	-	-
Changes during the year	-	-	-	-	-
Balance at 31 March, 2020	1,530.34	112.86	1,439.31	(5,844.40)	(2,761.89)
Add: Profit for the year	-	-	-	(35.86)	(35.86)
Add: Total Other Comprehensive income	-	-	-	-	-
Less: Bonus issue	-	-	-	-	-
Changes during the year	-	-	-	-	-
Balance at 31 March, 2021	1,530.34	112.86	1,439.31	(5,880.26)	(2,797.75)

See accompanying notes to the financial statements

1-37

As per our report attached
For Goel Mintri & Associates
 Chartered Accountants
 (Firm Registration No. 013211N)

Sd/-
Gopal Dutt
 Partner
 Membership No. 520858
 UDIN: 21520858AAAAQN3201
 Place : New Delhi
 Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
 Chairman and Managing Director
 DIN 00007520

Sd/-
Sankaranarayanan V. V.
 Chief Financial Officer

Sd/-
Krishan Kant Tulshan
 Director
 DIN 00009764

Sd/-
Anoop Singh
 Company Secretary
 Membership No. F8264

CYBER MEDIA (INDIA) LIMITED

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

1. General Information

Cyber Media (India) Limited is a public limited company incorporated under Indian Companies Act, 1956, having its registered office at D - 74, Panchsheel Enclave, New Delhi - 110017 and Corporate Office at B - 35, Sector 32, Gurugram - 122003, Haryana. The Company is the largest speciality media house in South Asia and amongst India's top five magazine brands. The media business includes several media properties such as Dataquest, PC Quest, Voice & Data, DQ Channels and Dq Week(s). The Company has several websites led by www.CIOL.com, India's largest technology business website. Over the past three decades, the Company has continued to be the torch bearer for technology business, knowledge and information for India's growing industry needs.

2. New amended applicable Indian Accounting Standards

These Financial Statements have been prepared in accordance with the Indian Accounting Standards (referred to as Ind AS) to comply with the Companies (Indian Accounting Standards) Rules 2015, as amended and specified under Section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013.

In July 2020, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2020, notifying certain amendments, as summarized below, to various Ind AS standards. The amendments are effective from accounting periods beginning from 1st April 2020.

Amendments to Ind AS 1, Presentation of Financial Statements and Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors.

Ind AS 1 defined the term 'material, as under:

'Omissions or misstatements of items are material if they could, individually or collectively, influence the economic decisions that users make on the basis of financial statements'.

The amendment refines the definition of 'material' which is now as follows:

'Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general – purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity'.

Consequential amendments have been made to the following standards due to revised definition of material:

Ind AS	Title	Description
10	Events after the Reporting Period	Modification in paragraph 21 relating to disclosures of non – adjusting events after the reporting period.
34	Interim Financial Reporting	Modification of paragraph 24 whereby reference of definition of material as given in Ind AS 1 & Ind AS 8 has been removed.
37	Provisions, Contingent Liabilities and Contingent Assets	Modification in paragraph 75 relating to restructuring plan after the reporting period.

This amendment has not affected these financial statements.

Key Amendments to other Ind AS:

Ind AS 116 Leases

The Company is required to adopt Ind AS 116, Leases from 1 April 2019. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognizes a right of use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases. It replaces existing leases guidance, Ind AS 17, Leases.

The Ministry of Corporate Affairs, Government of India in July 2020 vide Companies (Indian Accounting Standards) Rules 2020 inserted a practical expedient which permits lessees not to account for Covid – 19 related rent concessions as a lease modification. As the Company has not availed any Covid 19 related rent concessions, the practical expedient has no applicability on the Company's financial statements.

Ind AS 12, Income Taxes

Recognition of income tax consequences of dividends:

Clarifies that the income tax consequences of distribution of profits (i.e. dividends), should be recognized when a liability to pay dividend is recognized. The income tax consequences should be recognized in the statement of profit and loss, other comprehensive income or equity according to where the past transactions or events that generated distributable profits were originally recognized. The Company has no impact on application of this amendment on the Company's financial statements.

Ind AS 19, Employee Benefits

Clarifies that when a plan amendment, curtailment or settlement occurs:

The updated actuarial assumptions used in remeasuring the plan are applied to determine the current service cost and net interest for the remainder of the annual reporting period and the effect of the asset ceiling is disregarded when calculating the gain or loss on any settlement of the plan and is dealt with separately in Other Comprehensive Income. The Company has no impact on application of this amendment on the Company's financial statements.

Amendments to Ind AS 107, Financial Instruments : Disclosures

Ind AS 109, Financial Instruments

The amendments addresses the issues arising from the replacement of existing IBOR based interest rate benchmarks with alternative nearly risk – free interest rates (RFRs) in the context of hedge accounting. These amendments allow hedging relationships affected by the IBOR reform to be accounted for as continuing hedges.

The amendments provide relief on key areas of hedge accounting most notably the hedge effectiveness and the

CYBER MEDIA (INDIA) LIMITED

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

ability to identify LIBR based cash flows for the purpose of designation (re – designation) during the period of the Reform.

Prepayment Features with Negative Compensation

It allows particular financial assets with prepayment features that may result in negative compensation - e.g. the lender receives less than the par-amount and accrued interest and effectively compensates the borrower for the borrower's early termination of the contract - to be measured at amortized cost or at Fair Value through Other Comprehensive Income (FVOCI) (subject to the business model assessment). Before the amendments, these instruments were measured at Fair Value through Profit and Loss (FVTPL) because the sole payment of principal and interest (SPPI) criterion would not be met when the party that chooses to terminate the contract early may receive compensation for doing so. The amendments clarify that irrespective of the event or circumstance that causes the early termination of the contract, either party may pay or receive reasonable compensation for that early termination. The amendments remove the requirement for the compensation to be 'additional'. Accordingly, a prepayment amount that is less than the unpaid amounts of principal and interest (or less than the contractual par amount plus accrued interest) may meet the SPPI criterion if it is determined to include reasonable compensation for early termination. The Company has no impact on application of this amendment on the Company's financial statements.

Ind AS 12, Income Tax

Uncertainty over Income Tax treatments

Appendix C in Ind AS 12 is effective from 1st April 2019 and it set out the principles on recognition and measurement principle when there is uncertainty over income tax treatments. An entity shall evaluate whether it is probable that the tax authority shall accept an uncertain tax treatment. If it is probable, the tax base shall be consistent with that of the items used in its income tax filings. If not probable, the Company shall reflect the effect of uncertainty by using either the most likely amount method or expected value method. If the uncertain tax treatment affects current and deferred tax, the entity shall make consistent judgement and estimates for current and deferred tax. The interpretation is effective for annual reporting periods beginning on or after 1st April 2019, but certain transition reliefs are available. The Company will apply the interpretation from its effective date. The Company has no impact on application of this amendment on the Company's financial statements.

Ind AS 23, Borrowing Costs

Computation of capitalization cost:

The amendment clarifies that in computing the capitalization rate for funds borrowed generally, an entity should exclude borrowing costs applicable to borrowings made specifically for obtaining a qualifying asset, only until the asset is ready for its intended use or sale. Borrowing costs related to specific borrowings that remain outstanding after the related qualifying asset is ready for intended use or for sale would subsequently be considered as part of the general borrowing costs of the entity. The amendment is applicable to borrowing costs

incurred on or after the beginning of the annual reporting period beginning on or after 1 April 2019. The Company has no impact on application of this amendment on the Company's financial statements.

Ind AS 103, Business Combinations

Ind AS 111, Joint Arrangements

Remeasurement of previously held interests:

A new paragraph 42A to Ind AS 103 has been added to clarify that when an entity obtains control of a business that is a joint operation, then the acquirer would remeasure its previously held interest in that business. Such a transaction would be considered as a business combination achieved in stages and accounted for on that basis. Further, paragraph B33CA has been added to Ind AS 111 to clarify that if a party that participates in a joint operation, but does not have joint control, obtains joint control over the joint operation (which constitutes a business as defined in Ind AS 103), it would not be required to remeasure its previously held interests in the joint operation. The amendment points out that although such a transaction changed the nature of the entity's interest in the joint operation, it did not result in a change in the group boundaries. Consequently, no remeasurement of previously held interests would be required. These amendments are applicable prospectively for business acquisitions (in case of Ind AS 103) or transactions where joint control is obtained (in case of Ind AS 111) where the date of the transaction is on or after the beginning of the first annual reporting period beginning on or after 1 April 2019. Presently the provisions of Ind AS 103 and Ind AS 111 are not applicable to the Company.

Ind AS 28, Investment in Associates and Joint Ventures

Long-term interests in associates and joint ventures :

An entity's net investment in its associate or joint venture includes investment in ordinary shares, other interests that are accounted using the equity method, and other long-term interests, such as preference shares and long term receivables or loans, the settlement of which is neither planned, nor likely to occur in the foreseeable future. These long-term interests are not accounted for in accordance with Ind AS 28, instead, they are governed by the principles of Ind AS 109. As per para 10 of Ind AS 28, the carrying amount of an entity's investment in its associate and joint venture increases or decreases (as per equity method) to recognize the entity's share of profit or loss of its investee associate and joint venture. Paragraph 38 of Ind AS 28 further states that the losses that exceed the entity's investment in ordinary shares are applied to other components of the entity's interest in the associate or joint venture in the reverse order of their superiority. In this context, the amendments to Ind AS 28 clarify that the accounting for losses allocated to long-term interests would involve the dual application of Ind AS 28 and Ind AS 109. The annual sequence in which both standards are to be applied can be explained in a three step process:

Step 1 : Apply Ind AS 109 independently

Apply Ind AS 109 (such as impairment, fair value adjustments, etc.) ignoring any adjustments to carrying amount of long-term interests under Ind AS 28 (such as allocation of losses, impairment)

CYBER MEDIA (INDIA) LIMITED

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Step 2 : True-up past allocations

If necessary, prior years' Ind AS 28 loss allocation is trued up in the current year, because Ind AS 109 carrying value may have changed. This may involve recognizing more prior year's losses, reversing these losses or re-allocating them between different long-term interests.

Step 3 : Book current year equity share

Any current year Ind AS 28 losses are allocated to the extent that the remaining long-term interest years' losses and then allocations are made against long-term interests.

These amendments are applicable from 1 April 2019. Ministry of Corporate Affairs has provided certain transitional provisions for Ind AS 28. Presently the provisions of Ind AS 28 are not applicable to the Company.

2.1 Indian Accounting Standards issued but not yet effective

The Ministry of Corporate Affairs (MCA) vide Notification dated 18 June 2021 has issued new Companies (Indian Accounting Standard) Amendment Rules, 2021 in consultation with the National Financial Reporting Authority (NFRA).

The notification states that these rules shall be applicable with immediate effect from the date of the notification. This means that the amendments are effective for the financial year ended 31 March 2022 onwards.

The amendments are intended to keep the Ind ASs aligned with the amendments made in International Financial Reporting Standards. While, largely, the amendments are clarificatory or editorial in nature, there are significant amendments relating to the extension of COVID 19 related to practical expedient under Ind AS 116 for lease concessions and practical expedient due to the interbank offered rate (IBOR) interest rates for financial instruments.

The amendments to Ind ASs are in terms of insertion of certain paragraphs, substituting the definition of certain terms used in the standard along with aligning the bare text of Standards with Conceptual Framework of Financial reporting under Ind AS.

Major amendments notified in the Companies (Ind AS) Amendment Rules, 2021 are provided below:-

- a) Ind AS 116: Leases – The amendments extend the benefits of the COVID 19 related rent concession that were introduced last year (which allowed lessees to recognize COVID 19 related rent concessions as income rather than as lease modification) from 30 June 2021 to 30 June 2022.
- b) Ind AS 109: Financial Instruments – The amendment provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform along. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.
- c) Ind AS 101: Presentation of Financial Statements – The amendment substitutes the item (d) mentioned in paragraph B1 as 'Classification and measurement of financial instruments'. The term 'financial asset' has been replaced with 'financial instruments'.
- d) Ind AS 102: Share-Based Payment – The amendments to this standard are made in reference to the Conceptual Framework of Financial Reporting under Ind AS in terms of defining the term 'Equity Instrument' which shall be applicable for the annual reporting periods beginning on or after 1 April 2021.
- e) Ind AS 103: Business Combinations – The amendment substitutes the definition of 'assets' and 'liabilities' in accordance with the definition given in the framework for the Preparation and Presentation of Financial Statements in accordance with Ind AS for qualifying the recognition criteria as per acquisition method.
- f) Ind AS 104: Insurance Contracts – The amendment covers the insertion of certain paragraphs in the standard in order to maintain consistency with IFRS 4 and also incorporates the guidance on accounting treatment for amendments due to Interest Rate Benchmark Reform.
- g) Ind AS 105: Non-current assets held for sale and discontinued operations – The amendment substitutes the definition of "fair value less costs to sell" with "fair value less costs of disposal"
- h) Ind AS 106: Exploration for and evaluation of mineral resources – The amendment has been made in reference to the Conceptual Framework for Financial Reporting under Indian Accounting Standards in respect of expenditures that shall not be recognized as exploration and evaluation assets.
- i) Ind AS 107: Financial Instruments: Recognition, Presentation and Disclosure – The amendment clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform like
 - a. the nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
 - b. the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition.
- j) Ind AS: 111 Joint Arrangements – In order to maintain consistency with the amendments made in Ind AS 103, respective changes have been made in Ind AS 111.
- k) Ind AS 114: Regulatory Deferral Accounts – The amendment clarifies that an entity may only change its accounting policies for the recognition, measurement, and impairment & derecognition of regulatory deferral account balances if the change makes the financial statements more relevant to the economic decision-making needs of users and no less reliable.
- l) Ind AS 115: Revenue from Contracts with Customers – Certain amendments have been made in order to maintain consistency with number of paragraphs of IFRS 15.
- m) Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors – In order to maintain consistency with the amendments made in Ind AS 114 and to substitute the word 'Framework' with the 'Conceptual Framework of Financial Reporting in Ind AS', respective changes have been made in the standard.

CYBER MEDIA (INDIA) LIMITED

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

- n) Ind AS 16: Property, Plant and Equipment –The amendment has been made by substituting the words “Recoverable amount is the higher of an asset’s fair value less costs to sell and its value in use” with “Recoverable amount is the higher of an asset’s fair value less costs of disposal and its value in use”.
- o) Ind AS 34: Interim Financial Reporting –The amendments to this standard are made in reference to the conceptual framework of Financial Reporting in Ind AS.
- p) Ind AS 37: Provisions, Contingent Liabilities and Contingent Assets – The amendment substitutes the definition of the term ‘Liability’ as provided in the Conceptual Framework for Financial Reporting under Indian Accounting Standards.
- q) Ind AS 38: Intangible Assets – The amendment substitutes the definition of the term ‘Asset’ as provided in the Conceptual Framework for Financial Reporting under Indian Accounting Standards.

These amendments have either no applicability to the Company or if applicable, the impact is either immaterial or presently being ascertained.

3. Significant Accounting Policies

3.1 Statement of Compliance

These Financial Statements have been prepared in accordance with the Indian Accounting Standards (referred to as Ind AS) to comply with the Companies (Indian Accounting Standards) Rules 2015, as amended specified under Section 133 of the Companies Act, 2013, and the relevant provisions of the Companies Act, 2013.

3.2 Basis of preparation and presentation (Refer management assessment on going concern at note 3.21)

The Financial Statements are prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or liability, the Company takes into account the characteristics of the asset or a liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purpose in these financial statements is determined on such basis except for, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes fair value measurements are categorised into Level 1, 2 or 3

based on the degree to which the inputs for the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- c) Level 3 inputs are unobservable inputs for the asset or liability.

3.3 Use of Estimates

The preparation of financial statements requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management’s judgments are based on previous experience & other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is as under:

1. Formulation of accounting policies

The accounting policies are formulated in a manner that results in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. Those policies need not be applied when the effect of applying them is immaterial.

2. Post-employment benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

3. Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37 ‘Provisions, contingent

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liabilities and contingent assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

d) Income taxes

Significant estimates are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions.

3.4 Revenue recognition

Revenue of all material items and nature are recognized at the time of rendering of sales or Services. If at the time of rendering of services or sales there is significant uncertainty in Ultimate collection of the revenue, then the revenue recognition is postponed and in such Cases revenue is recognized only when it becomes reasonably certain that ultimate collection will be made. When the uncertainty of collection of revenue arises subsequently after the revenue recognition, provision for the uncertainty in the collection is made rather than adjustment in revenue already recognized. Dividend income is recognized when right to receive is established. Interest Income is recognized on time proportion basis taking in to account the amount outstanding and rate applicable.

3.5 Property, Plant and Equipment (PPE)

Property, plant and equipment (PPE) are carried at cost less accumulated depreciation and impairment losses, if any.

The cost of Property, plant and equipment (PPE) comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses, present value of decommissioning costs (where there is a legal or constructive obligation to decommission) and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use. Property, plant and equipment are tested for impairment whenever events or changes in circumstances indicate that an asset may be impaired. If an impairment loss is determined, the remaining useful life of the asset is also subject to adjustment. If the reasons for previously recognised impairment losses no longer exist, such impairment losses are reversed and recognised in income. Such reversal shall not cause the carrying amount to exceed the amount that would have resulted had no impairment taken place during the preceding periods.

Depreciation

Depreciation is recognised for Property, Plant and Equipment (PPE) so as to write-off the cost less residual values over their estimated useful lives. The estimated useful lives, residual values and depreciation method

are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis taking into account commercial and technological obsolescence as well as normal wear and tear.

Depreciation on tangible assets is provided on straight line method, except for vehicles which are depreciated on written down value method, over the useful lives of the assets estimated by Management. Depreciation on assets acquired is provided for the full month, irrespective of the date on which the assets were put to use and depreciation is not provided in the month of sale/discard of an asset.

Depreciation for assets purchased/sold during a period is proportionately charged. Individual low cost assets (acquired for less than Rs.5000) are entirely depreciated in the year of acquisition.

3.6 Inventory

Inventory of newsprint, goods in transit are stated at cost or net realisable value, whichever is lower. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae used are 'First in First Out', 'Average cost', or 'Specific Identification', as applicable. Due allowance is estimated and made for defective and obsolete items, wherever necessary, based on the past experience of the Company.

3.7 Taxation

Income tax expense represents the sum of tax currently payable and deferred tax.

3.7.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

Current tax is determined on the basis of taxable income and tax credits computed for Company, in accordance with the applicable tax rates and the provisions of applicable tax laws applicable to Company in the respective jurisdiction in which it operates.

Advance taxes and provisions for current income taxes are presented in the Balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant taxpaying units intends to settle the asset and liability on a net basis.

3.7.2 Deferred Tax

Deferred tax assets and liabilities are measured using the enacted/substantively enacted tax rates and laws for continuing operations. Deferred tax assets are

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recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses. The carrying amount of deferred tax assets is reviewed at each balance sheet date to reassess realisation.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

3.8 Employee Benefits

Defined contribution plan

A defined contribution plan is a plan under which the Company pays fixed contributions into an independent fund administered by the government/Company administrated Trust. The Company has no legal or constructive obligations to pay further contributions after its payment of the fixed contribution.

Defined benefit plan

The defined benefit plans sponsored by the Company define the amount of the benefit that an employee will receive on completion of services by reference to length of service and last drawn salary. Gratuity is in the nature of a defined benefit plan. The liability recognised in the financial statements in respect of the plan is the present value of the defined benefit obligation net of fair value of plan assets at the reporting date, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated at the reporting date by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of Other Comprehensive Income in the period in which such gains or losses are determined.

Other long-term employee benefits

Liability in respect of compensated absences becoming due or expected to be availed more than one-year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the period in which such gains or losses are determined.

Short-term employee benefits

Expense in respect of other short term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

3.9 Provision, Contingent Liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). Contingent Liability is disclosed after careful evaluation of facts, uncertainties and possibility of reimbursement, unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent liabilities are not recognized but are disclosed in notes.

