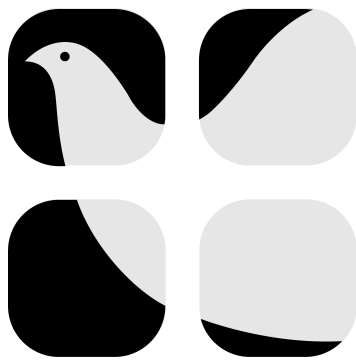




# **SHALOM COMMUNICATIONS LTD.**

[ CIN No.: U92132KL2003PLC016489 ]

PERUVANNAMOOZHI - 673 528



**SHALOM  
TELEVISION**

17<sup>TH</sup> ANNUAL REPORT 2019-20





Shalom Communications Ltd.

# CONTENTS

- Board of Directors
- Notice
- Directors' Report
- Form No. MGT 9
- Auditor's Report
- Balance Sheet
- Profit & Loss Account
- Notes forming part of Financial Statements
- Cash Flow Statement
- Balance Sheet abstract and Company's profile
- Proxy Form and Attendance slip

## BOARD OF DIRECTORS

1. Fr. Joseph Vayalil - Chairman
2. Mr. Mathew K.J. - Managing Director
3. Mr. Joby T.J - Director
4. Mr. John T.M - Director
5. Mr. Poulouse P.D- Director
6. Mr. Babu Augustine- Director
7. Mr. Tomy C.A. - Executive Director
8. Mr. Manoj Mathew- Director

## AUDITORS

M/s. George Mathai Nooranal & Co.  
Chartered Accountants.  
Jawahar Nagar, Calicut-673006

## COMPANY SECRETARIES

Gopimohan, Satheesan & Associates  
Company Secretaries, Wayanad Road  
Calicut-673001

## BANKERS

1. Union Bank of India  
Nellikode Branch-Kozhikode-673016
2. The Federal Bank Limited  
Perambra Branch-Kozhikode
3. State Bank of India  
Chakkittapara Branch-Kozhikode

## REGISTERED OFFICE

CP-1/318B, Shalom Buildings  
Peruvannamoozhi P.O- Kozhikode  
Kerala State, India-673528  
Phone: 0496-2663525, 2664651, 9188311825  
Email: shalomcomltd@gmail.com



Shalom Communications Ltd.

## NOTICE

NOTICE is hereby given that the 17<sup>th</sup> Annual General Meeting of SHALOM COMMUNICATIONS LIMITED (CIN: U92132KL2003PLC016489) will be held on Wednesday, 30<sup>th</sup> September 2020 at the registered office of the company at 10.00 AM to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2020, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr JOHN THENGUMPALLIL MATHAI (DIN: 02377518) who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.
3. To appoint a Director in place of Mr. BABU AUGUSTINE (DIN: 07447813) who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.

### SPECIAL BUSINESS

#### 4. Issue of shares on Private Placement

To consider and, if thought fit, to pass the following resolutions, with or without modification as a SPECIAL RESOLUTION.

"RESOLVED THAT pursuant to the provisions of section 42, 62 (1)(c) and other applicable provisions of the Companies Act and rules made there under, consent of the members be and is hereby accorded to offer 355 equity shares of Rs. 1000 each to be issued at par or at the rate fixed by the valuer based on the valuation report whichever is higher, to the following persons;

	NAME AND ADDRESS	NO OF SHARES
1.	MR JOBY T J THAIKKATTIL HOUSE, CHITTATTUKARA P O, TRICHUR 680511	25
2.	MRS. ANN MARY ANTONY CHIRAYIL HOUSE, H.NO: 19 KASTURI BAI STREET-MANGAL NAGAR CHOO LAMEDU, CHENNAI	50
3.	MR.SOBIN JOHN PEELIANICKAL HOUSE, KURUVAMOOZH P O ERUMELY, KOTTAYAM 686509	150
4.	MRS.CELINE FRANCIS KANNAIKKATT HOUSE, MAVINCHUVADU, COLLEGE ROAD MUVATTUPUZHA	20
5.	MRS TREESA THOMAS CHITILAPPILLY HOUSE, PURANATTUKARA P O TRICHUR 680551	50
6.	MRS.ELAMMA K J KUTTIYANICKAL HOUSE, BARBER MUKKU, EDAKKARA P O 679331	20
7.	MR FRINY T F THEKKETHALA HOUSE, PALLATHU LANE, SANTHIGRAM ROAD IRINJALAKKUDA 680121	40
	<b>TOTAL</b>	<b>355</b>



Shalom Communications Ltd.

on private placement basis and that the Board be and is hereby authorized to issue the offer letter in the prescribed form and allot the shares as may be subscribed by the applicant."