3.10 Financial instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss (FVTPL) are recognised immediately in the statement of profit and loss.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortized cost

Financial assets are subsequently measured at amortised cost using the effective interest method if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income (OCI) if these financial assets are held within a business whose objective is achieved by both selling financial assets and collecting contractual cash flows, the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. On initial recognition, the Company makes an irrevocable election on an instrument-by-instrument basis to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments, other than equity investment which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. So far, the Company has not elected to present subsequent changes in fair value of any investment in OCI.

Financial assets at fair value through profit or loss ('FVTPL')

Investment in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investment in equity instruments which are not held for trading. Other financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

Impairment of financial assets (other than at fair value)

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. However, for trade receivables, the Company measures the loss allowance at an amount equal to lifetime expected credit losses. In cases where the amounts are expected to be realised up to one year from the date of the invoice, loss for the time value of money is not recognised, since the same is not considered to be material.

Derecognition of financial assets

On derecognition of a financial asset in its entirety, the

difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in profit or loss if such gain or loss.

3.11 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Compound financial instruments

The components of compound instruments are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by issue of fixed number of the Company's own equity instruments in exchange of a fixed amount of cash or another financial asset is an equity instrument. At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortized cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Transaction costs that relate to the issue of the convertible notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible notes using the effective interest method.

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Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3.12 Trade and other Payables

These amounts represent liabilities for goods & services provided to the Company prior to the end of the financial year which are unpaid. These are recognised initially at fair value and subsequently measured at amortised cost using effective interest method.

3.13 Segment reporting

The Company is mainly engaged in Media Business which is identified as the only reportable business segment of the Company in accordance with the requirements of Ind AS 108, 'Operating Segment Reporting', notified under the Companies (Indian Accounting Standards) Rules, 2015. All the operating facilities are located in India. The Company's business activity primarily falls within a single geographical segment.

3.14 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

3.15 Earnings per share

Basic earnings per share are computed by dividing the profit/loss for the year attributable to the shareholders of the parent Company by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit/loss for the year attributable to the shareholders of the parent as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable

had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

3.16 Operating Cycle

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

3.17 Leases

Till 31st March 2019, the Company had adopted Ind AS 17, Leases. In March 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 notifying Ind AS 116, Leases and withdrawing Ind AS 17, Leases. Ind AS 116 is effective from accounting periods beginning from 1st April 2019.

Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognizes a right of use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the erstwhile standard – i.e. lessors continue to classify leases as finance or operating leases. The Company has applied the transition provisions as mentioned in Appendix C to Ind AS 116. There is no financial impact on the Company on adoption of Ind AS 116.

At inception of a contract, the Company assesses whether the contract is, or contains a lease. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration

Company as a lessor

The Company classifies each of its leases as either an operating lease or a finance lease.

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. The depreciation policy for depreciable underlying assets subject to operating leases is consistent with the Company's normal depreciation policy for similar assets.

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Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Company as a lessee

At the contract commencement date, the Company recognizes right – of – use asset and a lease liability. A right – of – use asset is an asset that represents a lessee's right to use an underlying asset for the lease term. The Company has elected not to apply the aforesaid requirements to short term leases (leases which at the commencement date has a lease term of 12 months or less) and leases for which the underlying asset is of low value as described in paragraphs B3 – B9 of Ind AS 116.

A right of use asset is initially measured at cost and subsequently applies the cost mode ie less any accumulated depreciation and any accumulated impairment losses and adjusted for any remeasurement of lease liability. Ind AS 16, Property, Plant and Equipment is applied in depreciating the right – of – use asset.

A lease liability is initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the Company's incremental borrowing rate is used. Subsequently, the carrying amount of the lease liability is increased to reflect interest on lease liability; reduced to reflect the lease payments; and remeasured to reflect any reassessment or lease modifications or to reflect revised in – substance fixed lease payments.

3.18 Critical accounting judgements and key sources of estimation uncertainty

3.18.1 Critical accounting judgements in applying accounting policies

The following are the critical judgements, apart from those involving estimations that the Management have made in the process of applying the Company's accounting policies and that have most significant effect on the amounts recognised in the consolidated financial statements.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and other post-employment medical benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various

assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

3.19 Key Source of estimation uncertainty

Key source of estimation uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, provisions and contingent liabilities.

The areas involving critical estimates are:

Useful lives and residual values of property, plant and equipment

Useful life and residual value of property, plant and equipment are based on management's estimate of the expected life and residual value of those assets. These estimates are reviewed at the end of each reporting period. Any reassessment of these may result in change in depreciation expense for future years (Refer note no 3.5).

Impairment of Property Plant and Equipment

The recoverable amount of the assets has been determined on the basis of their value in use. For estimating the value in use it is necessary to project the future cash flow of assets over its estimated useful life. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in statement of profit or loss.

Valuation of Deferred tax assets

Deferred tax assets are recognised only to the extent it is considered probable that those assets will be recoverable. This involves an assessment of when those deferred tax assets are likely to reverse and a judgment as to whether or not there will be sufficient taxable profits available to offset the tax assets when they do reverse. The Company reviews the carrying amount of deferred

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tax assets at the end of each reporting period. Any change in the estimates of future taxable income may impact the recoverability of deferred tax assets.

3.20 Going concern

During the year, the company impaired investments and wrote off dues from subsidiaries totalling to Rs. 2595.35 lakhs (see exceptional items in statement of profit & loss). This resulted in a negative net worth of Rs. 1475.16 lakhs at the end of the year. However current liabilities remained lower than overall assets and in the opinion of the management, the company's ability to conduct business and meet liabilities remained unaffected considering the market value of land and buildings owned by the Company, valued at cost currently and the equity investment in Cyber Media Research and Services Limited.

3.21 Foreign Currency Transaction

Functional and presentation currency

Items included in the financial statements of entity are measured using currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is entity's functional and presentation currency.

Transactions and Balances

Transactions in foreign currencies are initially recorded at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.

3.22 Dividend

Dividends and interim dividends payable to the Company's shareholders are recognized as changes in equity in the period in which they are approved by the shareholders' meeting and the Board of Directors respectively.

3.23 Material Prior Period Error

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest period presented, the opening balances of assets, liabilities and equity for the earliest period presented, are restated.

3.24 Subsequent Event

As per National Company Law Tribunal's website, Pridhvi Asset Reconstruction and Securitisation Company Limited has filed following applications, still to be admitted, before the Hon'ble National Company Law Tribunal, New Delhi Bench under the Insolvency and Bankruptcy Code, 2016, alleging default of Rs. 30.65 crore, against:

- a) The Holding Company; Cyber Media (India) Limited
- b) Cyber Media Research & Services Limited, material subsidiary of the Company, Corporate Guarantor; and
- c) Mr. Pradeep Gupta, Chairman & Managing Director of the Company, Personal Guarantor.

The aforesaid parties are seeking appropriate legal advice and shall take all necessary steps to protect their interest.

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NOTE 3 : PROPERTY, PLANT & EQUIPMENT

Particulars	GROSS BLOCK				DEPRECIATION/AMORTIZATION				NET BLOCK	
	As At 01-04-2020	Additions	Deductions	As At 31.03.2021	As At 01-04- 2020	For the Year	Adjustment/ Deductions	As At 31.03.2021	As At 31.03.2021	As At 31-03-2020
Tangible Assets										
Freehold Land	40.36	-	-	40.36	-	-	-	-	40.36	40.36
Building	234.58	-	-	234.58	1.99	4.91	-	6.90	227.68	232.59
Computers	5.43	0.53	-	5.96	2.11	0.42	-	2.53	3.42	3.31
Equipment & Installations	1.80	-	-	1.80	0.97	0.13	-	1.10	0.70	0.83
Airconditioner	4.88	-	-	4.88	0.30	0.07	-	0.36	4.51	4.58
Generator	6.98	-	-	6.98	4.71	-	-	4.71	2.27	2.27
Vehicles	6.37	-	-	6.37	1.26	0.75	-	2.02	4.35	5.11
Total	300.39	0.53	-	300.92	11.34	6.28	-	17.62	283.30	289.05

The symbolic possession of Company's properties being the Cyber House at Gurugram and one flat at Bangalore is with the lender, Pridhvi Asset Reconstruction and Securitisation Company Ltd.

NOTE 4 : INTANGIBLE ASSETS

Particulars	GROSS BLOCK				DEPRECIATION/AMORTIZATION				NET BLOCK	
	As At 01-04-2019	Additions	Deductions	As At 31.03.2021	As At 01-04-2020	For the Year	Adjustment/ Deductions	As At 31.03.2021	As At 31.03.2021	As At 31-03-2020
Software	12.39	-	-	12.39	1.87	2.48	-	4.35	8.04	10.51
Total	12.39	-	-	12.39	1.87	2.48	-	4.35	8.04	10.51

CYBER MEDIA (INDIA) LIMITED**NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS****NOTE 6 : NON CURRENT INVESTMENTS****(Rs. in Lakhs)**

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Number	Amount	Number	Amount
NON CURRENT INVESTMENTS				
Trade Investments (in Equity Shares)				
Unquoted				
In associates - at cost				
Cyber Media Foundation Limited	173,125	17.31	173,125	17.31
Equity shares of Rs.10 each fully paid				
In Subsidiaries - at cost				
Unquoted				
Cyber Media Research & Services Limited	442,000	7.37	442,000	7.37
Equity shares of Rs.10 each fully paid				
Cybermedia Digitix Limited	10,000	1.00	10,000	1.00
Equity shares of Rs.10 each fully paid				
Cyber Astro Limited	75,000	7.50	75,000	7.50
Equity shares of Rs.10 each fully paid				
Cyber Media Services Limited	-	-	-	-
Equity shares of Rs.10 each fully paid				
Other investments				
Unquoted				
Cheekotel Venture Fund Pvt. Ltd.	750,000	45.00	750,000	45.00
Equity shares of Rs.6 each fully paid				
AnyTime Media Pvt. Ltd.	250,000	25.00	250,000	25.00
Equity shares of Rs.10 each fully paid				
Resonant Electronics Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid				
Ceantra Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid				
Fitnano Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid				
Starbru Techsystems Pvt. Ltd.	834	0.08	834	0.08
Equity Shares of Rs.10/-each fully paid				
Stemrobo Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid				
Univlabs Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid				
AJ Simply Purify Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid				
Doorastha Analytics Pvt. Ltd.	183	0.02	183	0.02

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Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Number	Amount	Number	Amount
Equity Shares of Rs.10/-each fully paid EVI Technologies Pvt. Ltd.	186	0.02	186	0.02
Equity Shares of Rs.10/-each fully paid Trydan Motors Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid ODD Informatics Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid Genelek Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid Sasakyan Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid Concinnity Agro20 Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid Geneosigin Business Solution Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid Iotomation Ecotech Pvt. Ltd.	242	0.02	242	0.02
Equity Shares of Rs.10/-each fully paid Concinnity Agro2o Private Limited	4501	0.45	-	-
Equity Shares of Rs.10/-each fully paid				
Total		<u>103.97</u>		<u>103.52</u>

Notes:**5.1 Details of significant investment in subsidiaries/associates**

Name of the subsidiary/Associate	Principle Place of Business	Proportion of ownership interest and voting right held in subsidiaries/ associates		Method of Valuation
		As at 31st March, 2021	As at 31st March, 2020	
Aggregate amount of impairment in value of investments				
Cyber Media Foundation Limited	India	34.63%	34.63%	Cost
Cyber Media Research & Services Limited	India	49.11%	49.11%	Cost
Cyber Astro Limited (through Board's control)	India	37.50%	37.50%	Cost
Cyber Media Services Limited	India	100%	-	Cost
Cybermedia Digitix Limited	India	100%	100%	Cost

*10% Equity Shares of Cyber Media Research & Services Ltd. are held through Cybermedia Digitix Ltd., Wholly Owned Subsidiary of the Company.

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NOTE 6 : LOANS

(Rs. in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Non Current		
Unsecured, considered good		
Security deposits (at amortized cost)	1.52	2.10
Total	1.52	2.10
Current		
Unsecured, considered good		
Security deposits (at amortized cost)	-	-
Total	-	-

NOTE 7 : DEFERRED TAX ASSETS / LIABILITIES (NET)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Deferred tax assets		
Disallowance under the Income Tax Act		
- Opening Balance	31.91	31.91
- Add : During the year	-	-
	31.91	31.91
Carry Forward Losses		
- Opening Balance	511.34	511.34
- Add : During the year	-	-
	511.34	511.34
TOTAL (A)	543.24	543.24
Deferred tax liabilities		
Related to Fixed Assets		
- Opening Balance	81.88	81.88
- Add : During the year	-	-
	81.88	81.88
TOTAL (B)	81.88	81.88
Net deferred tax assets / liabilities (A-B)	461.36	461.36

NOTE 8 : OTHER ASSETS

Particulars	As at 31st March, 2021	As at 31st March, 2020
Non current assets		
Security deposits	-	-
Capital advances	37.00	37.00
Total	37.00	37.00
Current assets		
Advances other than capital advances		
- Prepaid Expenses	1.03	1.79
- Advances to Customers	24.40	6.19
- Other advances -Imprest	0.14	2.90
Total	25.57	10.87

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NOTE 9: INVENTORIES**(Rs. In Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Inventories		
(Valued at lower of cost or Net realizable value)		
Raw materials		
Purchase-Paper Account	1.12	1.51
Total	<u>1.12</u>	<u>1.51</u>

NOTE 10: TRADE RECEIVABLES

Particulars	As at 31st March, 2021	As at 31st March, 2020
Unsecured, considered good		
Exceeding 6 months from payment due date	40.03	128.16
Other Trade receivables	166.94	78.00
Total trade receivables	<u>206.97</u>	<u>206.15</u>

Trade receivable includes amount due from Subsidiary/Associates on account of expenses incurred on behalf

Note 11: Cash & cash equivalents

Particulars	As at 31st March, 2021	As at 31st March, 2020
Cash on hand	0.24	0.29
Fixed Deposits	1.10	1.63
Balances with banks	114.56	21.07
Total	<u>115.91</u>	<u>22.99</u>
Other Bank balances		
Margin Accounts	9.41	8.69
Total	<u>9.41</u>	<u>8.69</u>

Note 12: Current tax assets / liabilities (net)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Prepaid income - taxes	76.75	71.33
Less: provisions for income- tax	5.15	5.15
Total	<u>71.60</u>	<u>66.18</u>

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 13: Share capital**(Rs. In Lakhs)**

Particulars	As at	
	31st March, 2021	31st March, 2020
Authorised Share Capital		
1,57,00,000 fully paid equity shares of Rs. 10 each (as at 31 March, 2020: 1,43,50,000)	1,570.00	1,435.00
Total	1,570.00	1,435.00
Issued, Subscribed and Fully Paid-up		
1,56,67,242 fully paid equity shares of Rs. 10 each (as at 31 March, 2020: 1,28,67,242)	1,566.72	1,286.72
Total	1,566.72	1,286.72

See notes (i) to (iii) below

(i) RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING IS SET OUT BELOW:

Particulars	As at		As at	
	31st March, 2021		31st March, 2020	
	Number of Shares	Amount	Number of Shares	Amount
Shares outstanding at the beginning of the year	12,867,242	1,286.72	12,867,242	1,286.72
Shares issued during the year	2,800,000	280.00	-	-
Shares outstanding at the end of the year	15,667,242	1,566.72	12,867,242	1,286.72

(ii) DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES:

Name of the Shareholder	As at		As at	
	31st March, 2021		31st March, 2020	
	Number of Shares	% held	Number of Shares	% held
Equity shares of Rs.10 each fully paid				
Pradeep Gupta	6,461,236	41.24	4,661,236	36.23
Sudha Bala Gupta	1,017,683	6.50	1,017,683	7.91
Dhaval Gupta	1,922,697	12.27	922,697	7.17
Vimgi Investments Private Limited	-	-	1,100,000	8.55
Sal Advisors Private Limited	-	-	693,280	5.39
Presan Consultants Private Limited	1,300,000	10.10	-	-
Sanjay Dutt	699,940	5.44	-	-
	11,401,556	75.55	8,394,896	65.24

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NOTE 14 : OTHER EQUITY**(Rs. in Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Retained Earnings	(5,880.26)	(5,844.40)
General Reserve	1,439.31	1,439.31
Securities Premium	1,530.34	1,530.34
Capital Reserve	112.86	112.86
Total	(2,797.75)	(2,761.89)

Note 14.1 Retained Earnings**(Rs. In Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of year	(5,844.40)	(3,193.09)
Profit/(Loss) for the year	(35.86)	(2,651.30)
Balance at the end of the year	(5,880.26)	(5,844.40)

The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the financial statements of the Company and also considering the requirements of the Companies Act 2013. Thus, the amounts reported above are not distributable in entirety.

Note 14.2 Securities Premium**(Rs. In Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of year	1,439.31	1,439.31
Changes during the year	-	-
Balance at the end of the year	1,439.31	1,439.31

Securities premium is credited when shares are issued at premium. It can be used to issue bonus shares, to provide for premium on redemption of shares and issue expenses of securities which qualify as equity instruments.

Note 14.3 General Reserve**(Rs. In Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of year	1,530.34	1,530.34
Changes during the year	-	-
Balance at the end of the year	1,530.34	1,530.34

General Reserve: Under the erstwhile Companies Act 1956, General Reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

Note 14.4 Capital Reserve**(Rs. In Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of year	112.86	112.86
Changes during the year	-	-
Balance at the end of the year	112.86	112.86

Capital Reserves: Capital reserve is utilised in accordance with provision of the Act.

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 15 : Borrowings**(Rs. In Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Non current		
Secured Loans - Term		
Pridhivi Asset Reconstruction & Securitisation Co.	-	-
Unsecured		
Others	-	-
Pradeep Gupta -Loan	-	286.46
Total	-	286.46
Current		
Secured Loans - Term		
Pridhivi Asset Reconstruction & Securitisation Co.	1,326.48	1,254.48
Unsecured		
Others	158.00	45.00
Total	1,484.48	1,299.48

Interest rates of Unsecured Loan are as set out as below:-**(Rs. In Lakhs)**

	Interest Rates	Amount
Kanu Doshi Associates LLP	21.00	15.24
KDA Corporate Advisors LLP-Advance	21.00	30.65

NOTE 16 : OTHER LIABILITIES**(Rs. In Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Non Current liabilities		
Security Deposit	298.80	290.05
Total	298.80	290.05
Current liabilities		
Advance payments for which value is still to be given	0.65	21.07
Statutory Dues	65.10	121.20
Total	65.76	142.27

Note 17 : PROVISIONS**(Rs. In Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Non current		
Provision for Gratuity	33.70	34.96
Provision for Leave Encashment	11.77	12.05
Total	45.47	47.02
Current		
Provision for Gratuity	19.36	21.73
Provision for Leave Encashment	8.90	9.15
Total	28.26	30.88

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 18: Trade payables**(Rs. In Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Total outstanding dues of micro enterprises and small enterprises	2.00	5.19
Total outstanding dues of creditors other than micro and small enterprises	632.02	593.76
Total	634.02	598.95

Note 19: Revenue from operations**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Sale of products	485.18	378.50
Sale of services	280.89	253.03
Total	766.07	631.53

Note 20: Trade payables**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Other income		
Interest income	3.66	0.07
Credit Balances Written Back	-	-
Difference in Exchange -Cr	(0.10)	-
Forex Gain/ Loss A/c	0.99	-
Notice Pay (Cr)	-	0.02
Raddi/Scrap Sales	0.07	1.39
Rental Income - HR	5.08	17.27
Rounding Off	0.00	0.00
Profit on Sale of Investments	-	45.51
Profit on Sale of Assets	-	114.40
Total	9.70	178.67

Note 21: Trade payables**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Direct Expenses		
Printing & Processing	2.17	30.22
Content Expenses	264.83	192.56
Packing & Despatch	0.36	15.19
Total	267.36	238

CYBER MEDIA (INDIA) LIMITED**NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS****NOTE 22: COST OF MATERIALS CONSUMED****(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Cost of materials consumed		
Inventory at the beginning of the year	1.51	4.59
Add : Purchases	(0.40)	15.54
	1.11	20.13
Less : Inventory at the end of the year	1.12	1.51
Cost of materials consumed	(0.01)	18.62

NOTE 23: EMPLOYEE BENEFITS EXPENSES**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Employee benefits expenses		
Salaries & wages	248.19	287.89
Contribution to provident & other funds	9.47	10.14
Professional Expenses	66.89	50.73
Staff welfare expenses	3.92	6.56
Staff Recruitment and Training	1.59	1.24
Total	330.05	356.56

NOTE 24: FINANCE COSTS**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Interest	91.64	106.04
Other borrowing costs	-	-
Total	91.64	106.04

NOTE 25: DEPRECIATION AND AMORTIZATION EXPENSE**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Depreciation of tangible assets	6.28	6.49
Amortization of intangible assets	2.48	1.87
Total	8.76	8.36

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NOTE 26: OTHER EXPENSE**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Power & Fuel	11.18	31.42
Rent	-	1.49
Repairs to Building	6.31	14.35
Repairs to Machinery	0.75	0.61
Insurance	0.88	0.72
Rates & Taxes (excluding Income Tax)	15.15	7.78
Miscellaneous expenses	14.82	20.15
Exchange difference	1.59	0.24
Payment to Auditors	3.40	3.38
Legal and Professional charges	27.19	18.25
Correspondence & Communication	6.70	8.20
Travelling & Conveyance	4.30	14.59
Debit Balances Written Off	20.43	17.98
Loss / (profit) on sale of fixed assets (net)	-	-
Total	112.69	139.16

		Year ended 31st March, 2021	Year ended 31st March, 2020
26.1	Payment to Auditors		
	• Statutory audit fee	2.75	2.75
	• Limited Review	0.30	0.30
	• Tax audit fees	0.20	0.33
	• Certificate and other fees	0.15	-
	• Reimbursement of expenses.	-	-
	TOTAL	3.40	3.38
26.2	Miscellaneous expenditure includes the following:		
	Advertisement & Publicity	1.70	1.82
	Bank Charges	0.43	0.36
	Directors Fees	-	-
	Lease & Hire Charges	1.89	0.86
	Membership -Professional Bodies	1.81	2.05
	Newspaper, Books & Periodicals	0.06	0.12
	other miscellaneous expenses	5.50	2.97
	Printing & Stationary	0.75	1.72
	R & M Others	1.28	2.93
	Vehicle Running & Maintenance	1.41	7.33
	Interest	-	-
		14.82	20.15

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NOTE 27: EXCEPTIONAL ITEMS**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Investment/balances/Goodwill of CMILLC wholly owned foreign subsidiary impaired	-	2,595
Total	-	2,595

NOTE 28: TAX EXPENSE**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Current tax	-	-
Deferred tax	-	-
Earlier year adjustment	-	-
Total	-	-

NOTE 29: OTHER COMPREHENSIVE INCOME**(Rs. In Lakhs)**

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Items that will not be reclassified to profit or loss	(1.14)	0.56
Income tax relating to items that will not be reclassified to profit or loss	-	-
Items that will be reclassified to profit or loss	-	-
Income tax relating to items that will be reclassified to profit or loss	-	-
Total	(1.14)	0.56

Note 29: Segment Reporting

The Company is mainly engaged in Media Business which is identified as the only and primary business segment of the company. Therefore, no further information is required to be disclosed. Further all the operating facilities are located in India. There are no reportable segments in accordance with the requirements of Ind AS 108 'Operating Segment Reporting', notified under the Companies (Indian Accounting Standards) Rules, 2015.

29.1 Geographical information

- a. The Company is domiciled in India. The amount of its revenue from external customers broken down by location of customers in tabulated below:

(Rs. In Lakhs)

Geography	As at 31st March, 2021	As at 31st March, 2020
India	748.74	616.62
Outside India	17.33	14.91
	766.07	631.53

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

b. Information regarding geographical non-current assets is as follows: (Rs. In Lakhs)

Geography	As at 31st March, 2021	As at 31st March, 2020
India	895.19	903.55
Outside India	-	-
	895.19	903.55

29.2 Information about major customers

Out of the total revenue of Rs. 766.07 Lakhs (Rs. 631.53 lakhs : 31st March 2020) for 31st March 2021, no customer have 10% or more of the total revenue.

Note 30: Earnings per share

Basic earnings per equity share has been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the year.

Geography	As at 31st March, 2021	As at 31st March, 2020
Profit after tax (Rs. in Lakhs)	(34.72)	(2,651.86)
Number of equity shares	15,667,242	12,867,242
Weighted average number of equity shares used in computing the basic earnings per share	15,667,242	12,867,242
Basic and Diluted earnings per share of Rs. 10 each	(0.22)	(20.61)
Face value per share (in Rs.)	10	10

Note 31: Contingent Liabilities

There was no contingent liability as on 31st March, 2020 and 31st March 2021.

Note 32: Statutory Demands by revenue authorities disputed in various forums are as under:

S. NO	Statute	Nature of Dues	Amount (Rs.)	Period of which amount relates	Forum which dispute is pending
1	Income Tax Act, 1961	Tax on Regular Assessment u/s 143(3) of Income Tax Act, 1961	-	Financial Year ended 31.03.2017	CIT(A), Delhi-II
2	Income Tax Act, 1961	Tax on Regular Assessment u/s 143(1) of Income Tax Act, 1961	44.47	Financial Year ended 31.03.2006	High Court of Delhi
3	Income Tax Act, 1961	Tax on Regular Assessment u/s 143(3) of Income Tax Act, 1961	1.03	Financial Year ended 31.03.2006	Set aside case The Assessing officer, New Delhi
4	Tamilnadu General Sales Tax Act, 1959 (TNGST Act)	Penalty under Section 12(3) (b) of the TNGST Act	46.64	2001-02 (Transfer under the Scheme of Amalgamation)	Tamilnadu Sales Tax Appellant Tribunal has vide its order dated 15th March, 2010 has set aside the matter to the file of Assessing Officer to decide the matter a fresh. The Company has deposited Rs. 56,09,359/- against the alleged demand.
5	Tamilnadu General Sales Tax Act, 1959 (TNGST Act)	Sales tax Demand Under TNGST Act	31.56	2001-02 (Transfer under the Scheme of Amalgamation)	
6	Central Sales Tax Act, 1959 (CST Act)	Penalty under section 9(2) read with Section 12(3) (b) of the TNGST Act	64.74	2001-02 (Transfer under the Scheme of Amalgamation)	
7	Central Sales Tax Act, 1959 (CST Act)	Sales Tax Demand Under CST Act	43.23	2001-02 (Transfer under the Scheme of Amalgamation)	

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 33: Operating Lease

The Company has taken various offices under cancellable lease agreement. There are no non-cancellable leases. Lease payment recognized under cancellable lease for the year 31st March 2021 is Nil. (31st March 2020 Rs 1.49 Lakhs)

Note 34: Related party disclosures**a. Related parties and their relationships**

Nature of Relationship	Name of Related Party
i. Subsidiaries	Cyber Astro Limited Cyber Media Research & Services Limited Cybermedia Digitix Limited Cyber Media Services Limited
ii. Subsidiaries of subsidiary	Cyber Media Services Pte Limited
iii. Associates	Cyber Media Foundation Limited
iv. Key Management Personnel	Pradeep Gupta (Chairman & Managing Director) Dhaval Gupta (Whole-Time Director) Anoop Singh (Company Secretary) Sankaranarayanan V. V. (CFO)

Note 34: Related Party Disclosures**b. Details of transactions and outstanding balances with related parties**

(Rs. In lakhs)

Transactions/Outstanding Balances	Financial Year	Associates	Subsidiaries	Key managerial personnel	Relative of Key Management Personnel	Total
Transactions						
i. Purchase & Other expenses	2020-21	-	-	-	-	-
	2019-20	-	-	-	-	-
ii. Salaries & Related cost**	2020-21			27.25	-	27.25
	2019-20			23.65	-	23.65
Outstanding Balances						
iii. Sundry Debtors	2020-21	-	-	-	-	-
	2019-20	-	-	-	-	-
iv. Investments	2020-21	17.31	15.87	-	-	33.18
	2019-20	17.31	15.87	-	-	33.18

** Entity does not pay any gratuity or leave encashment to Key Managerial Personnel.

The Company has recognised Rs. 7.49 lakhs (31st March, 2020: 8.17 lakhs) in statement of profit and loss as Company's contribution to provident fund.

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 35: Employee Benefits**A Defined Contribution plans**

The Company has recognised Rs. 8.86 lakhs (31st March, 2019: Rs. 9.73 lakhs) in statement of profit and loss as Company's contribution to provident fund.

B.1. Defined Benefit plans- Gratuity

The Company has a defined benefit gratuity plan, where under employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn basic salary) for each completed year of service subject to a maximum limit of Rs. 2,000,000 in terms of the provisions of Gratuity Act, 1972. Vesting occurs upon completion of 5 years of service

i. The principal assumptions used for the purpose of the actuarial valuation were as follows:

Assumptions	As at 31st March, 2021	As at 31st March, 2020
Economic Assumptions		
Discount rate	4.80%	5.30%
Salary escalation	3.00%	3.00%
Demographic Assumptions		
Retirement Age	58	58
Mortality rates inclusive of provision for disability	100% of IALM (2012-14)	100% of IALM (2012-14)
Attrition at Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
-All ages	30%	30%

ii.

Movements in present value of the defined benefit obligation	As at 31st March, 2021	As at 31st March, 2020
Present value of obligation as at the beginning of the period	103.24	138.55
Acquisition adjustment Out	-	-
Interest cost	5.47	9.16
Current service cost	7.16	7.85
Past Service Cost including curtailment Gains/Losses	-	-
Benefit paid	(15.70)	(34.72)
Actuarial (Gain)/Loss on arising from Change in Demographics Assumption	-	(0.26)
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	1.34	(4.57)
Actuarial (Gain)/Loss on arising from Experience Adjustment	(4.25)	(12.76)
Liability at the end of the year	97.26	103.24

iii.

Movements in the fair value of plan assets	As at 31st March, 2021	As at 31st March, 2020
Fair Value of plan assets at the beginning of the period / year	-	-
Contribution from the employer	-	-
Actual return on plan assets	-	-
Benefits paid	-	-
Actuarial gain/loss for the year on asset	-	-
Fair value of the plan assets at the end of the period / year	-	-

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

iv.

Amount recognized in the Balance Sheet	As at 31st March, 2021	As at 31st March, 2020
Present Value of the obligation at end	97.26	103.24
Fair value of plan assets at the end of the period /year	-	
Unfunded Liabilities recognised in the Balance Sheet	(97.26)	(103.24)

v.

Expenses recognized in the Statement of Profit and Loss	As at 31st March, 2021	As at 31st March, 2020
Current service cost	7.16	7.85
Past Service Cost including curtailment Gains/Losses	-	-
Net Interest cost	5.47	9.16
Expense recognised in the Statement of Profit and Loss	12.63	17.01

vi.

Other Comprehensive Income	As at 31st March, 2021	As at 31st March, 2020
Net cumulative unrecognized actuarial gain/(loss) opening	-	-
Actuarial (Gain)/Loss on arising from Change in Demographics Assumption	-	(0.26)
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	1.34	(4.57)
Actuarial (Gain)/Loss on arising from Experience Adjustment	(4.25)	(12.76)
Unrecognized actuarial gain/(loss) at the end of the year	(2.91)	(17.60)

vii.

Change in Net benefit Obligations	As at 31st March, 2021	As at 31st March, 2020
Net defined benefit liability at the start of the period	103.50	138.55
Acquisition adjustment		-
Total Service Cost	7.16	7.85
Net Interest cost (Income)	5.47	9.16
Re-measurements	(2.91)	(17.33)
Contribution paid to the Fund	-	-
Benefit paid directly by the enterprise	(15.70)	(34.72)
Net defined benefit liability at the end of the period	97.51	103.50

viii.

Bifurcation of PBO at the end of year in current and non current.	As at 31st March, 2021	As at 31st March, 2020
Current liability (Amount due within one year)	32.91	36.53
Non-Current liability (Amount due over one year)	64.35	66.71
Total PBO at the end of year	97.26	103.24

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

ix.

Sensitivity Analysis of the defined benefit obligation	As at 31st March, 2021	As at 31st March, 2020
a) Impact of the change in discount rate		
-Impact due to increase of 1.00 %	-2.70%	-2.70%
-Impact due to decrease of 1.00 %	2.90%	2.90%
b) Impact of the change in salary increase		
-Impact due to increase of 1.00 %	2.90%	2.90%
-Impact due to decrease of 1.00 %	-2.80%	-2.80%
c) Impact of the change in attrition rate		
-Impact due to increase of 50%	0.50%	0.50%
-Impact due to decrease of 50%	-2.00%	-2.00%
d) Impact of the change in mortality rate		
-Impact due to increase of 10%	0.00%	0.00%
-Impact due to decrease of 10%	0.00%	0.00%

Sensitivities due to mortality and withdrawals are not material & hence impact of change not calculated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the statement of financial position.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

- x. The estimates of future salary increase considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors. The above information is certified by the actuary and relied upon by the auditors.
- xi. The employer's best estimate of contribution expected to be NIL since the scheme is managed on unfunded basis.
- xii. **Maturity profile of Defined Benefit obligation**

Year	As at 31st March, 2021	As at 31st March, 2020
0 to 1 Year	32.91	36.53
2 to 5 Year	61.87	64.98
More than 5 Year	17.26	19.24

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

B.2. Defined Benefit plans- Leave Encashment

The Company has a defined benefit leave encashment plan, where employee gets a leave encashment on departure for number of leaves. Maximum ceiling of 90 leaves.

i. **The principal assumptions used for the purpose of the actuarial valuation were as follows:**

Assumptions	As at 31st March, 2021	As at 31st March, 2020
Economic Assumptions		
Discount rate	4.80%	5.30%
Salary escalation	3.00%	3.00%
Demographic Assumptions		
Retirement Age	58	58
Leave Availment Rate	10.00%	10.00%
Mortality rates inclusive of provision for disability	100% of IALM (2006-08)	100% of IALM (2006-08)
Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
-All ages	30%	30%

ii.

Movements in present value of the defined benefit obligation	As at 31st March, 2021	As at 31st March, 2020
Present value of obligation as at the beginning of the period	41.01	52.85
Acquisition adjustment Out		-
Interest cost	3.50	3.50
Current service cost	6.54	6.54
Benefit paid	(10.84)	(10.84)
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(1.51)	(1.51)
Actuarial (Gain)/Loss on arising from change in demographic assumptions	1.13	1.13
Actuarial (Gain)/Loss on arising from Experience Adjustment	(10.66)	(10.66)
Liability at the end of the year	29.16	41.01

iii.

Amount recognized in the Balance Sheet	As at 31st March, 2021	As at 31st March, 2020
Liability at the end of the period / year	29.16	41.01
Unfunded Liabilities recognised in the Balance Sheet	29.16	41.01

iv.

Expenses recognized in the Statement of Profit and Loss	As at 31st March, 2021	As at 31st March, 2020
Current service cost	6.54	6.54
Net Interest cost	3.50	3.50
Actuarial (gain)/loss on obligations	(12.17)	(11.04)
Expense recognised in the Statement of Profit and Loss	(2.13)	(1.01)

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

v.

Change in Net benefit Obligations	As at 31st March, 2021	As at 31st March, 2020
Net defined benefit liability at the start of the period	26.91	39.88
Acquisition adjustment	-	-
Total Service Cost	6.54	6.54
Net Interest cost (Income)	3.50	3.50
Re-measurements	(11.04)	(12.17)
Contribution paid to the Fund	-	-
Benefit paid directly by the enterprise	(10.84)	(10.84)
Net defined benefit liability at the end of the period	15.06	26.91

vi.

Bifurcation of PBO at the end of year in current and non current.	As at 31st March, 2021	As at 31st March, 2020
Current liability (Amount due within one year)	17.27	17.27
Non-Current liability (Amount due over one year)	23.74	23.74
Total PBO at the end of year	41.01	41.01

vii.

Sensitivity Analysis of the defined benefit obligation	As at 31st March, 2021	As at 31st March, 2020
a) Impact of the change in discount rate		
-Impact due to increase of 1.00 %	-2.30%	-2.30%
-Impact due to decrease of 1.00 %	2.40%	2.40%
b) Impact of the change in salary increase		
-Impact due to increase of 1.00 %	2.40%	2.40%
-Impact due to decrease of 1.00 %	-2.40%	-2.40%
c) Impact of the change in attrition rate		
-Impact due to increase of 50%	-6.20%	-6.90%
-Impact due to decrease of 50%	11.20%	12.60%
d) Impact of the change in mortality rate		
-Impact due to increase of 10%	0.00%	0.00%
-Impact due to decrease of 10%	0.00%	0.00%

Sensitivities due to mortality and withdrawals are not material & hence impact of change not calculated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the statement of financial position.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

viii. The estimates of future salary increase considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors. The above information is certified by the actuary and relied upon by the auditors.

ix. The employer's best estimate of contribution expected to be NIL since the scheme is managed on unfunded basis.

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

x. Maturity profile of Defined Benefit obligation

Year	As at 31st March, 2021	As at 31st March, 2020
0 to 1 Year	17.70	17.27
1 to 2 Year	25.55	25.17
More than 5 Years	4.33	4.30

These plans typically expose the Company to actuarial risks such as Investment risk, salary risk, discount rate risk, mortality risk, withdrawals risk.

Salary risk	The present value of the defined benefit plan liability is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.
Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to Government Bonds Yield. If plan liability is funded and return on plan assets is below this rate, it will create a plan deficit.
Discount rate risk	A decrease in the bond interest rate (discount rate) will increase the plan liability.
Mortality & disability risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants. For this report we have used Indian Assured Lives Mortality (2006-08) ultimate table. A change in mortality rate will have a bearing on the plan's liability.
Withdrawals	Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

Note:

These disclosures are based on the best information that was available with the Company.

Note 36. Financial instruments

36.1 Capital management

The Company manages its capital to ensure that it will be able to continue as going concerns while maximising the return to stakeholders through the optimisation of the debt and equity balance.

Company is not subject to any externally imposed capital requirements.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings less cash and cash equivalents, excluding discontinued operations.

36.1.1 Gearing Ratio

Particulars	As at 31st March, 2021	As at 31st March, 2020
Borrowings - Non - current	-	286.46
Borrowings - Current	1,484.48	1,299.48
Less: Cash and Bank Balances	125.32	31.68
Net Debt	1,359.16	1,554.26
Equity	(1,231.02)	(1,475.16)
Net Debt	1,359.16	1,554.26
Gearing Ratio	(1.10)	(1.05)

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

36.2 Categories of Financial Instruments

The carrying value and fair value of financial instruments by categories as of March 31, 2021 were as follows:

(Rs. In Lakhs)

Particulars	Amortised Cost / Cost	Financial assets/ liabilities at fair value through profit & loss	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total Fair value
Financial assets					
(a) Investments	33.18	70.79		103.97	103.97
(b) Loans	1.52			1.52	1.52
(c) Trade Receivables	206.97			206.97	206.97
(d) Cash and cash equivalents / Other bank balances	125.32			125.32	125.32
Financial Liabilities					
(e) Borrowings	1,484.48			1,484.48	1,484.48
(f) Trade payables	634.02			634.02	634.02

The carrying value and fair value of financial instruments by categories as of March 31, 2020 were as follows:

(Rs. In Lakhs)

Particulars	Amortised Cost / Cost	Financial assets/ liabilities at fair value through profit & loss	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total Fair value
Financial assets					
(a) Investments	33.18	70.34	-	103.52	103.52
(b) Loans	2.10	-	-	2.10	2.10
(c) Trade Receivables	206.15	-	-	206.15	206.15
(d) Cash and cash equivalents / Other bank balances	31.68	-	-	31.68	31.68
Financial Liabilities					
(e) Borrowings	1,585.94	-	-	1,585.94	1,585.94
(f) Trade payables	598.95	-	-	598.95	598.95

36.3 Fair value Hierarchy

Level 1- Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2- Input other than quoted prices included within level 1 that are observable for the asset or liabilities, either directly (i.e as prices) or indirectly (i.e derived from prices).