*By order of the Board of Directors*

Place: Peruvannamoozhi  
Date: 25/08/2020

Mr. Mathew Joseph Koonamthadathil  
Managing Director  
DIN: 07170138

**NOTES:**

- 1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.**
2. The required Explanatory Statement pursuant to Section 102 of the Companies Act in respect of the items under Special Business is annexed herewith.
3. Members intending to seek clarification at the Annual General Meeting concerning the accounts and any aspect of operations of Company are requested to send their questions in writing to the Secretarial Department so as to reach the Company at least 7 days in advance before the date of the Annual General Meeting, specifying the points.
4. Members/Proxies are requested to bring the Attendance Slip duly filled in for attending the Meeting. No duplicate will be issued at the venue of the Meeting.
5. Members are requested to notify to the Company, immediately of any change in their address.
6. In terms of Section 108 of the Companies Act 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 the Resolutions proposed at this AGM will be transacted through remote e- voting (facility to cast vote from a place other than the venue of the AGM) and also e-voting at the AGM. Instructions and other information relating to e-voting are separately given in Annexure I. The Board of Directors of the Company has appointed Mr. K.P Satheesan, FCS, Practicing Company Secretary, as the Scrutinizer for this purpose.

**Item No. 4**

The Company is in need of funds for expanding its business activities and proposes to raise the funds by issue of equity shares through Private Placement to and in the manner as mentioned below. Section 42 of the Companies Act, 2013 requires to obtain Special Resolution to issue securities under Private Placement.

**Information pursuant to Rule 73 (2) (d) of the Companies (Share Capital and Debentures Rules, 2014**

Sl.NO	Particulars	Information
1.	Object of the issue	To expand the business activities.
2.	Total number of shares or other securities to be issued	355 Equity shares
3.	Price at which the allotment is proposed	Rs 1000/-equity share
4.	Basis on which the price has been arrived at	Shares are offered at the Face Value. Valuation Report to the effect shall be obtained from an approved valuer before issuance of shares.
5.	Relevant date with reference to which the price has been arrived at	31/03/2020



Shalom Communications Ltd.

6.	Class or classes of persons to whom the allotment is proposed to be made	Existing share holders of the Company and individuals not being members of the promoter group of the Company
7.	Intention of promoters , Directors or key managerial personnel to subscribe to the offer	Promoters, Directors and Key Managerial personnel are not subscribing to this issue
8.	The proposed time within which the allotment shall be completed	The allotment is proposed to be completed within 30 Days from the date of receipt of subscription money.
9.	The name of the proposed allottees and the percentage of post preferential capital that may be held by them	Percentage of post preferential offer Capital held by the allottees 1. MR JOBY T J - 0.08 2. MRS.ANN MARY ANTONY- 0.16 3. MR.SOBIN JOHN- 0.48 4. MRS.CELINE FRANCIS- 0.06 5. MRS TREESA THOMAS- 0.16 6. MRS.ELAMMA K J- 0.06 7. MR FRINY T F- 0.12

10.	The change in control, if any, in the company that would occur consequent to the preferential offer	There will no change in the control of the company consequent to the preferential offer.
11.	The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	The Company has not allotted any shares during the year.
12.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	The proposed issue of shares is for Cash and hence this is not applicable.
13.	the pre issue and post issue shareholding pattern of the company in the following table	

Sl No.	Category	Pre Issue		Post Issue	
		No. of shares	% of shareholding	No. of shares	% of shareholding
<b>A.</b>	<b>Promoters holding:</b>				
1.	Indian:				
	Individual	736	2.45	736	2.42
	Bodies Corporate	NIL	NIL	NIL	NIL
	Trust	500	1.67	500	1.65
	<b>Sub Total</b>	<b>1236</b>	<b>4.12</b>	<b>1236</b>	<b>4.07</b>
2.	Foreign Promoters	NIL	NIL	NIL	NIL
	<b>Sub Total (A)</b>				



Shalom Communications Ltd.

<b>B</b>	<b>Non-Promoter holding:</b>				
1	Institutional Investors	NIL	NIL	NIL	NIL
2	Non-Institution:				
	Private Corporate Bodies	NIL	NIL	NIL	NIL
	Individual	28442	94.78	28797	94.84
	Indian Public	NIL	NIL	NIL	NIL
	Others (Including NRIs)	333	1.10	333	1.09
	<b>SUB-TOTAL (B)</b>	<b>28775</b>	<b>95.88</b>	<b>29130</b>	<b>95.93</b>
	<b>GRAND TOTAL</b>	<b>30011</b>	<b>100</b>	<b>30366</b>	<b>100</b>

## ANNEXURE I

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL) on all resolutions set forth in the Notice.

<b>Sl No</b>	<b>Details / Activity</b>	<b>Particulars</b>
1.	Date and time of commencement and end of e-voting	Commencement: Sunday 27 <sup>th</sup> September, 2020- 10.00 am Ending: Tuesday, 29 <sup>th</sup> September, 2020 – 5.00 pm.
2.	Cut –off date	Wednesday, 16 <sup>th</sup> September, 2020.