Level 3- Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2021:

Particulars	As at 31st March, 2021	Fair Value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
Cheekotel Venture Limited	45.00	-	-	45.00
Anytime Media Private Limited	25.00	-	-	25.00
Others	0.79	-	-	0.79

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2021:

Particulars	As at 31st March, 2021	Fair Value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
Cheekotel Venture Limited	45.00	-	-	45.00
Anytime Media Private Limited	25.00	-	-	25.00
Others	0.34	-	-	0.34

36.3.1 Valuation technique used to determine Fair value

These investments are immaterial and current information w.r.t. these are not available with the company. The Company has adopted cost as its fair value as Company expects fair value to be equal to its cost of acquisition.

36.4 Financial risk management objectives and policies

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The company's activities expose it to a variety of financial risks: currency risk, interest rate risk credit risk and liquidity risk. The company's overall risk management strategy seeks to minimise adverse effects from the unpredictability of financial markets on the company's financial performance. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk committee provides assurance to the Company's senior management the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Audit committee reviews and agrees policies for managing each of these risks, which are summarised below.

36.4.1 Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Cash & cash equivalents

With respect to credit risk arising from financial assets which comprise of cash and cash equivalents, the Company's risk exposure arises from the default of the counterparty, with a maximum exposure equal to the carrying amount of these financial assets at the reporting date. Since the counter party involved is a bank, Company considers the risks of non-performance by the counterparty as non-material.

Trade Receivables

Trade Receivables consist of large number of customers spread across India & abroad. Ongoing credit evaluation is performed on the financial conditions of account receivables.

36.4.2 Liquidity and interest risk tables

The following tables detail the company's remaining contractual maturity for its financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay. The contractual maturity is based on the earliest date on which the company may be required to pay.

Particulars	Weighted average effective interest rate	0-1 year	1-3 years	3+ years	On Demand	Total	Carrying Amount
31 March, 2021							
Trade payables		634.02	-	-	-	634.02	634.02
Borrowings		1,484.48	-	-	-	1,484.48	1,484.48
31 March, 2020							
Trade payables		599.10	-	-	-	599.10	599.10
Borrowings		1,299.48	-	-	-	1,299.48	1,299.48

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

36.5 Fair value measurements

This note provides information about how the company determines fair values of various financial assets and financial liabilities.

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

The directors consider that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values.

Particulars	Weighted average effective interest rate	0-1 year	1-3 years	3+ years	On Demand	Total	Carrying Amount
31 March, 2021							
Trade payables		0.01			-	0.01	0.01
Borrowings		55.00			313.05	368.05	368.05
31 March, 2020							
Trade payables		652.97			-	652.97	652.97
Borrowings		124.99			365.99	490.98	490.98

36.5 Fair value measurements

This note provides information about how the company determines fair values of various financial assets and financial liabilities.

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required).

The directors consider that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values.

Note 37: Income Tax**37.1 Income Taxes Recognised in Profit and Loss**

(Rs. In Lakhs)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Current Tax		
In respect of the current year	-	-
In respect of the previous years	-	-
In respect of the prior years	-	-
	-	-
Deferred Tax		
In respect of the current year	-	-
In respect of the previous years	-	-
In respect of the prior years	-	-
	-	-
Total Income Tax Expense Recognised in the Current Year	-	-

CYBER MEDIA (INDIA) LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

The income tax expense for the year can be reconciled to the accounting profit as follows:

(Rs. In Lakhs)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Profit Before Tax	(34.72)	(2,651.86)
Statutory Income tax rate	26.00%	26.00%
Tax at Indian statutory income tax rate	-	-
Effect of income that is exempt from taxation	-	-
Effect of expenses that are not deductible in determining taxable profit	-	-
Adjustment recognised in the current year in relation to the current tax of prior years	-	-
Income tax expense recognised in profit or loss	-	-
Total Income Tax Expense Recognised in the Current Year	-	-

37.2 Income Tax Recognised in Other Comprehensive Income

(Rs. In Lakhs)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Current Tax		
Remeasurements of Defined Benefit Obligation	-	-
Deferred Tax		
Remeasurements of Defined Benefit Obligation	-	-
Total Income Tax Recognised in Other Comprehensive Income	-	-

Note 38: Covid Impact

There has been no significant impact on the operations and financial position of the company on account of the outbreak of the COVID-19 pandemic and the consequential lock-down restrictions imposed by the Government.

Note 39: Approval of financial statements

The financial statements for the year ended 31st March, 2021 were approved by Board of Directors and authorised for issue on May 28, 2021.

As per our report attached
For Goel Mintri & Associates
Chartered Accountants
(Firm Registration No. 013211N)

Sd/-
Gopal Dutt
Partner
Membership No. 520858
UDIN: 21520858AAAAQN3201
Place : New Delhi
Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
Chairman and Managing Director
DIN 00007520

Sd/-
Sankaranarayanan V. V.
Chief Financial Officer

Sd/-
Krishan Kant Tulshan
Director
DIN 00009764

Sd/-
Anoop Singh
Company Secretary

To the Members of**Cyber Media (India) Limited****Opinion**

We have audited the accompanying consolidated Ind AS financial statements of Cyber Media (India) Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the consolidated Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit/loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's 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 financial statements.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Director are responsible for the other information. The other information comprises the Board's Report and the Corporate Governance Report, but does not include the consolidated financial statements, consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated Ind AS financial statements

that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibility

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 with reference to financial statements 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 consolidated 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.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in

our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTER

1. With respect to secured borrowings from Pridhvi Asset Reconstruction and Securitization Company Limited, the interest computation & provision thereon has been made on adhoc basis without any deduction of tax at source by the holding company.. Our opinion is not modified with respect to this matter.
2. As on the balance sheet,
 - (i) in the books of holding company, the following undisputed statutory dues were outstanding for a period of more than six months : (a) GST - ₹ NIL lakhs; (b) TDS - ₹ 11.92 lakhs; & (c) Professional Tax - ₹ NIL lakhs. The Company has written off the following statutory dues outstanding since previous year : (a) Professional Tax - ₹ 1.63 lakhs and (b) Labour Welfare Fund - ₹ 2.03 lakhs.
 - (ii) in the books of Cyber Media Research & Services Limited, a subsidiary company, the following undisputed statutory dues were outstanding for a period of more than six months : (a) GST - ₹ NIL lakhs; (b) TDS - ₹ 33.08 lakhs; & (c) Professional Tax - ₹ NIL lakhs.

Our opinion is not modified with respect to this matter.
3. The financial results (Revenue - ₹ 737.19 lakhs; Profit before tax - ₹ 8.54 lakhs; and profit after tax - ₹ 7.88 lakhs) of Cyber Media Services Pte Limited, a step down foreign subsidiary incorporated in Singapore are based on management report and have not been audited. Our opinion is not modified with respect to this matter.
4. The documents with respect to (a) Fixed deposits issued by banks and (b) margin money for bank guarantees are yet to be provided to us by the Group. Our opinion is not modified with respect to this matter.
5. Debit / credit balances (net) of ₹ 1.94 lakhs have been written off by the Group without confirmation from the parties. Our opinion is not modified with respect to this matter.
6. Sundry Debtors and Creditors Balances are subject to confirmation.

Report on Other Legal and Regulatory Requirements

1. 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.
2. 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 appears from our examination of those books. The company has no branches.
- c) The Balance Sheet, the Statement of Profit and Loss, including the statement of other Comprehensive income, the Cash Flow Statement and Statement of changes in Equity dealt with by this report are in agreement with the books of account;
- d) In our opinion, the aforesaid consolidated Ind AS 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 written representations received from the directors as on 31 March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2021, 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 consolidated Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" 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 Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. As per management information the Company has no pending litigations which can affect the financial position in its consolidated Ind AS financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For Goel Mintri & Associates
Chartered Accountants
(Firm Reg. No. 13211N)**

**Sd/-
Gopal Dutt
Partner, M.No.520858
UDIN:21520858AAAAQO5730**

**Place: New Delhi
Dated: May 28, 2021**

"Annexure 1" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Consolidated financial statements of the Company "**Cyber Media (India) Limited**" for the year ended March 31, 2021:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Property Plant and Equipment 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 title deeds of immovable properties are held in the name of the company.
- 2) (a) The management has conducted the physical verification of inventory at reasonable intervals.
- (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 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 not regularly depositing* undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Cess, Goods and Service Tax and any other statutory dues with the appropriate authorities.
- (a) According to the information and explanations given to us, Following are consolidated undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.

S. No.	Particulars	Amount
01	TDS Payable	46,28,267/-

- b) According to the information and explanation given to us, there are no dues of income tax, GST, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute except previous years outstanding Professional Tax and Labour Welfare fund written off.
- c) According to the Information and explanation given to us the disputed amount of EPF against interest and damage charges for not depositing and delay payment of PF is as below:-

S. No	Particulars	Period	Remarks
1	EPF	04/2013 to 03/2018	Demand raised by EPFO order dated 22.01.2021 u/sec 14B of Rs 15,29,351/-
		04/2010 to 04/2014	Demand raised by EPFO order dated 26.02.2021 u/sec 14B of Rs 1,35,079/-
		07/1997 to 12/2007	Demand raised by EPFO order dated 26.02.2021 u/sec 14B of Rs 77,048/-
2	EPF	04/2013 to 03/2018	Demand raised by EPFO order dated 22.01.2021 u/sec 7Q of Rs 8,17,636/-
		04/2010 to 04/2014	Demand raised by EPFO order dated 26.02.2021 u/sec 7Q of Rs 1,17,516/-
		07/1997 to 12/2007	Demand raised by EPFO order dated 26.02.2021 u/sec 7Q of Rs 53,736/-

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks in current period. The Company has not yet settled the pending amount of Pridhivi Asset Reconstruction & Securitisation Co. only interest provision made against pending amount.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, 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.
- 10) Based upon the audit procedures performed and the information and explanations given 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.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 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) Based upon the audit procedures performed and the information and explanations given 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) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For Goel Mintri & Associates
Chartered Accountants
(Firm Reg. No. 13211N)**

**Sd/-
GopalDutt**

Partner, M.No.520858

UDIN:21520858AAAAQO5730

Place: New Delhi

Date: May 28, 2021

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF CYBER MEDIA (INDIA) 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 Cyber Media (India) Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the Consolidated 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 the 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.

Auditor's 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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. 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 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 and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgement, 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.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting 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 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, 2021, 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 Goel Mintri & Associates
Chartered Accountants
(Firm Reg. No. 13211N)**

**Sd/-
GopalDutt
Partner, M.No.520858
UDIN:21520858AAAAQO5730**

**Place: New Delhi
Date: May 28, 2021**

CYBER MEDIA (INDIA) LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31 MARCH, 2021

(Rs. in lakhs)

PARTICULARS	Note No.	As at 31st March, 2021	As at 31st March, 2020
ASSETS			
Non - current assets			
Property, plant and equipment	3	306.67	311.90
Intangible Assets	4	9.97	25.94
Intangible Assets Under Development	5	73.42	53.45
Financial assets			
Investments	6	88.31	87.86
Loans	7	8.20	8.84
Deferred tax assets (net)	8	694.25	694.25
Other non - current assets	9	39.41	47.31
Total Non - current assets		1,220.24	1,229.55
Current assets			
Inventories	10	1.79	3.03
Financial assets			
Trade receivables	11	892.85	877.04
Cash and cash equivalents	12	290.74	194.16
Bank balances other than above	12	9.41	8.69
Loans	7	-	-
Current tax assets (net)	13	173.43	382.85
Other current assets	9	122.20	52.16
Total Current assets		1,490.41	1,517.94
TOTAL ASSETS		2,710.64	2,747.49
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	1,566.72	1,286.72
Other equity	15	(2,745.20)	(2,717.19)
Total equity attributable to equity holders of the Company		(1,178.47)	(1,430.47)
Non-controlling Interests		2.66	(1.66)
Total Equity		(1,175.81)	(1,432.13)
Liabilities			
Non - current liabilities			
Financial liabilities			
Borrowings	16	731.98	900.28
Other Non current liabilities	17	13.80	5.05
Provisions	18	88.93	68.03
Total Non - current liabilities		834.71	973.36
Current liabilities			
Financial liabilities			
Borrowings	16	1,331.53	1,384.56
Trade payables	19	1,526.70	1,452.53
Other current liabilities	17	142.25	325.48
Provisions	18	51.27	43.69
Total Current liabilities		3,051.74	3,206.26
TOTAL EQUITY & LIABILITIES		2,710.64	2,747.49
The accompanying statement of significant accounting policies and notes to the financial information are an integral part of this Balance Sheet.	1-42		

As per our report attached
For Goel Mintri & Associates
Chartered Accountants
(Firm Registration No. 013211N)

Sd/-
Gopal Dutt
Partner
Membership No. 520858
UDIN:21520858AAAAQO5730
Place : New Delhi
Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
Chairman and Managing Director
DIN 00007520

Sd/-
Sankaranarayanan V. V.
Chief Financial Officer

Sd/-
Krishan Kant Tulshan
Director
DIN 00009764

Sd/-
Anoop Singh
Company Secretary
Membership No. F8264

CYBER MEDIA (INDIA) LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2021

(Rs. In Lakhs)

Particulars	Note No.	Year Ended 31st March, 2021	Year Ended 31st March, 2020
INCOME			
Revenue from operations	20	3,852.72	4,012.84
Other income	21	25.70	191.81
TOTAL INCOME		3,878.42	4,204.64
EXPENSES			
Direct Expenses	22	2,592.64	2,663.76
Cost of materials consumed	23	(0.01)	18.62
Purchases of stock - in - trade	24	10.33	12.84
Changes in inventories of finished goods, stock - in - trade and work - in - progress	25	0.86	0.18
Employee benefits expenses	26	746.27	986.92
Finance costs	27	193.98	178.64
Depreciation and amortization expenses	28	24.17	85.16
Other expenses	29	267.72	306.27
TOTAL EXPENSES		3,835.95	4,252.38
Profit / (loss) before tax and Exceptional items		42.47	(47.74)
Exceptional items	30	-	2,344.42
Profit / (loss) before tax		42.47	(2,392.15)
Tax expense	31		
Current tax		34.45	2.55
Deferred tax		-	360.54
Earlier year adjustment		-	-
Total Tax Expenses		34.45	363.09
Profit/ (loss) for the Year		8.02	(2,755.24)
Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		(31.32)	(6.39)
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Total other comprehensive income		(31.32)	(6.39)
Total comprehensive income for the year		(23.30)	(2,761.63)
Profit for the year attributable to:			
-Owners of the Company		(8.91)	(2,755.93)
-Non-controlling interests		16.93	0.69
Other comprehensive income for the year attributable to:			
-Owners of the Company		(18.87)	(3.46)
-Non-controlling interests		(12.44)	(2.93)
Total comprehensive income for the year attributable to:		(27.79)	(2,759.39)
-Owners of the Company		4.49	(2.24)
-Non-controlling interests		-	-
Earnings per equity share (for continuing operations)	33		
(1) Basic		0.05	(21.41)
(2) Diluted		0.05	(21.41)
The accompanying statement of significant accounting policies and notes to the financial information are an integral part of this Balance Sheet.	1-42		

As per our report attached
For Goel Mintri & Associates
Chartered Accountants
(Firm Registration No. 013211N)

Sd/-
Gopal Dutt
Partner
Membership No. 520858
UDIN: 21520858AAAAAQO5730
Place : New Delhi
Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
Chairman and Managing Director
DIN 00007520

Sd/-
Sankaranarayanan V. V.
Chief Financial Officer

Sd/-
Krishan Kant Tulshan
Director
DIN 00009764

Sd/-
Anoop Singh
Company Secretary
Membership No. F8264

CYBER MEDIA (INDIA) LIMITED
CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2021

(Rs. In Lakhs)

Particulars	Notes	For the Year Ended 31st March, 2021	For the Year Ended 31st March, 2020
A. Cash flow from operating activities			
Profit for the year after tax		8.02	(2,755.24)
Adjustments for:			
Remeasurement of defined benefit plans		(31.32)	(6.39)
Depreciation & Amortization Expenses		24.17	85.16
Income Tax Expense		34.45	363.09
Debit Balances Written Off		56.35	30.01
Profit On Sale Of Assets		-	(113.92)
Interest Income		(18.54)	(0.07)
Interest Expense		193.98	172.74
		267.10	(2,224.61)
Movements in working capital:			
Adjustments for (increase) / decrease in operating assets:			
Inventories		1.25	221.62
Trade Receivables		(72.53)	195.81
Other Non-current assets		7.90	
Other current assets		(70.04)	34.32
Adjustments for increase / (decrease) in operating liabilities:			
Provisions		28.49	(59.57)
Trade payables		74.16	688.78
Other current liabilities		(183.23)	(345.48)
Other Non-current liabilities		8.75	(13.93)
Cash generated from operations		61.85	(1,503.05)
Income tax Refund/(Paid)		174.98	(75.25)
Net cash generated by operating activities (A)		236.83	(1,578.30)
B. Cash flow from investing activities			
Sale Of Property, Plant & Equipment			117.31
Sale Of Intangible Assets			717.55
Sale Of Goodwill			759.05
Acquisition Of Property, Plant & Equipment		(2.98)	(2.09)
Acquisition of other Intangible Assets			(12.39)
Acquisition Of Intangible Assets under Development		(19.97)	(53.45)
Interest Received		18.54	0.07
Loans		0.64	10.31
Purchase Of Investments		(0.45)	806.54
Bank Balance Other Than Cash & Cash Equivalentents		(0.72)	-
Net cash generated by/(used in) investing activities (B)		(4.93)	2,342.91

CYBER MEDIA (INDIA) LIMITED
CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2021

Particulars	Notes	For the Year Ended 31st March, 2021	For the Year Ended 31st March, 2020
C. Cash Flow from financing activities			
Proceeds from long term borrowings			(610.46)
Payment of Long term borrowings		(168.30)	
Payment of short term borrowings			(121.54)
Proceeds of short term borrowings		(53.03)	
Proceeds from equity share capital		280.00	-
Interest paid		(193.98)	(172.74)
Net Cash generated by/(used in) financing activities		(135.32)	(904.75)
D. Exchange difference in foreign currency			135.48
Net decrease in Cash and cash equivalents (A+B+C+D)		96.57	(4.67)
Cash and cash equivalents at the beginning of the year		194.16	198.83
Cash and cash equivalents at the end of year end		290.74	194.16
The accompanying statement of significant accounting policies and notes to the financial information are an integral part of this Balance Sheet.	1-42		

As per our report attached
For Goel Mintri & Associates
Chartered Accountants
(Firm Registration No. 013211N)

Sd/-
Gopal Dutt
Partner
Membership No. 520858
UDIN: 21520858AAAAQO5730
Place : New Delhi
Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
Chairman and Managing Director
DIN 00007520

Sd/-
Sankaranarayanan V. V.
Chief Financial Officer

Sd/-
Krishan Kant Tulshan
Director
DIN 00009764

Sd/-
Anoop Singh
Company Secretary
Membership No. F8264

CYBER MEDIA (INDIA) LIMITED**STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2020****a. Equity share capital**

(Rs. In Lakhs)

Particulars	No. of Shares	Amount
Balance at 01.04.2019	12,867,242.00	1,286.72
Changes in equity share capital during the year	-	-
Balance at 31.03.2020	12,867,242.00	1,286.72
Changes in equity share capital during the year	2,800,000.00	280.00
Balance at 31.03.2021	15,667,242.00	1,566.72

b. Other equity

Particulars	Reserves and surplus				Retained earnings	Total other equity
	Foreign Currency Translation Reserve	Capital reserve	General Reserve	Securities Premium		
Balance at 1 April, 2019	1,660.34	755.29	112.86	2,235.31	(3,963.00)	800.80
Add: Profit for the year	-	-	-	-	(2,755.24)	(2,755.24)
Add: Total Other Comprehensive income	-	-	-	-	(6.39)	(6.39)
Less: Bonus issue	-	-	-	-	-	-
Changes during the year	(53.16)	(751.79)	45.84	-	2.75	(756.36)
Balance at 31 March, 2020	1,607.18	3.50	158.70	2,235.31	(6,721.88)	(2,717.19)
Add: Profit for the year	-	-	-	-	8.02	8.02
Add: Total Other Comprehensive income	-	-	-	-	(31.32)	(31.32)
Less: Bonus issue	-	-	-	-	-	-
Changes during the year	53.16	(0.23)	-	-	(57.64)	(4.71)
Balance at 31 March, 2021	1,660.34	3.27	158.70	2,235.31	(6,802.82)	(2,745.20)

See accompanying notes to the financial statements

1-37

As per our report attached
For Goel Mintri & Associates
 Chartered Accountants
 (Firm Registration No. 013211N)

Sd/-
Gopal Dutt
 Partner
 Membership No. 520858
 UDIN: 21520858AAAAQO5730
 Place : New Delhi
 Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
 Chairman and Managing Director
 DIN 00007520

Sd/-
Sankaranarayanan V. V.
 Chief Financial Officer

Sd/-
Krishan Kant Tulshan
 Director
 DIN 00009764

Sd/-
Anoop Singh
 Company Secretary
 Membership No. F8264

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

1. General Information

Cyber Media (India) Limited is a public limited Company / Group incorporated under Indian Companies Act, 1956, having its registered office at D - 74, Panchsheel Enclave, New Delhi - 110017 and Corporate Office at B - 35, Sector 32, Gurugram - 122001, Haryana. The Company / Group is the largest speciality media house in South Asia and amongst India's top five magazine brands. The media business includes several media properties such as Dataquest, PC Quest, Voice & Data, DQ Channels and DQ Week(s). The Company / Group have several websites led by www.CIOL.com, India's largest technology business website. Over the past three decades, the Company / Group has continued to be the torch bearer for technology business, knowledge and information for India's growing industry needs.

The Group consists of associates & joint ventures. Necessary details about the composition of the group is provided in note 6.

2. New amended applicable Indian Accounting Standards

These Financial Statements have been prepared in accordance with the Indian Accounting Standards (referred to as Ind AS) to comply with the Companies (Indian Accounting Standards) Rules 2015, as amended and specified under Section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013.

In July 2020, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2020, notifying certain amendments, as summarized below, to various Ind AS standards. The amendments are effective from accounting periods beginning from 1st April 2020.

In March 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, 2019, notifying Ind AS 116, Leases and consequential amendments to various Ind AS standards. The amendments are effective from accounting periods beginning from 1st April 2019.

Amendments to Ind AS 1, Presentation of Financial Statements and Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors

Ind AS 1 defined the term 'material, as under:

'Omissions or misstatements of items are material if they could, individually or collectively, influence the economic decisions that users make on the basis of financial statements'.

The amendment refines the definition of 'material' which is now as follows:

'Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general – purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity'.

Consequential amendments have been made to the following standards due to revised definition of material:

Ind AS	Title	Description
10	Events after the Reporting Period	Modification in paragraph 21 relating to disclosures of non – adjusting events after the reporting period.
34	Interim Financial Reporting	Modification of paragraph 24 whereby reference of definition of material as given in Ind AS 1 & Ind AS 8 has been removed.
37	Provisions, Contingent Liabilities and Contingent Assets	Modification in paragraph 75 relating to restructuring plan after the reporting period.

This amendment has not affected these financial statements.

Key Amendments to other Ind AS:

Ind AS 116 Leases

The Company / Group is required to adopt Ind AS 116, Leases from 1 April 2019. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognizes a right of use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases. It replaces existing leases guidance, Ind AS 17, Leases.

The Ministry of Corporate Affairs, Government of India in July 2020 vide Companies (Indian Accounting Standards) Rules 2020 inserted a practical expedient which permits lessees not to account for Covid – 19 related rent concessions as a lease modification. As the Company / Group has not availed any Covid- 19 related rent concessions, the practical expedient has no applicability on the Company / Group's financial statements.

Ind AS 12, Income Taxes

Recognition of income tax consequences of dividends:

Clarifies that the income tax consequences of distribution of profits (i.e. dividends), should be recognized when a liability to pay dividend is recognized. The income tax consequences should be recognized in the statement of profit and loss, other comprehensive income or equity according to where the past transactions or events that generated distributable profits were originally recognized. The Company / Group has no impact on application of this amendment on the Company / Group's financial statements.

Ind AS 19, Employee Benefits

Clarifies that when a plan amendment, curtailment or settlement occurs:

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The updated actuarial assumptions used in remeasuring the plan are applied to determine the current service cost and net interest for the remainder of the annual reporting period and the effect of the asset ceiling is disregarded when calculating the gain or loss on any settlement of the plan and is dealt with separately in Other Comprehensive Income. The Company / Group has no impact on application of this amendment on the Company / Group's financial statements.

Amendments to Ind AS 107, Financial Instruments : Disclosures

Amendments to Ind AS 109, Financial Instruments

Prepayment Features with Negative Compensation

The amendments addresses the issues arising from the replacement of existing IBOR based interest rate benchmarks with alternative nearly risk – free interest rates (RFRs) in the context of hedge accounting. These amendments allow hedging relationships affected by the IBOR reform to be accounted for as continuing hedges.

The amendments provide relief on key areas of hedge accounting most notably the hedge effectiveness and the ability to identify LIBR based cash flows for the purpose of designation (re – designation) during the period of the Reform.

It allows particular financial assets with prepayment features that may result in negative compensation - e.g. the lender receives less than the par-amount and accrued interest and effectively compensates the borrower for the borrower's early termination of the contract - to be measured at amortized cost or at Fair Value through Other Comprehensive Income (FVOCI) (subject to the business model assessment). Before the amendments, these instruments were measured at Fair Value through Profit and Loss (FVTPL) because the solely payment of principal and interest (SPPI) criterion would not be met when the party that chooses to terminate the contract early may receive compensation for doing so. The amendments clarify that irrespective of the event or circumstance that causes the early termination of the contract, either party may pay or receive reasonable compensation for that early termination. The amendments remove the requirement for the compensation to be 'additional'. Accordingly, a prepayment amount that is less than the unpaid amounts of principal and interest (or less than the contractual par amount plus accrued interest) may meet the SPPI criterion if it is determined to include reasonable compensation for early termination. The Company / Group has no impact on application of this amendment on the Company / Group's financial statements.

Ind AS 12, Income Tax

Uncertainty over Income Tax treatments

Appendix C in Ind AS 12 is effective from 1st April 2019 and it set out the principles on recognition and measurement principle when there is uncertainty over income tax treatments. An entity shall evaluate whether it is probable that the tax authority shall accept an uncertain tax treatment. If it is probable, the tax base shall be consistent with that of the items used in its income tax filings. If not probable, the Company / Group shall

reflect the effect of uncertainty by using either the most likely amount method or expected value method. If the uncertain tax treatment affects current and deferred tax, the entity shall make consistent judgement and estimates for current and deferred tax. The interpretation is effective for annual reporting periods beginning on or after 1st April 2019, but certain transition reliefs are available. The Company / Group will apply the interpretation from its effective date. The Company / Group has no impact on application of this amendment on the Company / Group's financial statements.

Ind AS 23, Borrowing Costs

Computation of capitalization cost:

The amendment clarifies that in computing the capitalization rate for funds borrowed generally, an entity should exclude borrowing costs applicable to borrowings made specifically for obtaining a qualifying asset, only until the asset is ready for its intended use or sale. Borrowing costs related to specific borrowings that remain outstanding after the related qualifying asset is ready for intended use or for sale would subsequently be considered as part of the general borrowing costs of the entity. The amendment is applicable to borrowing costs incurred on or after the beginning of the annual reporting period beginning on or after 1 April 2019. The Company / Group has no impact on application of this amendment on the Company / Group's financial statements.

Ind AS 103, Business Combinations

Ind AS 111, Joint Arrangements

Remeasurement of previously held interests:

Currently Ind AS 103 defines business as 'an integrated set of activities and assets that is capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or other economic benefits directly to investors or other owners, members or participants'.

The amendment revises the definition as under:

'Business is an integrated set of activities and assets that is capable of being conducted and managed for the purpose of providing goods or services to customers, generating investment income (such as dividends or interest) or generating other income from ordinary activities'.

The amendments also:

- Introduces an optional concentration test to permit a simplified assessment of whether an acquired set of activities and assets is a business or asset acquisition;

Provides additional guidance on how to assess whether an acquired process is substantive, if the acquired set of activities and assets does not have outputs and if it does have outputs.

The amendment is not applicable to the Company.

Ind AS 28, Investment in Associates and Joint Ventures

Long-term interests in associates and joint ventures :

An entity's net investment in its associate or joint venture

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includes investment in ordinary shares, other interests that are accounted using the equity method, and other long-term interests, such as preference shares and long term receivables or loans, the settlement of which is neither planned, nor likely to occur in the foreseeable future. These long-term interests are not accounted for in accordance with Ind AS 28; instead, they are governed by the principles of Ind AS 109. As per para 10 of Ind AS 28, the carrying amount of an entity's investment in its associate and joint venture increases or decreases (as per equity method) to recognize the entity's share of profit or loss of its investee associate and joint venture. Paragraph 38 of Ind AS 28 further states that the losses that exceed the entity's investment in ordinary shares are applied to other components of the entity's interest in the associate or joint venture in the reverse order of their superiority. In this context, the amendments to Ind AS 28 clarify that the accounting for losses allocated to long-term interests would involve the dual application of Ind AS 28 and Ind AS 109. The annual sequence in which both standards are to be applied can be explained in a three step process:

Step 1 : Apply Ind AS 109 independently

Apply Ind AS 109 (such as impairment, fair value adjustments, etc.) ignoring any adjustments to carrying amount of long-term interests under Ind AS 28 (such as allocation of losses, impairment)

Step 2 : True-up past allocations

If necessary, prior years' Ind AS 28 loss allocation is trued up in the current year, because Ind AS 109 carrying value may have changed. This may involve recognizing more prior year's losses, reversing these losses or re-allocating them between different long-term interests.

Step 3 : Book current year equity share

Any current year Ind AS 28 losses are allocated to the extent that the remaining long-term interest years' losses and then allocations are made against long-term interests.

These amendments are applicable from 1 April 2019. Ministry of Corporate Affairs has provided certain transitional provisions for Ind AS 28. Presently the provisions of Ind AS 28 are not applicable to the Company / Group.

2.1 Indian Accounting Standards issued but not yet effective

The Ministry of Corporate Affairs (MCA) vide Notification dated 18 June 2021 has issued new Companies (Indian Accounting Standard) Amendment Rules, 2021 in consultation with the National Financial Reporting Authority (NFRA).

The notification states that these rules shall be applicable with immediate effect from the date of the notification. This means that the amendments are effective for the financial year ended 31 March 2022 onwards.

The amendments are intended to keep the Ind ASs aligned with the amendments made in International Financial Reporting Standards. While, largely, the amendments are clarificatory or editorial in nature, there are significant amendments relating to the extension of COVID 19 related to practical expedient under

Ind AS 116 for lease concessions and practical expedient due to the interbank offered rate (IBOR) interest rates for financial instruments.

The amendments to Ind ASs are in terms of insertion of certain paragraphs, substituting the definition of certain terms used in the standard along with aligning the bare text of Standards with Conceptual Framework of Financial reporting under Ind ASs.

Major amendments notified in the Companies (Ind AS) Amendment Rules, 2021 are provided below:-

- a) Ind AS 116: Leases – The amendments extend the benefits of the COVID 19 related rent concession that were introduced last year (which allowed lessees to recognize COVID 19 related rent concessions as income rather than as lease modification) from 30 June 2021 to 30 June 2022.
- b) Ind AS 109: Financial Instruments – The amendment provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform along. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.
- c) Ind AS 101: Presentation of Financial Statements – The amendment substitutes the item (d) mentioned in paragraph B1 as 'Classification and measurement of financial instruments'. The term 'financial asset' has been replaced with 'financial instruments'.
- d) Ind AS 102: Share-Based Payment – The amendments to this standard are made in reference to the Conceptual Framework of Financial Reporting under Ind AS in terms of defining the term 'Equity Instrument' which shall be applicable for the annual reporting periods beginning on or after 1 April 2021.
- e) Ind AS 103: Business Combinations – The amendment substitutes the definition of 'assets' and 'liabilities' in accordance with the definition given in the framework for the Preparation and Presentation of Financial Statements in accordance with Ind AS for qualifying the recognition criteria as per acquisition method.
- f) Ind AS 104: Insurance Contracts – The amendment covers the insertion of certain paragraphs in the standard in order to maintain consistency with IFRS 4 and also incorporates the guidance on accounting treatment for amendments due to Interest Rate Benchmark Reform.
- g) Ind AS 105: Non-current assets held for sale and discontinued operations – The amendment substitutes the definition of "fair value less costs to sell" with "fair value less costs of disposal"
- h) Ind AS 106: Exploration for and evaluation of mineral resources – The amendment has been made in reference to the Conceptual Framework for Financial Reporting under Indian Accounting Standards in respect of expenditures that shall not be recognized as exploration and evaluation assets.
- i) Ind AS 107: Financial Instruments: Recognition, Presentation and Disclosure – The amendment clarifies the certain additional

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disclosures to be made on account of Interest Rate Benchmark Reform like

- a. the nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- b. the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition.
- j) Ind AS: 111 Joint Arrangements – In order to maintain consistency with the amendments made in Ind AS 103, respective changes have been made in Ind AS 111.
- k) Ind AS 114: Regulatory Deferral Accounts – The amendment clarifies that an entity may only change its accounting policies for the recognition, measurement, and impairment & derecognition of regulatory deferral account balances if the change makes the financial statements more relevant to the economic decision-making needs of users and no less reliable.
- l) Ind AS 115: Revenue from Contracts with Customers – Certain amendments have been made in order to maintain consistency with number of paragraphs of IFRS 15.
- m) Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors – In order to maintain consistency with the amendments made in Ind AS 114 and to substitute the word 'Framework' with the 'Conceptual Framework of Financial Reporting in Ind AS', respective changes have been made in the standard.
- n) Ind AS 16: Property, Plant and Equipment –The amendment has been made by substituting the words "Recoverable amount is the higher of an asset's fair value less costs to sell and its value in use" with "Recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use".
- o) Ind AS 34: Interim Financial Reporting –The amendments to this standard are made in reference to the conceptual framework of Financial Reporting in Ind AS.
- p) Ind AS 37: Provisions, Contingent Liabilities and Contingent Assets – The amendment substitutes the definition of the term 'Liability' as provided in the Conceptual Framework for Financial Reporting under Indian Accounting Standards.
- q) Ind AS 38: Intangible Assets – The amendment substitutes the definition of the term 'Asset' as provided in the Conceptual Framework for Financial Reporting under Indian Accounting Standards.

These amendments have either no applicability to the Company or if applicable, the impact is either immaterial or presently being ascertained.

3. Significant Accounting Policies

3.1 Statement of Compliance

These Financial Statements have been prepared in accordance

with the Indian Accounting Standards (referred to as Ind AS) to comply with the Companies (Indian Accounting Standards) Rules 2015, as amended specified under Section 133 of the Companies Act, 2013, and the relevant provisions of the Companies Act, 2013.

3.2 Basis of consolidation, preparation and presentation (Refer management assessment on going concern at note 3.21)

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Unless otherwise stated, all amounts are stated in Millions of Rupees.

Historical cost is the amount of cash or cash equivalents paid or the fair value of the consideration given to acquire assets at the time of their acquisition or the amount of proceeds received in exchange for the obligation, or at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. Fair value for measurement and/or disclosure purpose in these financial statements is determined on such basis except for, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value.

In addition, for financial reporting purposes fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs for the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- Level 1 -Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 -Inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3- inputs are unobservable inputs for the asset or liability.

Enterprises consolidated as subsidiary in accordance with Indian Accounting standard 110- Consolidated Financial Statement

S. No.	Name of Enterprises	Country of Incorporation	Proportion of Ownership Interest
1.	Cyber media Research & Services limited	India	49.11 %
2.	Cyber Astro Limited	India	37.50 %
3.	Cyber Media Services Limited	India	100 %
4.	Cyber Media Digitex Limited	India	100 %

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3.3 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known/materialised.

3.4 Revenue recognition

Revenue of all material items and nature are recognized at the time of rendering of sales or Services. If at the time of rendering of services or sales there is significant uncertainty in Ultimate collection of the revenue, then the revenue recognition is postponed and in such Cases revenue is recognized only when it becomes reasonably certain that ultimate collection will be made. When the uncertainty of collection of revenue arises subsequently after the revenue recognition, provision for the uncertainty in the collection is made rather than adjustment in revenue already recognized. Dividend income is recognized when right to receive is established. Interest Income is recognized on time proportion basis taking in to account the amount outstanding and rate applicable.

3.5 Property, Plant and Equipment (PPE)

Property, plant and equipment (PPE) are carried at cost less accumulated depreciation and impairment losses, if any.

The cost of Property, plant and equipment (PPE) comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses, present value of decommissioning costs (where there is a legal or constructive obligation to decommission) and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

Property, plant and equipment are tested for impairment whenever events or changes in circumstances indicate that an asset may be impaired. If an impairment loss is determined, the remaining useful life of the asset is also subject to adjustment. If the reasons for previously recognised impairment losses no longer exist, such impairment losses are reversed and recognised in income. Such reversal shall not cause the carrying amount to exceed the amount that would have resulted had no impairment taken place during the preceding periods.

Depreciation

Depreciation is recognised for Property, Plant and Equipment (PPE) so as to write-off the cost less residual values over their estimated useful lives. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate

accounted for on a prospective basis taking into account commercial and technological obsolescence as well as normal wear and tear. Depreciation on tangible assets is provided on straight line method, except for vehicles which are depreciated on written down value method, over the useful lives of the assets estimated by Management. Depreciation on assets acquired is provided for the full month, irrespective of the date on which the assets were put to use and depreciation is not provided in the month of sale/discard of an asset. Depreciation for assets purchased/sold during a period is proportionately charged. Individual low cost assets (acquired for less than Rs.5000) are entirely depreciated in the year of acquisition.

3.6 Inventory

Inventory of newsprint, goods in transit are stated at cost or net realisable value, whichever is lower. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae used are 'First in First Out', 'Average cost', or 'Specific Identification', as applicable. Due allowance is estimated and made for defective and obsolete items, wherever necessary, based on the past experience of the Company / Group.

3.7 Taxation

Income tax expense represents the sum of tax currently payable and deferred tax.

3.7.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

Current tax is determined on the basis of taxable income and tax credits computed for Company / Group, in accordance with the applicable tax rates and the provisions of applicable tax laws applicable to Company / Group in the respective jurisdiction in which it operates.

Advance taxes and provisions for current income taxes are presented in the Balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant taxpaying units intends to settle the asset and liability on a net basis.

3.7.2 Deferred Tax

Deferred tax assets and liabilities are measured using the enacted/substantively enacted tax rates and laws for continuing operations. Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses. The carrying amount of deferred tax assets is reviewed at each balance sheet date to reassess realisation.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss,

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except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

3.8 Employee Benefits

Defined contribution plan

A defined contribution plan is a plan under which the Company / Group pays fixed contributions into an independent fund administered by the government/Company / Group administrated Trust. The Company / Group have no legal or constructive obligations to pay further contributions after its payment of the fixed contribution.