The e-voting module shall be disabled for voting after 5.00 pm on Tuesday, 24<sup>th</sup> September, 2019. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently. The Members, who have not cast their vote electronically, can exercise their voting rights at the AGM. The Company will make necessary arrangements by way of issuing polling papers at the AGM Venue for exercising the options of voting by the members of the Company.

Members who have cast their votes by e-voting prior to the meeting may also attend the general meeting. However, those members are not entitled to cast their vote again in the General Meeting. Members 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. Tuesday, 17<sup>th</sup> September, 2019 only shall be entitled to avail the facility of e-voting / voting in the General Meeting as the case may be.



Shalom Communications Ltd.

The e-voting module shall be disabled for voting after 5.00 pm on Tuesday, 29<sup>th</sup> September, 2020. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently. The Members, who have not cast their vote electronically, can exercise their voting rights at the AGM. The Company will make necessary arrangements by way of issuing polling papers at the AGM Venue for exercising the options of voting by the members of the Company.

Members who have cast their votes by e-voting prior to the meeting may also attend the general meeting. However, those members are not entitled to cast their vote again in the General Meeting. Members 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. Wednesday, 16<sup>th</sup> September, 2020 only shall be entitled to avail the facility of e-voting / voting in the General Meeting as the case may be.

The members are informed that the physical copy of annual report / notice etc, will be dispatched on or before 5<sup>th</sup> September 2020 to the members whose names appeared in the register of members of the Company as on 4<sup>th</sup> September, 2020, by Post. Investors who become members of the Company subsequent to the dispatch of the notice and who hold the shares as on the cut- off date i.e., 16<sup>th</sup> September, 2020 are requested to send a written / e-mail communication to Mr. Rakesh Dalvi, Deputy Manager, Regd.Office: Marathone Futurex,A-wing,25<sup>th</sup> Floor, N M Joshi Marg,LowerParel, Mumbai-400013 e-mail id [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). with their particulars i.e. Folio No. to obtain login id and password for e-voting or alternatively investors may write to the Deputy Manager at the registered office of the Company.

For any queries / clarification / grievances connected with e-voting members may contact MR. Rakesh Dalvi, Deputy Manager, **CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL)**, Regd.Office: Marathone Futurex,A-wing,25<sup>th</sup> Floor, N M Joshi Marg,LowerParel, Mumbai-400013, e-mail id [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), Phone No.1800-200-5533 or may write to the Managing Director at the registered office of the Company.

#### **E-Voting Procedure**

1. The facility for voting through polling paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through polling paper.
2. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
3. The Company has engaged the services of **CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL)**, as the Agency to provide e-voting facility.
4. The Board of Directors of the Company has appointed Mr K.P Satheesan, a Practicing Company Secretary, Partner, Gopimohan Satheesan & Associates, Calicut as Scrutinizer to scrutinize remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed for the same.



Shalom Communications Ltd.

5. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member as on the cut-off date i.e. Wednesday, 16<sup>th</sup> September, 2020.
6. A person, whose name is recorded in the register of members as on the cut-off date, i.e. Wednesday, 16<sup>th</sup> September, 2020 only shall be entitled to avail the facility of remote e-voting as well as voting at AGM through polling paper.
7. If the member is already registered with CDSL platform then he can use his existing User ID and password for casting the vote through remote e-voting.
8. The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company [www.shalomtv.tv](http://www.shalomtv.tv) and on the website of **CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL)**, <https://www.evotingindia.com>.
9. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Wednesday, 30<sup>th</sup> September, 2020.
10. Instructions and other information relating to remote e-voting:
  - (i) The voting period begins on Sunday, 27<sup>th</sup> September, 2020, 10 AM and ends on Tuesday, 29<sup>th</sup> September, 2020. During this period shareholders' of the Company, holding shares in physical form as on the cut-off date Wednesday, 16<sup>th</sup> September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iv) Click on Shareholders.
  - (v) Now Enter your User ID. User id will be your Folio Number. Enter Folio Number in 5 Digit Format. Example – if your folio number 1 add applicable number of zero's before 1 to make it 5 digit format ie 00001
  - (vi) Next enter the Image Verification as displayed and Click on Login
  - (vii) A column to enter your **PAN number** will appear\*

\*In this column, the total number of characters are 10. Shareholders are required to enter their FIRST FIVE CHARACTER OF NAME without any space IN CAPITAL LETTER followed by your FOLIO NUMBER Registered with the Company.

Example 1: Your name registered with the company is (name in the Address) JOHN AND FOLIO Number 44 , add applicable number of zero's between your name and folio number to make it 10 character ie JOHN000044

Example2 : Your name is BEN and folio No. is 28 you have to type BEN0000028

Example3 : Your name is BEN P.T and folio No. is 28 you have to type BENPT00028

Example4 : Your name is BEN PAUL and folio No. is 28 you have to type BENPA00028



Shalom Communications Ltd.