Defined benefit plan

The defined benefit plans sponsored by the Company / Group define the amount of the benefit that an employee will receive on completion of services by reference to length of service and last drawn salary. Gratuity is in the nature of a defined benefit plan. The liability recognised in the financial statements in respect of the plan is the present value of the defined benefit obligation net of fair value of plan assets at the reporting date, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated at the reporting date by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of Other Comprehensive Income in the period in which such gains or losses are determined.

Other long-term employee benefits

Liability in respect of compensated absences becoming due or expected to be availed more than one-year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the period in which such gains or losses are determined.

Short-term employee benefits

Expense in respect of other short term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

3.9 Provision, Contingent Liabilities

Provisions are recognised when the Company / Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company / Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows

estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). Contingent Liability is disclosed after careful evaluation of facts, uncertainties and possibility of reimbursement; unless the possibility of an outflow of resources embodying economic benefits is remote .Contingent liabilities are not recognized but are disclosed in notes.

3.10 Financial instruments

Financial assets and liabilities are recognised when the Company / Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss (FVTPL) are recognised immediately in the statement of profit and loss.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

Cash and cash equivalents

The Company / Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortized cost

Financial assets are subsequently measured at amortised cost using the effective interest method if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income (OCI) if these financial assets are held within a business whose objective is achieved by both selling financial assets and collecting contractual cash flows, the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. On initial recognition, the Company / Group makes an irrevocable election on an instrument-by-instrument basis to present the subsequent changes in fair value in other comprehensive

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income pertaining to investments in equity instruments, other than equity investment which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. So far, the Company / Group has not elected to present subsequent changes in fair value of any investment in OCI.

Financial assets at fair value through profit or loss ('FVTPL')

Investment in equity instruments are classified as at FVTPL, unless the Company / Group irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investment in equity instruments which are not held for trading. Other financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

Impairment of financial assets (other than at fair value)

The Company / Group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company / Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. However, for trade receivables, the Company / Group measures the loss allowance at an amount equal to lifetime expected credit losses. In cases where the amounts are expected to be realised up to one year from the date of the invoice, loss for the time value of money is not recognised, since the same is not considered to be material.

Derecognition of financial assets

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in profit or loss if such gain or loss.

3.11 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a Company / Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its liabilities. Equity instruments issued by the Company / Group

are recognised at the proceeds received, net of direct issue costs.

Compound financial instruments

The components of compound instruments are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by issue of fixed number of the Company / Group's own equity instruments in exchange of a fixed amount of cash or another financial asset is an equity instrument. At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortized cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Transaction costs that relate to the issue of the convertible notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible notes using the effective interest method.

Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method.

Derecognition of financial liabilities

The Company / Group derecognise financial liabilities when, and only when, the Company / Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3.12 Trade and other Payables

These amounts represent liabilities for goods & services provided to the Company / Group prior to the end of the financial year which are unpaid. These are recognised initially at fair value and subsequently measured at amortised cost using effective interest method.

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3.13 Segment reporting

The Company / Group is mainly engaged in Media Business which is identified as the only reportable business segment of the Company / Group in accordance with the requirements of Ind AS 108, 'Operating Segment Reporting', notified under the Companies (Indian Accounting Standards) Rules, 2015. All the operating facilities are located in India. The Company / Group's business activity primarily falls within a single geographical segment.

3.14 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company / Group are segregated based on the available information.

3.15 Earnings per share

Basic earning per share is computed by dividing the profit/loss for the year attributable to the shareholders of the parent Company / Group by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit/loss for the year attributable to the shareholders of the parent as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

3.16 Operating Cycle

Based on the nature of products/activities of the Company / Group and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company / Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

3.17 Leases

Till 31st March 2019, the Company / Group had adopted Ind AS 17, Leases. In March 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 notifying Ind AS 116, Leases and

withdrawing Ind AS 17, Leases. Ind AS 116 is effective from accounting periods beginning from 1st April 2019.

Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognizes a right of use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the erstwhile standard – i.e. lessors continue to classify leases as finance or operating leases. The Company / Group has applied the transition provisions as mentioned in Appendix C to Ind AS 116. There is no financial impact on the Company / Group on adoption of Ind AS 116.

At inception of a contract, the Company / Group assesses whether the contract is, or contains a lease. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration

Company / Group as a lessor

The Company / Group classify each of its leases as either an operating lease or a finance lease.

Leases in which the Company / Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. The depreciation policy for depreciable underlying assets subject to operating leases is consistent with the Company / Group's normal depreciation policy for similar assets.

Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company / Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company / Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Company / Group as a lessee

At the contract commencement date, the Company / Group recognize right – of – use asset and a lease liability. A right – of – use asset is an asset that represents a lessee's right to use an underlying asset for the lease term. The Company / Group has elected not to apply the aforesaid requirements to short term leases (leases which at the commencement date has a lease term of 12 months or less) and leases for which the underlying asset is of low value as described in paragraphs B3 – B9 of Ind AS 116.

A right of use asset is initially measured at cost and

CYBER MEDIA (INDIA) LIMITED

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subsequently applies the cost mode ie less any accumulated depreciation and any accumulated impairment losses and adjusted for any remeasurement of lease liability. Ind AS 16, Property, Plant and Equipment is applied in depreciating the right – of – use asset.

A lease liability is initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the Company / Group's incremental borrowing rate is used. Subsequently, the carrying amount of the lease liability is increased to reflect interest on lease liability; reduced to reflect the lease payments; and remeasured to reflect any reassessment or lease modifications or to reflect revised in – substance fixed lease payments.

3.18 Subsequent events

As per National Company Law Tribunal's website, Pridhvi Asset Reconstruction and Securitisation Company Limited has filed following applications, still to be admitted, before the Hon'ble National Company Law Tribunal, New Delhi Bench under the Insolvency and Bankruptcy Code, 2016, alleging default of Rs. 30.65 crore, against:

- The Holding Company; Cyber Media (India) Limited
- Cyber Media Research & Services Limited, material subsidiary of the Company, Corporate Guarantor; and
- Mr. Pradeep Gupta, Chairman & Managing Director of the Company, Personal Guarantor.

The aforesaid parties are seeking appropriate legal advice and shall take all necessary steps to protect their interest.

3.19 Critical accounting judgements and key sources of estimation uncertainty

3.19.1 Critical accounting judgements in applying accounting policies

The following are the critical judgements, apart from those involving estimations that the Management have made in the process of applying the Company / Group's accounting policies and that have most significant effect on the amounts recognised in the consolidated financial statements.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and other post-employment medical benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

3.20 Key Source of estimation uncertainty

Key source of estimation uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, provisions and contingent liabilities.

The areas involving critical estimates are:

Useful lives and residual values of property, plant and equipment

Useful life and residual value of property, plant and equipment are based on management's estimate of the expected life and residual value of those assets. These estimates are reviewed at the end of each reporting period. Any reassessment of these may result in change in depreciation expense for future years (Refer note no 3.5).

Impairment of Property Plant and Equipment

The recoverable amount of the assets has been determined on the basis of their value in use. For estimating the value in use it is necessary to project the future cash flow of assets over its estimated useful life. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in statement of profit or loss.

Valuation of Deferred tax assets

Deferred tax assets are recognised only to the extent it is considered probable that those assets will be recoverable. This involves an assessment of when those deferred tax assets are likely to reverse and a judgment as to whether or not there will be sufficient taxable profits available to offset the tax assets when they do reverse. The Company / Group review the carrying amount of deferred tax assets at the end of each reporting period. Any change in the estimates of future taxable income may impact the recoverability of deferred tax assets.

3.21 Going concern

The Group has a negative net worth of Rs.1175.81 lakhs at the end of the year. In the opinion of the management, the group's ability to conduct business and meet liabilities remained unaffected considering the market value of land and buildings owned by the Holding Company, valued at cost currently and the business valuation of its subsidiary, Cyber Media Research and Services Limited.

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 3 : PROPERTY, PLANT AND EQUIPMENT**(Rs. in Lakhs)**

	As at 31 March, 2021	As at 31 March, 2020
Carrying Amounts :		
Land (Freehold)	40.36	40.36
Buildings (Freehold)	242.55	247.80
Computer	7.61	5.97
Furniture & Fixtures	2.41	3.48
Equipments & Installations	1.53	1.50
Air Conditioners	5.16	4.84
Generator	2.27	2.27
Vehicles	4.79	5.69
	306.67	311.90

	Land (Freehold)	Building (Freehold)	Computer	Furniture and fixtures	Equipments & Installations	Air Conditioners	Generators	Vehicles	Total
Deemed Cost									
Balance at 1 April, 2019	40.36	270.60	78.18	45.94	54.71	8.31	7.44	19.37	524.91
Additions	-	-	1.39	-	-	-	-	0.70	2.09
Disposals	-	(19.48)	(44.07)	(34.24)	(11.30)	(1.87)	(0.46)	(13.00)	(124.42)
Exchange Translation Difference	-	-	(0.10)	(0.03)	(0.26)	-	-	-	(0.39)
Balance at 31 March, 2020	40.36	251.13	35.41	11.67	43.14	6.44	6.98	7.07	402.20
Balance at 1 April, 2020	40.36	251.13	35.41	11.67	43.14	6.44	6.98	7.07	402.20
Additions	-	-	2.42	-	0.17	0.39	-	-	2.98
Disposals	-	-	-	-	-	-	-	-	-
Exchange Translation Difference	-	-	-	-	-	-	-	-	-
Balance at 31 March, 2021	40.36	251.13	37.83	11.67	43.32	6.83	6.98	7.07	405.17
Accumulated Depreciation									
Balance at 1 April, 2019	-	16.58	73.57	41.10	49.81	3.13	4.90	12.74	201.83
Depreciation	-	5.25	(1.59)	1.36	3.38	0.34	0.27	0.88	9.88
Exchange Translation Difference	-	-	(0.11)	(0.03)	(0.25)	-	-	-	(0.39)
Eliminated on Disposals of Assets	-	(18.50)	(42.43)	(34.24)	(11.29)	(1.87)	(0.46)	(12.24)	(121.03)
Balance at 31 March, 2020	-	3.33	29.44	8.19	41.65	1.60	4.71	1.38	90.30
Balance at 1 April, 2020	-	3.33	29.44	8.19	41.65	1.60	4.71	1.38	90.30
Depreciation	-	5.25	0.78	1.07	0.14	0.07	-	0.90	8.20
Eliminated on Disposals of Assets	-	-	-	-	-	-	-	-	-
Exchange Translation Difference	-	-	-	-	-	-	-	-	-
Balance at 31 March, 2021	-	8.58	30.21	9.26	41.78	1.67	4.71	2.28	98.50
Carrying Amount									
Balance at 1 April, 2019	40.36	254.02	4.61	4.84	4.91	5.18	2.54	6.62	323.08
Balance at 1 April, 2020	40.36	247.80	5.97	3.48	1.50	4.84	2.27	5.69	311.90
Balance at 31 March, 2021	40.36	242.55	7.61	2.41	1.53	5.16	2.27	4.79	306.67

Note: The symbolic possession of Company's properties being the Cyber House at Gurugram and one flat at Bangalore is with the lender, Pridhvi Asset Reconstruction and Securitisation Company Ltd.

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 4 : OTHER INTANGIBLE ASSETS**(Rs. in Lakhs)**

	As at 31 March, 2021	As at 31 March, 2020
Carrying Amounts :		
Software	9.97	25.94
	9.97	25.94

	Software	Total
Deemed Cost		
Balance at 1 April, 2019	80.35	80.35
Addition	12.39	
Disposals	(0.02)	(0.02)
Exchange Translation Difference	-	-
Balance at 31 March, 2020	92.72	92.72
Balance at 1 April, 2020	92.72	92.72
Additions	-	-
Exchange Translation Difference	-	-
Disposals	-	-
Balance at 31 March, 2021	92.72	92.72
Accumulated Depreciation		
Balance at 1 April, 2019	52.73	52.73
Depreciation	13.60	13.60
Exchange Translation Difference	(0.02)	(0.02)
Eliminated on Disposals of Assets	0.46	0.46
Balance at 31 March, 2020	66.78	66.78
Balance at 1 April, 2020	66.78	66.78
Depreciation	15.97	15.97
Exchange Translation Difference	-	-
Eliminated on Disposals of Assets	-	-
Balance at 31 March, 2021	82.75	82.75
Carrying amount		
Balance at 1 April, 2019	27.61	27.61
Balance at 1 April, 2020	25.94	25.94
Balance at 31 March, 2021	9.97	9.97

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 5 : INTANGIBLE ASSETS UNDER DEVELOPMENT**(Rs. in Lakhs)**

	As at 31 March, 2021	As at 31 March, 2020
Carrying Amounts :		
Capitalized Software	73.42	53.45
	73.42	53.45

	Capitalized Software	Total
Deemed Cost		
Balance at 1 April, 2019	-	-
Addition	53.45	53.45
Disposals	-	-
Exchange Translation Difference	-	-
Balance at 31 March, 2020	53.45	53.45
Balance at 1 April, 2020	53.45	53.45
Additions	19.97	19.97
Exchange Translation Difference	-	-
Disposals	-	-
Balance at 31 March, 2021	73.42	73.42
Accumulated Depreciation		
Balance at 1 April, 2019	-	-
Depreciation	-	-
Exchange Translation Difference	-	-
Eliminated on Disposals of Assets	-	-
Balance at 31 March, 2020	-	-
Balance at 1 April, 2020	-	-
Depreciation	-	-
Exchange Translation Difference	-	-
Eliminated on Disposals of Assets	-	-
Balance at 31 March, 2021	-	-
Carrying amount		
Balance at 1 April, 2019	-	-
Balance at 1 April, 2020	53.45	53.45
Balance at 31 March, 2021	73.42	73.42

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NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 6 : NON CURRENT INVESTMENTS**(Rs. in Lakhs)**

Particulars	As at 31st March 2021		As at 31st March 2020	
	Number of share	Amount	Number of share	Amount
(a) Trade Investments (in Equity Shares)				
Unquoted				
In associates - at cost				
Cyber Media Foundation Limited	173125	17.31	173125	17.31
Equity shares of Rs.10 each fully paid				
(b) Other investments				
Unquoted, fully paid up				
Cheekotel Venture Fund Pvt. Ltd.	750,000	45.00	750,000	45.00
Equity shares of Rs.6 each fully paid				
AnyTime Media Pvt. Ltd.	250,000	25.00	250,000	25.00
Equity shares of Rs.10 each fully paid				
Resonant Electronics Pvt. Ltd.	167	0.02	167	0.02
Equity shares of Rs.10 each fully paid				
Ceantra Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity shares of Rs.10 each fully paid				
Fitnano Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity shares of Rs.10 each fully paid				
Starbru Techsystems Pvt. Ltd.	834	0.08	834	0.08
Equity shares of Rs.10 each fully paid				
Stemrobo Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity shares of Rs.10 each fully paid				
Univlabs Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity shares of Rs.10 each fully paid				
AJ Simply Purify Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity shares of Rs.10 each fully paid				
Doorastha Analytics Pvt. Ltd.	183	0.02	183	0.02
Equity shares of Rs.10 each fully paid				
EVI Technologies Pvt. Ltd.	186	0.02	186	0.02
Equity shares of Rs.10 each fully paid				
Trydan Motors Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid				
ODD Informatics Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid				
Genelek Technologies Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid				
Sasakyan Technologies Pvt. Ltd.	167	0.02	167	0.02

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

Particulars	As at 31st March 2021		As at 31st March 2020	
	Number of share	Amount	Number of share	Amount
Equity Shares of Rs.10/-each fully paid Concinnity Agro20 Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid Geneosigin Business Solution Pvt. Ltd.	167	0.02	167	0.02
Equity Shares of Rs.10/-each fully paid Iotomation Ecotech Pvt. Ltd.	242	0.02	242	0.02
Equity Shares of Rs.10/-each fully paid Concinnity Agro2o Private Limited	4,501	0.45	-	-
Equity Shares of Rs.10/-each fully paid CAPL ESOP Trust	-	0.20	-	0.20
Total	1,181,075	88.31	1,176,574	87.86
Aggregate amount of Quoted investments		-		-
Market Value of Quoted investments		-		-
Aggregate amount of Unquoted Investments		88.31		87.86
Aggregate provision for diminution in the value of investments		-		-

Notes

Details of Significant Investment in Subsidiaries/Associates

Name of the subsidiary/Associate	Principle Business Activity	Principle Place of Business	Proportion of ownership interest and voting right held in subsidiaries/associates	
			As at 31st March, 2021	As at 31st March, 2020
Associate: Cyber Media Foundation Limited	Media	India	34.63%	34.63%
Subsidiary: Cyber Media Research & Service Limited@	Market Research & Digital Services	India	49.11%	49.11%
Cyber Media India LLC(1)	Media Services	USA	-	0.00%
Cyber Astro Limited (through Board's control)	Digital Services	India	37.50%	37.50%
Cyber Media Digitix Limited	Digital Services	India	100.00%	100.00%
Kurrent Media LLC(1)	Media Services	USA	-	100.00%
Step down subsidiaries Cyber Media Services Pte Limited*	Digital Services	Singapore	100%	100%
TDA Group LLC**(1)	Digital Services	USA	-	0%
Cyber Media Services Limited***	Digital Services	India	100%	100%
*WOS of Cyber Media Research & Services Limited				
**WOS of Cyber Media India LLC				
***WOS of Kurrent Media LLC / now held directly owing to liquidation of Kurrent Media LLC (1) have been dissolved during the year.				

@ 10% Equity Shares of Cyber Media Research & Services Ltd. are held through Cybermedia Digitix Ltd., Wholly Owned Subsidiary of the Company.

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 7 : LOANS

(Rs. in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Non Current		
Unsecured, considered good		
Security deposits (at amortized cost)	8.20	8.84
Total	8.20	8.84
Current		
Unsecured, considered good		
Security deposits (at amortized cost)	-	-
Total	-	-

Note 8 : DEFERRED TAX ASSETS/LIABILITIES(NET)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Deferred Tax Asset	694.25	694.25
Total	694.25	694.25

2020-21	Opening Balance	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance
Deferred tax assets in relation to				
- Provisions	48.07	-	-	48.07
- Carry forward losses	728.88	-	-	728.88
- Fixed assets	82.70	-	-	82.70
Total	694.25	-	-	694.25

2019-20	Opening Balance	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance
Deferred tax assets in relation to				
- Provisions	53.71	(5.64)	-	48.07
- Carry forward losses	1,111.62	(382.75)	-	728.88
- Fixed assets	111.45	(28.75)	-	82.70
Total	1,053.88	(359.63)	-	694.25

Note 9: Other Assets

(Rs. In Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Non Current		
Security Deposits	-	-
Capital Advances	39.41	47.31
Total	39.41	47.31
Current		
Preliminary Expenses	19.51	26.44
Prepaid Expenses	61.20	1.92
Advances to Customers	35.53	15.46
Other Advances	5.96	8.36
Total	122.20	52.16

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NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

Note 10: Inventories

(Rs. In Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
(Valued at lower of cost or Net realizable value)		
Raw Materials		
Purchase-Paper Account	1.12	1.51
Work - in - progress	-	-
Finished goods	0.67	1.52
Stock - in - trade (trading goods)	-	-
Total	1.79	3.03

Note 11: Trade Receivables

(Rs. In Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Unsecured, considered good		
Other Receivable	70.94	25.94
Trade Receivable Exceeding 6 months	213.94	289.86
Other trade receivables	607.97	561.24
Total	892.85	877.04

** Trade receivable includes amount due from Subsidiary/Associates on account of expenses incurred on behalf.

** Expected credit loss ("ECL") is the difference between all contractual cash flows that are due to the Company under the contract and the cash flows that the entity expects to receive, discounted at the weighted average cost of borrowing. The management has carried out internal assessment procedures and accordingly the realization date has been taken on actual receipt basis and for receivables due, realization date has been estimated considering the experience in payment processing procedures of the respective customer category.

NOTE 12: CASH AND CASH EQUIVALENTS

(Rs. In Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balances with banks		
in current accounts	0.76	0.81
Fixed Deposits	1.20	1.63
Cash on hand	288.77	191.72
Total	290.74	194.16
Other Bank Balances		
Margin Money Deposits	9.41	8.69
Total	9.41	8.69

NOTE 13: CURRENT TAX ASSETS

(Rs. In Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Prepaid income - taxes	217.98	393.62
Less: provisions for income- tax	44.55	10.77
Total	173.43	382.85

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NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 14: SHARE CAPITAL**(Rs. In Lakhs)**

Particulars	As at	
	31st March, 2021	31st March, 2020
Authorised Share Capital		
1,57,00,000 Equity shares of Rs. 10 each	1,570.00	1,435.00
Total	1,570.00	1,435.00
Issued, Subscribed and Fully Paid-up		
1,56,67,242 Equity shares of Rs. 10 each	1,566.72	1,286.72
Total	1,566.72	1,286.72

See notes (i) to (iii) below

(i) RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING IS SET OUT BELOW:

Particulars	As at		As at	
	31st March, 2021		31st March, 2020	
	Number of Shares	Amount	Number of Shares	Amount
Shares outstanding at the beginning of the year	12,867,242	1,286.72	12,867,242	1,286.72
Shares issued during the year	2,800,000	280.00	-	-
Shares outstanding at the end of the year	15,667,242	1,566.72	12,867,242	1,286.72

(ii) RIGHTS, PREFERENCES AND RESTRICTIONS ATTACHED TO SHARES:

Company has only one class of equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES:

Name of the Shareholder	As at		As at	
	31st March, 2021		31st March, 2020	
	Number of Shares	% held	Number of Shares	% held
Equity shares of Rs.10 each fully paid				
Pradeep Gupta	6,461,236	41.24	4,661,236	36.23
Sudha Bala Gupta	1,017,683	6.50	1,017,683	7.91
Dhaval Gupta	1,922,697	12.27	922,697	7.17
Vimgi Investments Private Limited	-	-	1,100,000	8.55
Sal Advisors Private Limited	-	-	693,280	5.39
Presan Consultants Private Limited	1,300,000	10.10	-	-
Sanjay Dutt	699,940	5.44	-	-
	11,401,556	75.55	8,394,896	65.24

(a) As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents legal ownerships of shares.

(iv) The Company has not allotted any fully paid up shares pursuant to contract(s) without payment being received in cash nor has allotted any fully paid up shares by way of bonus shares nor has bought back any class of shares during the period of five years immediately preceding the balance sheet date.

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 15: OTHER EQUITY

(Rs. In Lakhs)

Particulars	As at 31 March, 2021	As at 31 March, 2020
Retained Earnings	(6,802.82)	(6,721.88)
General Reserve	1,660.34	1,607.18
Securities Premium	2,235.31	2,235.31
Capital Reserve	158.70	158.70
Foreign Currency Translation Reserve	3.27	3.50
Total	(2,745.20)	(2,717.19)

Note 15.1 Retained Earnings

(Rs. in lakhs)

Particulars	As at 31 March, 2021	As at 31 March, 2020
Balance at the beginning of year	(6,721.88)	(3,963.00)
Loss as per statement of profit & loss	8.02	(2,755.24)
Loss as per other comprehensive income	(31.32)	(6.39)
Other additions / deletions	(57.64)	2.75
Balance at the end of the year	(6,802.82)	(6,721.88)

Retained Earnings: The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the financial statements of the Company and also considering the requirements of the Companies Act 2013. Thus, the amounts reported above are not distributable in entirety.

Note 15.2 General Reserve

(Rs. in lakhs)

Particulars	As at 31 March, 2021	As at 31 March, 2020
Balance at the beginning of year	1,607.18	1,660.34
Addition/(Deletion) during the Year	53.16	(53.16)
Balance at the end of the year	1,660.34	1,607.18

General Reserve: General Reserve: Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

Note 15.3 Securities Premium

(Rs. in lakhs)

Particulars	As at 31 March, 2021	As at 31 March, 2020
Balance at the beginning of year	2,235.31	2,235.31
Addition/(Deletion) during the Year	-	-
Balance at the end of the year	2,235.31	2,235.31

Securities Premium: Securities premium is created due to premium on issue of shares. These reserve is utilised in accordance with the provisions of the Act.

Note 15.4 Capital Reserve

(Rs. in lakhs)

Particulars	As at 31 March, 2021	As at 31 March, 2020
Balance at the beginning of year	158.70	112.86
Addition/(Deletion) during the Year	-	45.84
Balance at the end of the year	158.70	158.70

Capital Reserves: Capital reserve is utilised in accordance with provision of the Act.

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

Note 15.5 Foreign Currency Translation Reserve**(Rs. in lakhs)**

Particulars	As at 31 March, 2021	As at 31 March, 2020
Balance at the beginning of year	3.50	755.29
Addition/(Deletion) during the Year	(0.23)	(751.79)
Balance at the end of the year	3.27	3.50

Foreign Currency Translation Reserve: Foreign Currency Translation Reserve: When a foreign operation that is integral to the operations of the reporting enterprise is reclassified as a non-integral foreign operation, exchange differences arising on the translation of non-monetary assets at the date of the reclassification are accumulated in a foreign currency translation reserve.

NOTE 16: BORROWINGS**(Rs. In Lakhs)**

Particulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Non Current		
Secured Loans		
Tata Capital Financial services limited	731.98	613.82
Unsecured Loans		
Pradeep Gupta -Loan (Director)	-	286.46
Total	731.98	900.28
Current		
Secured Loans		
Pridhivi Asset Reconstruction & Securitisation Co.	1,326.48	1,254.48
Secured Loans - Working Capital		
Tata Capital Financial Services Limited	5.05	85.08
Unsecured Loans		
Others II	-	45.00
Total	1,331.53	1,384.56

Secured Loans

a) Rs. 1326.48 Lakhs (Rs.1254.48 Lakhs) From Pridhivi Asset Reconstruction & Securitisation Co., is secured by way of first charge on all the present and future, movable (excluding those charged to hire purchasers) and immovable assets including current assets of the company. Also the loans are secured by personal guarantee of Mr. Pradeep Gupta, Chairman & Managing Director. This loan was earlier from State Bank of India (formerly known as State Bank of Mysore).

b) Interest rates of Unsecured Loan are as set out as below :-

(Rs. in lakhs)

Description	Interest Rates	Amount as on 31.03.2021	Amount as on 31.03.2020
Pridhivi Asset Reconstruction & Securitisation Co.	12.00%	1,326.48	1,254.48
Tata Capital Financial services limited	12.00%	737.03	698.90
Directors	0.00%	-	286.46
Others(i)	21.00%	-	45.00

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 17: OTHER LIABILITIES

(Rs. In Lakhs)

	As at 31 March, 2021	As at 31 March, 2020
Non Current		
Security Deposit	13.80	5.05
Total	13.80	5.05
Current		
Advance payments for which value is still to be given	32.23	24.57
Statutory Dues	110.02	300.91
Total	142.25	325.48

NOTE 18: PROVISIONS

(Rs. In Lakhs)

	As at 31 March, 2021	As at 31 March, 2020
Non Current		
Provision for Gratuity	64.35	49.98
Provision for Leave Encashment	24.58	18.04
Total	88.93	68.03
Current		
Provision for Gratuity	32.91	31.38
Provision for Leave Encashment	17.70	12.31
Provision for Income Tax	0.67	-
Total	51.27	43.69

NOTE 19: TRADE PAYABLES

	As at 31 March, 2021	As at 31 March, 2020
Due to parties registered under MSMED Act	2.00	5.82
Total outstanding dues of creditors other than micro and small enterprises	1,524.69	1,446.71
Total	1,526.70	1,452.53

Note :**Details of dues to Micro and Small Enterprises as per MSMED Act, 2006**

During the period ended December 31, 2006, Government of India has promulgated an Act namely The Micro, Small and Medium Enterprises Development Act, 2006 which comes into force with effect from October 2, 2006. As per the Act, the Company is required to identify the Micro, Small and Medium suppliers and pay them interest on overdue beyond the specified period irrespective of the terms agreed with the suppliers.

Based on the intimation received by the Company, some of the suppliers have confirmed to be registered under "The Micro, Small and Medium Enterprises Development ('MSMED') Act, 2006". Accordingly, the disclosures relating to amounts unpaid as at the year ended together with interest paid /payable are furnished below:

Particulars	As at 31 March, 2021	As at 31 March, 2020
The principal amount remaining unpaid to supplier as at the end of the year	5.82	6.47
The interest due thereon remaining unpaid to supplier as at the end of the year	-	-
The amount of interest paid in terms of Section 16, along with the amount of payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
The amount of interest accrued during the year and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprise Development Act, 2006	-	-

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 20: REVENUE FROM OPERATIONS**(Rs. In Lakhs)**

Partiulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Sale of products	504.52	400.47
Sale of services	3,017.94	3,107.71
Events Income	100.79	268.54
Research & Survey Income	184.46	187.31
Other Income	45.00	48.80
Total	3,852.72	4,012.84

NOTE 21: OTHER INCOME**(Rs. In Lakhs)**

Partiulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Interest income	18.54	0.07
Credit Balances written back	0.05	1.26
Difference in Exchange	(0.10)	10.34
Forex Gain/ Loss A/c	0.99	-
Notice Pay	1.07	1.55
Raddi/Scrap Sales	0.07	1.39
Rental Income	5.08	17.27
Rounding Off	0.00	0.00
Profit on Sale of Investments	-	45.51
Profit on Sale of Assets	-	114.40
Total	25.70	191.81

NOTE 22: DIRECT EXPENSES**(Rs. In Lakhs)**

Partiulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Printing & Processing	2.17	30.22
Event Expenses	1,561.96	89.58
Research & Survey Expenses	21.47	49.72
Content Expenses	276.36	210.99
Digital Services	728.95	2,266.86
Packing & Despatch	1.73	16.39
Total	2,592.64	2,663.76

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 23: COST OF MATERIAL CONSUMED

(Rs. In Lakhs)

Particulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Opening Stock	1.51	4.59
Purchases	(0.40)	15.54
Less: Closing Stock	1.12	1.51
Total	(0.01)	18.62

NOTE 24: PURCHASE OF STOCK-IN-TRADE

(Rs. In Lakhs)

Particulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Purchase of stock in trade	10.33	12.84
Total	10.33	12.84

NOTE 25: CHANGE IN INVENTORIES IN FINISHED GOODS

(Rs. In Lakhs)

Particulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Opening Stock		
-Finished stock	1.52	1.71
Closing Stock		
-Finished stock	0.67	1.52
Total	0.86	0.18

NOTE 26: EMPLOYEE BENEFITS EXPENSES

(Rs. In Lakhs)

Particulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Salaries & wages	598.75	836.01
Contribution to provident & other funds	19.27	25.02
Professional Expenses	121.60	113.36
Staff welfare expenses	4.99	10.93
Staff Recruitment and Training	1.66	1.59
Total	746.27	986.92

NOTE 27: FINANCE COST

(Rs. In Lakhs)

Particulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Interest	193.98	177.18
Other borrowing costs	-	1.46
Total	193.98	178.64

** Company has not capitalized any borrowing cost during the year.

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 28: DEPRECIATION & AMORTIZATION EXPENSES**(Rs. In Lakhs)**

Partiulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Depreciation of tangible assets	8.20	9.88
Amortization of intangible assets	15.97	75.28
Total	24.17	85.16

NOTE 29: Other Expenses**(Rs. In Lakhs)**

Partiulars	Year ended 31 March, 2021	Year ended 31 March, 2020
Power & Fuel	15.23	34.15
Rent	-	32.87
Repairs to Building	8.94	17.20
Repairs to Machinery	1.09	3.70
Insurance	1.14	1.45
Rates & Taxes (excluding Income Tax)	17.08	10.47
Miscellaneous expenses **	41.10	59.94
Exchange difference	17.72	5.19
Payment to Auditors*	4.55	5.08
Legal and Professional charges	42.51	40.93
Correspondence & Communication	57.05	33.71
Travelling & Conveyance	4.96	31.08
Debit Balances Written Off	56.35	30.01
Loss / (profit) on sale of fixed assets (net)	-	0.49
Total	267.72	306.27

*** Payment to Auditor****(Rs. In Lakhs)**

Partiulars	Year ended 31 March, 2021	Year ended 31 March, 2020
• Statutory audit fee	3.70	3.52
• Limited Review	0.30	0.48
• Tax audit fees	0.40	1.08
• Certificate and other fees	0.15	-
• Reimbursement of expenses.	-	-
Total	4.55	5.08

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

**** Miscellaneous expenses****(Rs. In Lakhs)**

Partiulars	Year ended 31.03.2021	Year ended 31.03.2020
Advertisement & Publicity	1.99	4.93
Bank Charges	5.32	3.16
Lease & Hire Charges	7.12	8.37
Membership -Professional Bodies	2.59	2.81
Preliminary Expenses Written off	8.18	6.34
Newspaper, Books & Periodicals	0.10	0.30
other miscellaneous expenses	10.80	11.55
Printing & Stationary	0.96	2.70
R & M Others	1.28	2.97
Vehicle Running & Maintenance	2.66	16.69
Preliminary Expenses Written off	0.11	0.11
Total	41.10	59.94

NOTE 30: EXCEPTIONAL ITEM**2020-21**

During the year company doesn't have any exceptional item.

2019-20

The Company's wholly owned subsidiaries in USA, Cyber Media India LLC and Kurrent Media LLC along with its step down wholly owned subsidiaries including TDA LLC and Cyber Media Services Limited have ceased business operations due to adverse business circumstances and are liquidated or are under liquidation. Consequently, the Company took an impairment of Rs. 2288.33 lacs consisting subject to regulatory provisions. In addition, the Company has charged to exceptional items Rs. 56.09 lacs being additional sales - tax demand of its erstwhile subsidiary Cyber Media Digital Limited already merged with the Company in earlier years.

NOTES 31: INCOME TAXES**(Rs. in Lakhs)****31.1 Income Taxes Recognised in Profit and Loss**

Partiulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Current Tax		
In respect of the current year	34.45	2.55
In respect of the previous years	-	-
In respect of the prior years	-	-
	34.45	2.55
Deferred Tax		
In respect of the current year	-	-
In respect of the previous years	-	-
In respect of the prior years	-	360.54
	-	360.54
Total Income Tax Expense Recognised in the Current Year	34.45	363.09

CYBER MEDIA (INDIA) LIMITED**NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021**

The income tax expense for the year can be reconciled to the accounting profit as follows:

(Rs. In Lakhs)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Profit Before Tax	42.47	(2,392.15)
Statutory Income tax rate	26.00%	26.00%
Tax at Indian statutory income tax rate	-	-
Effect of income that is exempt from taxation	-	-
Effect of expenses that are not deductible in determining taxable profit	-	-
Adjustment recognised in the current year in relation to the current tax of prior years	-	-
Income tax expense recognised in profit or loss	-	-
Total Income Tax Expense Recognised in the Current Year	-	-

31.2 Income Tax Recognised in Other Comprehensive Income

(Rs. In Lakhs)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Current Tax		
Remeasurements of Defined Benefit Obligation	-	-
Deferred Tax		
Remeasurements of Defined Benefit Obligation	-	-
Total Income Tax Recognised in Other Comprehensive Income	-	-

Note 32: Segment Reporting

The Company is mainly engaged in two business operating segments: Media and Media Services in accordance with the requirements of Ind AS 108 - 'Operating Segment Reporting', notified under the Companies (Indian Accounting Standards) Rules, 2015. The Company's business segments offer different products and require different technology and marketing strategies.

Identification of Segments

The Board of Directors of the Company has been identified as Chief Operation Decision Maker who monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. Accounting policy in respect of segments is in conformity with accounting policy of the company as a whole.

Intersegment Transfer

Segment revenue resulting from transactions with other business segments is accounted for on basis of transfer price agreed between the segments. Transfer prices between operating segments are on arm's length basis in a manner similar to transactions with third parties.

Segment Revenue & Results

The Revenue and Expenditures in relation to the respective segments have been identified and allocated to the extent possible. Other revenue and expenditures non allocable to specific segments are disclosed separately as unallocated and adjusted directly against total income of the Company.

Segment Assets & Liabilities

Segment Assets includes all operating assets used by the operating segment and mainly consisting property, plant & equipment, trade receivables, cash and cash equivalents and inventory etc. Segment Liabilities primarily include trade payables and other liabilities.

CYBER MEDIA (INDIA) LIMITED**NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021**

Common assets & liabilities which can not be allocated to specific segments are shown as a part of unallocable assets/liabilities.

Particulars		For the Year Ended 31st March, 2021	For the Year Ended 31st March, 2020
1	Segment Revenue		
	Media	766.07	631.53
	Digital Services	3,086.65	3,381.31
	Total	3,852.72	4,012.84
	Less : Inter Segment Revenue	-	-
	Net Revenue	3,852.72	4,012.84
2	Segment Results		
	Media	56.94	(2,551.71)
	Media Services	179.51	332.30
	Sub-Total	236.45	(2,219.41)
	Less : Interest Expenditure	193.98	172.74
	Profit Before Tax	42.47	(2,392.15)
3	Segment Assets		
	Media	864.39	758.59
	Media Services	1,152.00	1,294.67
	Total Segment Assets	2,016.39	2,053.26
4	Segment Liabilities		
	Media	2,555.74	2,695.11
	Media Services	1,330.72	1,372.80
	Total Segment Liabilities	3,886.46	4,067.91

32.1 Geographical information

- a. The Company is domiciled in India. The amount of its revenue from external customers broken down by location of customers in tabulated below:

(Rs. in lakhs)

Geography	For the Year Ended 31st March, 2021	For the Year Ended 31st March, 2020
India	1,399.70	2,915.74
Outside India	2,453.02	1,097.10
	3,852.72	4,012.84

- b. Information regarding geographical non-current assets is as follows:

(Rs. in lakhs)

Geography	For the Year Ended 31st March, 2021	For the Year Ended 31st March, 2020
India	390.07	391.28
Outside India	-	1,474.22
	390.07	391.28

Note 32.2 Information about Major Customers

Out of the total revenue of Rs. 3852.72 lakhs for 31st March 2021 (4012.84 Lakhs for 31st March 2020), no customer have 10% or more of the total revenue.

CYBER MEDIA (INDIA) LIMITED**NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021****Note 33: Earnings Per Share**

Basic earnings per equity share has been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the year.

Particulars	For the year ended 31 March, 2021	For the year ended 31 March, 2020
Profit after tax (Rs. in lakhs)	8.02	(2,755.24)
Number of equity shares	15,667,242	12,867,242
Weighted average number of equity shares used in computing the basic earnings per share	15,667,242	12,867,242
Basic and Diluted earnings per share of Rs. 10 each	0.05	(21.41)
Face value per share (in Rs.)	10	10

Note 34: Contingent Liabilities

There is no contingent Liabilities at the year end 31st March, 2021 & 31st March, 2020.