- (viii) In the column to enter **Dividend Bank Details**, enter the NUMBER OF SHARES holding as on record date
  - (ix) The column to enter **Date of Birth** may be left blank.
  - (x) After entering these details appropriately, click on "SUBMIT" tab.
  - (xi) You will reach the Company selection screen. Click on the **EVSN** for choosing the Company name <SHALOM COMMUNICATIONS LIMITED>.
  - (xii) On the voting page, you will see "**RESOLUTION DESCRIPTION**" and against the same you can see the options "YES/NO" for voting decision. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  - (xiii) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
  - (xiv) After selecting the resolution you have decided to vote on, click on "**SUBMIT**". A confirmation box will appear. If you wish to confirm your vote, click on "OK", or else to change your vote, click on "CANCEL" and accordingly modify your vote and do the same procedure.
  - (xv) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
  - (xvi) Click the "**Click here to print**" link to print the vote casted by you.
  - (xvii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after Sunday, 27<sup>th</sup> September, 2020- 10.00 am. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
  - (xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - (xix) The following person shall be responsible to address grievances concerned with facility for remote e-voting:  
  
Contact Name – Mr. Rakesh Dalvi, Designation - Deputy Manager, Address - Regd. Office: Marathone Futurex, A-wing, 25<sup>th</sup> Floor, N M Joshi Marg, Lower Parel, Mumbai-400013. Contact No. 18002005533. Email id - [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - (xx) For any other clarifications please contact Mr. Tomy Chennamkulam Antony, Whole time Director, Shalom Communications Ltd., Peruvannamoozhi PO, Kozhikode, Phone: 0496-2664651, 2663525, 2664600 Mail id: [shalomcomltd@gmail.com](mailto:shalomcomltd@gmail.com)
1. In the wake of COVID-19, seating arrangement will be made adhering to the Covid Protocol. Members are also requested to strictly adhere to Covid Protocol.
  2. The route map showing directions to reach the venue of the 17<sup>th</sup> AGM is annexed.



Shalom Communications Ltd.



ADDITIONAL INFORMATION OF DIRECTOR RECOMMENDED FOR RE-APPOINTMENT AS REQUIRED AS PER SECRETARIAL STANDARD ON GENERAL MEETING (SS-2)

Particulars	Mr. John Thengumpallil Mathai	Mr. Babu Augustine
Age	63	58
Qualifications	Graduation, DIM	PDC
Experience	30 years in Banking Sector	Business
Remuneration or remuneration last drawn	NA	NA
Date of first appointment on Board	23.09.2008	10.05.2017
Shareholding in the Company	300	30
Relationship with other Directors, Manager, and other Key Managerial Persons of the Company	NIL	NIL
Number of meetings of the board attended during the year	5	6
Other Directorships	NIL	NIL



Shalom Communications Ltd.

## DIRECTORS' REPORT

Dear Shareholders,

We are delighted to present the 17<sup>th</sup> Annual Report on the business and operation of the company together with the Audited statement of Accounts and the Auditors' Report of the Company for the year ended 31<sup>st</sup> March, 2020. The financial highlights for the year under review are given below

### FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous years figures are given here under:

Particulars	(Rs. in lakhs)	
	2019-2020	2018-2019
Revenue from Operations	204.00	209.00
Other Income	0.95	0.25
<b>Total Income</b>	<b>204.95</b>	<b>209.25</b>
Employee Benefit Expenses	19.06	21.37
Depreciation and Amortization expense	28.10	43.19
Other Expenses	159.96	151.93
<b>Total Expenses</b>	<b>207.13</b>	<b>216.49</b>
<b>Profit before tax</b>	<b>(2.17)</b>	<b>(7.24)</b>
Tax Expenses [including deferred tax]	0.03	2.26
<b>Profit/ (loss) for the period</b>	<b>(2.20)</b>	<b>(4.97)</b>

### DIVIDEND

Since the Company has no profits, the directors do not recommend any dividend.

### TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The company was not required to transfer any amount to Investor Education and Protection Fund during the year.

### DIRECTORS

Mr JOHN THENGUMPALLIL MATHAI (DIN: 02377518) and Mr. BABU AUGUSTINE (DIN: 07447813) retire by rotation and being eligible offer themselves for re-appointment.

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

### BOARD MEETINGS

The Board meets at regular intervals to discuss and decide Business policy. The Company had 6 Board meetings during the financial year under review on 15.05.2019, 21.08.2019, 25.09.2019, 22.11.2019, 31.12.2019, 22.03.2020.



Shalom Communications Ltd.

Details of Board Meetings and attendance thereof		
Sl No	Name	Number of meetings attended
1	Thaikkattil Joseph Joby	5
2	John Thengumpallil Mathai	5
3	Pengiparambil Devassykutty Paulose	5
4	Vayalil Thomas Joseph	5
5	Mathew Joseph Koonamthadathil	6
6	Babu Augustine	6
7	Tomy Chennamkulam Antony	6
8	Manoj Mathew	6

#### **COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

#### **BOARD MEMBERSHIP CRITERIA**

The Board of Directors is collectively responsible for selection of a member on the Board. The criteria for appointment to the Board include:

- Composition of the Board which is commensurate with the size of the Company, its portfolio, geographical spread and its status as a subsidiary of a Public Company;
- Desired age and diversity on the Board;
- Size of the Board with optimal balance of skills and experience and balance of Executive and Non-Executive Directors consistent with requirements of the law;
- Professional qualifications, expertise and experience in specific area of business;
- Balance of skills and expertise in view of the objectives and activities of the Company;
- Avoidance of any present or potential conflict of interest;
- Availability of time and other commitments for proper performance of duties;
- Personal characteristics being in line with the Company's values, such as integrity, honesty, transparency, pioneering mindset.

#### **RELATED PARTY TRANSACTIONS**

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

#### **RESPONSIBILITY STATEMENT**

The Directors confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and that no material departures have been made from the same;
- 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



Shalom Communications Ltd.

- fair view of the state of affairs of the Company at the end of the financial year and of the 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, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
  - iv. they have prepared the annual accounts on a going concern basis;
  - v. they have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

#### **PERSONNEL**

There are no employees who are in receipt of remuneration equal to or exceeding the limits prescribed under Section 197 of the Companies Act, 2013 and Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2020.

#### **EMPLOYEE STOCK OPTION**

The Company does not provide Employee Stock Option Plan.

#### **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

The company has not given any loan provided any guarantee or made any investment during the year under review.

#### **DEPOSITS**

The Company has not accepted any public deposits under Chapter V of Companies Act, 2013 during the year.

#### **ANNUAL RETURN EXTRACT**

Extract of Annual Return in Form MGT-9 under Section 92(3) and Rule 12 of the Companies (Management and Administration) Rules, 2014 is appended as **Annexure - II to this Report**.

#### **DECLARATIONS AND CONFIRMATIONS**

The Company has adequate internal financial control system in place which operates effectively. According to the Directors of your Company, elements of risks that threaten the existence of your Company are very minimal. Hence, no separate Risk Management Policy is formulated. There were no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

#### **SECRETARIAL AUDIT**

The Company is not required to obtain a Secretarial Audit Report under Section 204 of Companies Act 2013.

#### **COST AUDIT**

Cost Audit Rules does not apply to your Company.

#### **AUDITORS**

M/s George Mathai Nooranal & Co, Chartered Accountants, Calicut were appointed as Statutory Auditors in the Annual General Meeting held on 25/09/2019 and his tenure expires in the 21<sup>st</sup> Annual General Meeting to be held in the year 2024.

#### **COMMITTEE FOR PREVENTION OF SEXUAL HARASSMENT**

Since the company does not have any women employees, the requirement regarding constitution of a Committee does not arise.



Shalom Communications Ltd.

#### **GENERAL MATTERS AND CONFIRMATIONS**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- a. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- b. Your company is in the process of assessing the various risk parameters and preparing a comprehensive risk management policy.
- c. Your company is not covered under the provisions of Section 135 and hence disclosure under Section 134 (3) (o) is not applicable.
- d. Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

Conservation of Energy

Company has made possible measures for the conservation of energy during the year.

Technology Absorption

There was no expenditure incurred on Research and Development during the year under review. No import of technology was carried out by your company.

Foreign exchange earnings and outgo

There was no foreign exchange inflow and outflow during the year under review.

#### **DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

#### **ACKNOWLEDGEMENTS**

The Directors wish to place on record the co-operation, assistance and support extended by banks, Government Departments, and our shareholders. The Directors also wish to place on record their appreciation for the all round support and cooperation received from the employees at all levels and the consultants.

*FOR AND ON BEHALF OF THE BOARD OF DIRECTORS*

Sd/-  
**MR. MATHEW JOSEPH  
KOONAMTHADATHIL**  
Managing Director  
DIN: 07170138

Sd/-  
**MR. TOMY  
CHENNAMKULAM ANTONY**  
Wholetime Director  
DIN: 07447818

Place: Peruvannamoozhi  
Date: 25.08.2020



Shalom Communications Ltd.

**Annexure - II  
FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

**As on financial year ended on 31.03.2020**

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

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	U92132KL2003PLC016489
2.	Registration Date	26/09/2003
3.	Name of the Company	SHALOM COMMUNICATIONS LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares Indian Non-Government company
5.	Address of the Registered office & contact details	Building No Cp 1/318b Ward 1peruvannamoozhi Post Koyilandy Taluk Kozhikode-673528 E-Mail: shalomcomltd@gmail.com
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NA

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY** (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Television Activities	602	100

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NA**

Sl. No	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of Shares Held	Applicable Section
	NIL	NIL	NIL	NIL	NIL

**III. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31 March - 2019]				No. of Shares held at the end of the year [As on 31 March - 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF		736	736	2.47		736	736	2.45	
b) Central Govt		-	-	-		-	-	-	
c) State Govt(s)		-	-	-		-	-	-	
d) Bodies Corp.		-	-	-		-	-	-	