Note 34: Statutory Demands by revenue authorities disputed in various forums are as under:

S. NO	Statute	Nature of Dues	Amount (Rs.)	Period of which amount relates	Forum which dispute is pending
1	Income Tax Act,1961	Tax on Regular Assessment u/s 143(3) of Income Tax Act,1961	-	Financial Year ended 31.03.2017	CIT(A) Delhi-II
2	Income Tax Act,1961	Tax on Regular Assessment u/s 143(1) of Income Tax Act,1961	44.47	Financial Year ended 31.03.2006	High Court of Delhi
3	Income Tax Act,1961	Tax on Regular Assessment u/s 143(3) of Income Tax Act,1961	1.03	Financial Year ended 31.03.2006	Set aside case The Assessing officer, New Delhi
4	Tamilnadu General Sales Tax Act, 1959 (TNGST Act)	Penalty under Section 12(3) (b) of the TNGST Act	46.64	2001-02 (Transfer under the Scheme of Amalgamation)	Tamilnadu Sales Tax Appellant Tribunal has vide its order dated 15th March, 2010 has set aside the matter to the file of Assessing Officer to decide the matter a fresh. The Company has deposited Rs. 56,09,359/- against the alleged demand.
5	Tamilnadu General Sales Tax Act, 1959 (TNGST Act)	Sales tax Demand Under TNGST Act	31.56	2001-02 (Transfer under the Scheme of Amalgamation)	
6	Central Sales Tax Act, 1959 (CST Act)	Penalty under section 9(2) read with Section 12(3) (b) of the TNGST Act	64.74	2001-02 (Transfer under the Scheme of Amalgamation)	
7	Central Sales Tax Act, 1959 (CST Act)	Sales Tax Demand Under CST Act	43.23	2001-02 (Transfer under the Scheme of Amalgamation)	

Note 36: Operating Lease

The Company has taken various offices under cancellable lease agreement. There are no non-cancellable leases. Lease payment recognized under cancellable lease for the year 31st March 2021 is Nil.(31st March 2020 Rs 1.49 Lakhs)

Note 37: Related Party Disclosures**a. Related Parties and their Relationships**

Nature of Relationship	Name of Related Party
i Associates	Cyber Media Foundation Limited
ii Key Management Personnel	Pradeep Gupta (Chairman & Managing Director) Dhaval Gupta (Whole-Time Director) Sankaranarayanan V. V. (Chief Financial Officer) Anoop Singh (Company Secretary)

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

Note 36: Related Party Disclosures**b. Details of Transactions and Outstanding Balances with Related Parties****(Rs. in lakhs)**

Transactions/Outstanding Balances	Financial Year	Associates	Key managerial personnel	Total
Transactions				
i. Salaries & Related cost	2020-21	-	45.67	45.67
	2019-20	-	42.72	42.72
Outstanding Balances				
i. Investments in Equity Shares	2020-21	17.31		17.31
	2019-20	17.31	-	17.31

* Entity does not pay any gratuity or leave encashment to Key Managerial Personnel.

Note 38: Employee Benefits**A Defined Contribution plans**

The Company has recognised Rs. 19.27 lakhs (31 March, 2020: 25.02 lakhs) in statement of profit and loss as Company's contribution to provident fund.

B.1. Defined Benefit Plans- Gratuity

The Company has a defined benefit gratuity plan, where under employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn basic salary) for each completed year of service subject to a maximum limit of ` 2,000,000 in terms of the provisions of Gratuity Act, 1972. Vesting occurs upon completion of 5 years of service.

i. The principal assumptions used for the purpose of the actuarial valuation were as follows:

Assumptions	As at 31st March, 2021	As at 31st March, 2020
Economic Assumptions		
Discount rate	4.80%	5.30%
Salary escalation	3.00%	3.00%
Demographic Assumptions		
Retirement Age	58	58
Mortality rates inclusive of provision for disability	100% of IALM (2012-14)	100% of IALM (2012-14)
Attrition at Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
-All ages	30%	30%

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

ii.	Movements in present value of the defined benefit obligation	As at 31st March, 2021	As at 31st March, 2020
	Present value of obligation as at the beginning of the period	103.24	138.55
	Acquisition adjustment Out	-	-
	Interest cost	5.47	9.16
	Current service cost	7.16	7.85
	Past Service Cost including curtailment Gains/Losses		
	Benefit paid	(15.70)	(34.72)
	Actuarial (Gain)/Loss on arising from Change in Demographics Assumption	-	(0.26)
	Actuarial (Gain)/Loss on arising from Change in Financial Assumption	1.34	(4.57)
	Actuarial (Gain)/Loss on arising from Experience Adjustment	(4.25)	(12.76)
	Liability at the end of the year	103.24	138.55

(Rs. in lakhs)

iii.	Movements in the fair value of plan assets	As at 31st March, 2021	As at 31st March, 2020
	Fair Value of plan assets at the beginning of the period / year	-	-
	Contribution from the employer	-	-
	Actual return on plan assets	-	-
	Benefits paid	-	-
	Actuarial gain/loss for the year on asset	-	-
	Fair value of the plan assets at the end of the period / year	-	-

(Rs. in lakhs)

iv.	Amount recognized in the Balance Sheet	As at 31st March, 2021	As at 31st March, 2020
	Present Value of the obligation at end	97.26	103.24
	Fair value of plan assets at the end of the period / year	-	-
	Unfunded Liabilities recognised in the Balance Sheet	(97.26)	(103.24)

(Rs. in lakhs)

v.	Expenses recognized in the Statement of Profit and Loss	As at 31st March, 2021	As at 31st March, 2020
	Current service cost	7.16	7.85
	Past Service Cost including curtailment Gains/Losses	-	-
	Net Interest cost	5.47	9.16
	Expense recognised in the Statement of Profit and Loss	12.63	17.01

(Rs. In Lakhs)

vi.	Other Comprehensive Income	As at 31st March, 2021	As at 31st March, 2020
	Net cumulative unrecognized actuarial gain/(loss) opening	-	-
	Actuarial (Gain)/Loss on arising from Change in Demographics Assumption	-	(0.26)
	Actuarial (Gain)/Loss on arising from Change in Financial Assumption	1.34	(4.57)
	Actuarial (Gain)/Loss on arising from Experience Adjustment	(4.25)	(12.76)
	Unrecognized actuarial gain/(loss) at the end of the year	(2.91)	(17.60)

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

vii.	Change in Net benefit Obligations	As at 31st March, 2021	As at 31st March, 2020
	Net defined benefit liability at the start of the period	103.50	138.55
	Acquisition adjustment		
	Total Service Cost	7.16	7.85
	Net Interest cost (Income)	5.47	9.16
	Re-measurements	(2.91)	(17.33)
	Contribution paid to the Fund	-	-
	Benefit paid directly by the enterprise	(15.70)	(34.72)
	Net defined benefit liability at the end of the period	97.51	103.50

(Rs. in lakhs)

viii.	Bifurcation of PBO at the end of year in current and non current.	As at 31st March, 2021	As at 31st March, 2020
	Current liability (Amount due within one year)	32.91	36.53
	Non-Current liability (Amount due over one year)	64.35	66.71
	Total PBO at the end of year	97.26	103.24

(Rs. in lakhs)

ix.	Sensitivity Analysis of the defined benefit obligation	As at 31st March, 2021	As at 31st March, 2020
	a) Impact of the change in discount rate		
	-Impact due to increase of 1.00 %	-2.70%	-2.70%
	-Impact due to decrease of 1.00 %	2.90%	2.90%
	b) Impact of the change in salary increase		
	-Impact due to increase of 1.00 %	2.90%	2.90%
	-Impact due to decrease of 1.00 %	-2.80%	-2.80%
	c) Impact of the change in attrition rate		
	-Impact due to increase of 50%	0.50%	0.50%
	-Impact due to decrease of 50%	-2.00%	-2.00%
	d) Impact of the change in mortality rate		
	-Impact due to increase of 10%	0.00%	0.00%
	-Impact due to decrease of 10%	0.00%	0.00%

Sensitivities due to mortality and withdrawals are not material & hence impact of change not calculated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the statement of financial position.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

- x. The estimates of future salary increase considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors. The above information is certified by the actuary and relied upon by the auditors.
- xi. The employer's best estimate of contribution expected to be NIL since the scheme is managed on unfunded basis.

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

xii. Maturity profile of Defined Benefit obligation

(Rs. in lakhs)

Year	As at 31st March, 2021	As at 31st March, 2020
0 to 1 Year	32.91	36.53
2 to 5 Year	61.87	64.98
More than 5 Year	17.26	19.24

B.2. Defined Benefit plans- Leave Encashment

The Company has a defined benefit leave encashment plan, where employee gets a leave encashment on departure for number of leaves. Maximum ceiling of 90 leaves.

i. The principal assumptions used for the purpose of the actuarial valuation were as follows:

Assumptions	As at 31st March, 2021	As at 31st March, 2020
Economic Assumptions		
Discount rate	4.80%	5.30%
Salary escalation	3.00%	3.00%
Demographic Assumptions		
Retirement Age	58	58
Leave Availment Rate	10.00%	10.00%
Mortality rates inclusive of provision for disability	100% of IALM (2006-08)	100% of IALM (2006-08)
Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
-All ages	30%	30%

(Rs. in lakhs)

ii.	Movements in present value of the defined benefit obligation	As at 31st March, 2021	As at 31st March, 2020
	Present value of obligation as at the beginning of the period	41.01	52.85
	Acquisition adjustment Out		
	Interest cost	3.50	3.50
	Current service cost	6.54	6.54
	Benefit paid	(10.84)	(10.84)
	Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(1.51)	(1.51)
	Actuarial (Gain)/Loss on arising from change in demographic assumptions	1.13	1.13
	Actuarial (Gain)/Loss on arising from Experience Adjustment	(10.66)	(10.66)
	Liability at the end of the year	29.16	41.01

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

(Rs. in lakhs)

iii. Amount recognized in the Balance Sheet	As at 31st March, 2021	As at 31st March, 2020
Liability at the end of the period / year	29.16	41.01
Unfunded Liabilities recognised in the Balance Sheet	29.16	41.01

(Rs. in lakhs)

iv. Expenses recognized in the Statement of Profit and Loss	As at 31st March, 2021	As at 31st March, 2020
Current service cost	6.54	6.54
Net Interest cost	3.50	3.50
Actuarial (gain)/loss on obligations	(12.17)	(11.04)
Expense recognised in the Statement of Profit and Loss	(2.13)	(1.01)

(Rs. in lakhs)

v. Change in Net benefit Obligations	As at 31st March, 2021	As at 31st March, 2020
Net defined benefit liability at the start of the period	26.91	39.88
Acquisition adjustment	-	-
Total Service Cost	6.54	6.54
Net Interest cost (Income)	3.50	3.50
Re-measurements	(11.04)	(12.17)
Contribution paid to the Fund	-	-
Benefit paid directly by the enterprise	(10.84)	(10.84)
Net defined benefit liability at the end of the period	15.06	26.91

(Rs. in lakhs)

vi. Bifurcation of PBO at the end of year in current and non current.	As at 31st March, 2021	As at 31st March, 2020
Current liability (Amount due within one year)	17.27	17.27
Non-Current liability (Amount due over one year)	23.74	23.74
Total PBO at the end of year	41.01	41.01

(Rs. in lakhs)

vii. Sensitivity Analysis of the defined benefit obligation	As at 31st March, 2021	As at 31st March, 2020
a) Impact of the change in discount rate		
-Impact due to increase of 1.00 %	-2.30%	-2.30%
-Impact due to decrease of 1.00 %	2.40%	2.40%
b) Impact of the change in salary increase		
-Impact due to increase of 1.00 %	2.40%	2.40%
-Impact due to decrease of 1.00 %	-2.40%	-2.40%
c) Impact of the change in attrition rate		
-Impact due to increase of 50%	-6.20%	-6.90%
-Impact due to decrease of 50%	11.20%	12.60%
d) Impact of the change in mortality rate		
-Impact due to increase of 10%	0.00%	0.00%
-Impact due to decrease of 10%	0.00%	0.00%

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

Sensitivities due to mortality and withdrawals are not material & hence impact of change not calculated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the statement of financial position.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

viii. The estimates of future salary increase considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors. The above information is certified by the actuary and relied upon by the auditors.

ix. **The employer's best estimate of contribution expected to be NIL since the scheme is managed on unfunded basis.**

x. Maturity profile of Defined Benefit obligation

Year	As at 31st March, 2021	As at 31st March, 2020
0 to 1 Year	17.70	17.27
2 to 5 year	25.55	25.17
More than 5 year	4.33	4.30

These plans typically expose the Company to actuarial risks such as Investment risk, salary risk, discount rate risk, mortality risk, withdrawals risk.

Salary risk	The present value of the defined benefit plan liability is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.
Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to Government Bonds Yield. If plan liability is funded and return on plan assets is below this rate, it will create a plan deficit.
Discount rate risk	A decrease in the bond interest rate (discount rate) will increase the plan liability.
Mortality & disability risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants. For this report we have used Indian Assured Lives Mortality (2006-08) ultimate table. A change in mortality rate will have a bearing on the plan's liability.
Withdrawals	Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

Note:

These disclosures are based on the best information that was available with the Company.

Note 39. Financial Instruments

39.1 Capital Management

The Company manages its capital to ensure that it will be able to continue as going concerns while maximising the return to stakeholders through the optimisation of the debt and equity balance.

Company is not subject to any externally imposed capital requirements.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings less cash and cash equivalents, excluding discontinued operations.

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NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

39.1.1 Gearing Ratio

Particulars	As at 31st March, 2021	As at 31st March, 2020
Borrowings	731.98	900.28
Current maturities of long term debt	1,331.53	1,384.56
Less: Cash and Bank Balances	300.15	202.85
Net Debt	2,363.66	2,081.99
Equity	(1,178.47)	(1,430.47)
Capital and net debt	1,185.18	651.52
Gearing Ratio	0.50	0.31

39.2 Categories of Financial Instruments

The carrying value and fair value of financial instruments by categories as of March 31, 2021 were as follows:

(Rs. In Lakhs)

Particulars	Amortised Cost	Financial assets/ liabilities at fair value through profit & loss	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total Fair value
Financial assets					
Measured at Amortised cost				-	-
(a) Investments	88.31	-	-	88.31	88.31
(b) Loans	8.20	-	-	8.20	8.20
(c) Trade Receivables	892.85	-	-	892.85	892.85
(d) Cash and cash equivalents	300.15	-	-	300.15	300.15
Financial Liabilities					
Measured at amortised cost					
(e) Borrowings	2,063.51	-	-	2,063.51	2,063.51
(f) Trade payables	1,526.70	-	-	1,526.70	1,526.70
(g) Other Financial Liabilities	-	-	-	-	-

The carrying value and fair value of financial instruments by categories as of March 31, 2020 were as follows: (Rs. In Lakhs)

Particulars	Amortised Cost	Financial assets/ liabilities at fair value through profit & loss	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total Fair value
Financial Assets					
Measured at Amortised Cost					
(a) Investments	87.86	-	-	87.86	87.86
(b) Loans	8.84	-	-	8.84	8.84
(c) Trade Receivables	877.04	-	-	877.04	877.04
(d) Cash and Cash Equivalents	202.85	-	-	202.85	202.85
Financial Liabilities					
Measured at Amortised Cost					
(e) Borrowings	2,284.84	-	-	2,284.84	2,284.84
(f) Trade payables	1,452.53	-	-	1,452.53	1,452.53
(g) Other Financial Liabilities	-	-	-	-	-

CYBER MEDIA (INDIA) LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

39.3 Fair value Hierarchy

Level 1- Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2- Input other than quoted prices included within level 1 that are observable for the asset or liabilities, either directly (i. e as prices) or indirectly (i.e. derived from prices).

Level 3- Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2021:

Particulars	As of March 31, 2021	Fair Value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
Cheekotel Venture Limited	45.00	-	-	45.00
Anytime Media Private Limited	25.00	-	-	25.00
Others	0.79	-	-	0.79
CAPL ESOP Trust	0.20	-	-	0.20

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2020:

Particulars	As of March 31, 2020	Fair Value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
Cheekotel Venture Limited	45.00	-	-	45.00
Anytime Media Private Limited	25.00	-	-	25.00
Others	0.34	-	-	0.22
CAPL ESOP Trust	0.20	-	-	0.20
SX-2 Media LLC	798.98	-	-	798.98

39.3.1 Valuation Technique used to Determine Fair Value

These investments are immaterial and current information w.r.t. these are not available with the company. The Company has adopted cost as its fair value as Company expects fair value to be equal to its cost of acquisition.

39.4 Financial Risk Management Objectives and Policies

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The company's activities expose it to a variety of financial risks: currency risk, interest rate risk credit risk and liquidity risk. The company's overall risk management strategy seeks to minimise adverse effects from the unpredictability of financial markets on the company's financial performance. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk committee provides assurance to the Company's senior management the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives The Audit committee reviews and agrees policies for managing each of these risks, which are summarised below.

39.4.1 Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Cash & Cash Equivalents

With respect to credit risk arising from financial assets which comprise of cash and cash equivalents, the Company s risk exposure arises from the default of the counterparty, with a maximum exposure equal to the carrying amount of these financial assets at the reporting date. Since the counter party involved is a bank, Company considers the risks of non-performance by the counterparty as non-material.

Trade Receivables

Trade Receivables consist of large number of customers spread across India & abroad. Ongoing credit evaluation is performed on the financial conditions of account receivables.

CYBER MEDIA (INDIA) LIMITED**NOTES ON CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021****39.4.2 Liquidity and Interest Risk Tables**

The following tables detail the company's remaining contractual maturity for its financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay. The contractual maturity is based on the earliest date on which the company may be required to pay.

Particulars	Weighted average effective interest rate	0-1 year	1-3 years	3+ years	On Demand	Total	Carrying Amount
31 March, 2021							
Trade payables		1,526.70	-	-	-	1,526.70	1,526.70
Borrowings		2,063.51	-	-	-	2,063.51	2,063.51
31 March, 2020							
Trade payables		1,452.53	-	-	-	1,452.53	1,452.53
Borrowings		2,284.84	-	-	-	2,284.84	2,284.84

39.5 Fair Value Measurements

This note provides information about how the company determines fair values of various financial assets and financial liabilities.

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

The directors consider that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values.

Note 40. Financial Instruments Additional information pursuant to para 2 of general instructions for the preparation of consolidated financial statements

Name of the Subsidiary	Net Asset		Share in Profit & Loss		Share in Other Comprehensive Income		Share in total Comprehensive Income	
	As % of Total	Amount in Rs. (Lacs)	As % of Total	Amount in Rs.(Lacs)	As % of Total	Amount in Rs.(Lacs)	As % of Total	Amount in Rs.(Lacs)
Parent								
Indian Subsidiaries								
Cyber Media Research & Services Ltd	(37.52)	2%	42.61	28886.71%	(29.69)	94.79%	12.93	-41.47%
Cybermedia Digitix Ltd.	(1.49)	0%	(0.87)	-592.55%	-	0.00%	(0.87)	2.80%
Cyber Media Services Ltd.	0.63	0%	(0.93)	-630.43%	-	0.00%	(0.93)	2.98%
Cyber Astro Ltd.	(146.77)	8%	(5.94)	-4027.97%	(0.49)	1.56%	(6.43)	20.63%
Total	(1,877.53)	100%	0.15	100%	(31.32)	100%	(31.17)	100%

Note 41: Covid Impact

There has been no significant impact on the operations and financial position of the company on account of the outbreak of the COVID-19 pandemic and the consequential lock-down restrictions imposed by the Government.

Note 42: Approval of Financial Statements

The financial statements for the year ended 31st March, 2021 were approved by Board of Directors and authorised for issue 28th May 2021.

As per our report attached
For Goel Mintri & Associates
 Chartered Accountants
 (Firm Registration No. 013211N)

Sd/-
Gopal Dutt
 Partner
 Membership No. 520858
 UDIN: 21520858AAAAQO5730
 Place : New Delhi
 Dated : May 28, 2021

For and on behalf of Board of Directors
CYBER MEDIA (INDIA) LIMITED

Sd/-
Pradeep Gupta
 Chairman and Managing Director
 DIN 00007520

Sd/-
Sankaranarayanan V. V.
 Chief Financial Officer

Sd/-
Krishan Kant Tulshan
 Director
 DIN 00009764

Sd/-
Anoop Singh
 Company Secretary
 Membership No. F8264

Cyber Media

CYBER MEDIA (INDIA) LIMITED
CIN: L92114DL1982PLCO14334

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New Delhi - 110017

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