Shalom Communications Ltd.

e) Banks / FI		-	-	-		-	-	-	
f) Any other		-	-	-		-	-	-	
<b>Total shareholding of Promoter (A)</b>		<b>736</b>	<b>736</b>	<b>2.47</b>		<b>736</b>	<b>736</b>	<b>2.45</b>	
<b>B. Public Shareholding</b>									
1. Institutions									
a) Mutual Funds		-	-	-		-	-	-	
b) Banks / FI		-	-	-		-	-	-	
c) Central Govt		-	-	-		-	-	-	
d) State Govt(s)		-	-	-		-	-	-	
e) Venture Capital Funds		-	-	-		-	-	-	
f) Insurance Companies		-	-	-		-	-	-	
g) FIIs		-	-	-		-	-	-	
h) Foreign Venture Capital Funds		-	-	-		-	-	-	
i) Others (specify)		-	-	-		-	-	-	
<b>Sub-total (B)(1):-</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian		-	-	-		-	-	-	
ii) Overseas		-	-	-		-	-	-	
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh		24342	24342	81.65		24542	24542	81.78	
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh		3900	3900	13.08		3900	3900	13.00	
c) Others (specify)									
Non Resident Indians		333	333	1.12		333	333	1.10	
Overseas Corporate Bodies		-	-	-		-	-	-	
Foreign Nationals		-	-	-		-	-	-	
Clearing Members		-	-	-		-	-	-	
Trusts		500	500	1.68		500	500	1.67	
Foreign Bodies - D R		-	-	-		-	-	-	
<b>Sub-total (B)(2):-</b>		<b>29075</b>	<b>29075</b>	<b>97.53</b>		<b>29275</b>	<b>29275</b>	<b>97.55</b>	
Total Public Shareholding (B)=(B)(1)+ (B)(2)		<b>29075</b>	<b>29075</b>	<b>97.53</b>		<b>29275</b>	<b>29275</b>	<b>97.55</b>	



Shalom Communications Ltd.

<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>Grand Total (A+B+C)</b>		<b>29811</b>	<b>29811</b>	<b>100</b>		<b>30011</b>	<b>30011</b>	<b>100</b>	

**ii) Shareholding of Promoter-**

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Thaikkattil Joseph Joby	195	0.65	NIL	195	0.65	NIL	NIL
2.	John Thengumpallil Mathai	300	1.01	NIL	300	1.01	NIL	NIL
3.	Pengiparambil Devassykutty	15	0.05	NIL	15	0.05	NIL	NIL
4.	Vayalil Thomas Joseph	5	0.02	NIL	5	0.02	NIL	NIL
5.	Mathew Joseph Koonamthadathil	48	0.16	NIL	48	0.16	NIL	NIL
6.	Babu Augustine	30	0.10	NIL	30	0.10	NIL	NIL
7.	Tomy Antony	80	0.27	NIL	80	0.27	NIL	NIL
	Manoj Mathew	63	0.21	NIL	63	0.21	NIL	NIL
	<b>Total</b>	<b>736</b>	<b>2.45</b>	<b>NIL</b>	<b>736</b>	<b>2.45</b>	<b>NIL</b>	<b>NIL</b>

**iii) Change in Promoters' Shareholding (please specify, if there is no change):** There is no change in promoter's shareholding during the year.

**iv) Shareholding Pattern of top ten Shareholders:  
(Other than Directors, Promoters and Holders of GDRs and ADRs)**

**1. Mr. MR. BIJU AUGUSTINE**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	600	2.01		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	NA	NA	NA	NA
	At the end of the year			600	2.01

**2. Mr. RALI P CHERIYAN**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	500	1.68		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	NA	NA	NA	NA
	At the end of the year			500	1.68



Shalom Communications Ltd.

### 3. MRS. PUSHPA ANTONY

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	467	1.57		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	NA	NA	NA	NA
	At the end of the year			467	1.57

### 4. MR. ANTONY C C

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	466	1.56		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	NA	NA	NA	NA
	At the end of the year			466	1.56

### 5. MS. AISWARYA ANTONY

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	397	1.33		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
	At the end of the year			397	1.33

### 6. MR. MANOJ GEORGE

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	265	0.89		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	NA	NA	NA	NA
	At the end of the year			265	0.89



Shalom Communications Ltd.

**7. MR. TOMY PHILIP**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	260	0.87		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
	At the end of the year			260	0.87

**8. MRS. ELIAKUTTY PAUL MAMPILLY**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	200	0.67		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
	At the end of the year			200	0.67

**9. MR. JOSEKUTTY K T**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	150	0.50		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
	At the end of the year			150	0.50

**10. MR. GEORGE V JOSEPH**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	150	0.50		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
	At the end of the year			150	0.50



Shalom Communications Ltd.

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

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year:				
1.	Thaikkattil Joseph Joby	195	0.65	195	0.65
2.	John Thengumpallil Mathai	300	1.01	300	1.01
3.	Pengiparambil Devassykutty Paulose	15	0.05	15	0.05
4.	Vayalil Thomas Joseph	5	0.02	5	0.02
5.	Mathew Joseph Koonamthadathil	48	0.16	48	0.16
6.	Babu Augustine	30	0.10	30	0.10
7.	Tomy Chennamkulam Antony	80	0.27	80	0.27
8.	Manoj Mathew	63	0.21	63	0.21
	Date wise Increase / Decrease in Directors' Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): <b>NA</b>	Nil	Nil	Nil	Nil
	At the end of the year:				
1.	Thaikkattil Joseph Joby	195	0.65	195	0.65
2.	John Thengumpallil Mathai	300	1.01	300	1.01
3.	Pengiparambil Devassykutty Paulose	15	0.05	15	0.05
4.	Vayalil Thomas Joseph	5	0.02	5	0.02
5.	Mathew Joseph Koonamthadathil	48	0.16	48	0.16
6.	Babu Augustine	30	0.10	30	0.10
7.	Tomy Chennamkulam Antony	80	0.27	80	0.27
8.	Manoj Mathew	63	0.21	63	0.21

**vi) INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

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

**vii) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**



Shalom Communications Ltd.

- A. Remuneration to Managing Director, Whole-time Directors and/or Manager: NA  
 B. Remuneration to other directors: NIL  
 C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD: NA

**viii) PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. DIRECTORS</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Place: Peruvannamoozhi

Date: 25/08/2020

Mr. Tomy Chennamkulam Antony  
 Wholetime Director

DIN: 07447818

Mr. Mathew Joseph  
 Koonamthadathil  
 Managing Director  
 DIN: 07170138



Shalom Communications Ltd.

## INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SHALOM COMMUNICATIONS LIMITED

### Report on the Financial Statements

We have audited the accompanying standalone financial statements of SHALOM COMMUNICATIONS LIMITED (*"the Company"*) which comprises the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (*"the Act"*) with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with the Companies (Accounts) Rules, 2015. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under and the Order issued under section 143(11) of the Act.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.



Shalom Communications Ltd.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its Profits, changes in equity and its Cash Flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
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 purpose of our audit;
  - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
  - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act.
  - e. On the basis of written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - 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. The Company does not have any pending litigations which would impact its financial position.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For and on behalf of

GEORGE MATHAI NOORANAL & CO  
Chartered Accountants  
Firm Registration Number: 000910S

Sd/-  
George Mathai Nooranal  
Proprietor  
(Membership No: 23210)  
UDIN:20023210AAAAFR9948

Place: Calicut  
Date: 25.08.2020



Shalom Communications Ltd.

## **“Annexure A” 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 for the year ended March 31, 2020:**

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) The title deeds of immovable properties are held in the name of the company.
- 2) As the company has not purchased/sold goods during the year nor is there any opening stock, requirement of reporting on physical verification of stock or maintenance of inventory records, in our opinion, does not arise.
- 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 has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2020 for a period of more than six months from the date on when they become payable.
- b) 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.**
- 8) According to the records of the company, the company has not borrowed from financial institutions or banks or government or issued debentures and hence, in our opinion,



Shalom Communications Ltd.

the question of reporting on defaults in repayment of dues to financial institutions or banks or government or debentures does not arise.

- 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, and based on information and explanations given by the management there is no transaction with related parties and provisions of section 177 and 188 is not applicable to the company.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has made private placement of shares during the year under review and has complied with the requirement of section 42 of the Companies Act, 2013 and the amount raised have been used for the purpose for which the funds were raised.
- 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 and on behalf of

GEORGE MATHAI NOORANAL & CO  
*Chartered Accountants*  
Firm Registration Number: 000910S

Sd/-  
George Mathai Nooranal  
Proprietor  
(Membership No: 23210)  
UDIN:20023210AAAAFR9948

Place: Calicut  
Date: 25.08.2020



Shalom Communications Ltd.

## **“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Shalom Communications Limited**

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

We have audited the internal financial controls over financial reporting of Shalom Communications Limited (“the Company”) as of March 31, 2020 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 by the Institute of Chartered Accountants of India.”

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide



Shalom Communications Ltd.

a basis for our audit opinion on the Company's 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, 2020, 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 and on behalf of

GEORGE MATHAI NOORANAL & CO  
*Chartered Accountants*  
Firm Registration Number: 000910S

Sd/-  
George Mathai Nooranal  
Proprietor  
(Membership No: 23210)  
UDIN:20023210AAAAFR9948

Place: Calicut  
Date: 25.08.2020



Shalom Communications Ltd.

**BALANCE SHEET AS AT 31ST MARCH 2020**

**SHALOM COMMUNICATIONS LIMITED**

BUILDING NO CP 1/318B WARD 1 PERUVANNAMOOZHI POST  
KOYILANDY THALUK KOZHIKODE KL 673528 IN

(in Rs.)

(in Rs.)

		Particulars	Note No.	As at 31 March, 2020	As at 31 March, 2019
<b>I</b>		<b>EQUITY AND LIABILITIES</b>			
<b>1</b>		<b>Shareholders' funds</b>			
	a	Share capital	2	30,011,000.00	29,811,000.00
	b	Reserves and surplus	3	(3,789,487.06)	(3,569,140.10)
	c	Money received against share warrants		-	-
<b>2</b>		<b>Share application money pending allotment</b>		-	-
<b>3</b>		<b>Non-current liabilities</b>			
	a	Long-term borrowings		-	-
	b	Deferred tax liabilities (net)		-	-
	c	Other long-term liabilities	4	2,100,000.00	2,100,000.00
	d	Long-term provisions		-	-
<b>4</b>		<b>Current liabilities</b>			
	a	Short-term borrowings		-	-
	b	Trade payables			
		(A) total outstanding dues of micro enterprises and small enterprises; and			
		(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	5	526,697.00	-
	c	Other current liabilities	6	557,719.00	193,540.00
	d	Short-term provisions		-	-
		<b>TOTAL</b>		<b>29,405,928.94</b>	<b>28,535,399.90</b>
<b>II</b>		<b>ASSETS</b>			
<b>1</b>		<b>Non-current assets</b>			
	a	Property, Plant and Equipment			
	(i)	Tangible assets	7	12,635,941.92	14,750,288.86
	(ii)	Intangible assets		-	-
	(iii)	Capital work-in-progress		-	-
	(iv)	Intangible assets under development		-	-
	b	Non-current investments		-	-
	c	Deferred tax assets (net)	8	485,476.33	488,440.34
	d	Long-term loans and advances	9	1,819,371.00	1,819,371.00
	e	Other non-current assets		-	-
<b>2</b>		<b>Current assets</b>			
	a	Current investments		-	-
	b	Inventories		-	-
	c	Trade receivables		-	-
	d	Cash and cash equivalents	10	5,374,453.69	2,818,558.70
	e	Short-term loans and advances		-	-
	f	Other current assets	11	9,090,686.00	8,658,741.00
		<b>TOTAL</b>		<b>29,405,928.94</b>	<b>28,535,399.90</b>
		Please see accompanying notes forming part of the financial statements			

As per the report of evendate

For and on behalf of the Board of Directors of  
Shalom Communications Ltd

For George Mathai Nooranal & Co  
Chartered Accountants  
(Firm No: 000910S)

Sd/-  
Mathew Joseph Koonamthadathil  
(Managing Director)  
(DIN:07170138)

Sd/-

George Mathai Nooranal  
(Membership No.023210)

Sd/-  
Tomy Chennamkulam Antony  
(Director)  
(DIN:07447818)

Place:Calicut  
Date: 25.08.2020



Shalom Communications Ltd.

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2020**

**SHALOM COMMUNICATIONS LIMITED**

BUILDING NO CP 1/318B WARD 1 PERUVANNAMOOZHI POST

KOYILANDY THALUK KOZHIKODE KL 673528 IN

(in Rs.)

(in Rs.)

	Particulars	Note No.	For the year ended 31 March, 2020	For the year ended 31 March, 2019
<b>A</b>	<b>CONTINUING OPERATIONS</b>			
<b>1</b>	Revenue from operations	12	20,400,000.00	20,900,000.00
<b>2</b>	Other income	13	95,216.00	25,160.00
<b>3</b>	<b>Total revenue (1+2)</b>		<b>20,495,216.00</b>	<b>20,925,160.00</b>
<b>4</b>	<b>Expenses</b>			
a	Employee benefits expense	14	1,906,260.00	2,137,242.00
b	Finance costs			
c	Depreciation and amortisation expense	15	2,810,288.95	4,319,263.13
d	Other expenses	16	15,996,050.00	15,192,539.39
	<b>Total expenses</b>		<b>20,712,598.95</b>	<b>21,649,044.52</b>
<b>5</b>	<b>Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)</b>		(217,382.95)	(723,884.52)
<b>6</b>	Exceptional items			
<b>7</b>	<b>Profit / (Loss) before extraordinary items and tax (5 ± 6)</b>		(217,382.95)	(723,884.52)
<b>8</b>	Extraordinary items			
<b>9</b>	<b>Profit / (Loss) before tax (7 ± 8)</b>		(217,382.95)	(723,884.52)
<b>10</b>	<b>Tax expense:</b>			
a	Current tax		-	-
b	Deferred tax		2,964.01	(226,471.73)
c	MAT Credit			
<b>11</b>	<b>Profit / (Loss) from continuing operations(9 ±10)</b>		(220,346.96)	(497,412.79)
<b>B</b>	<b>DISCONTINUING OPERATIONS</b>			
<b>12</b>	Profit / (Loss) from discontinuing operations (before tax)		-	-
<b>13</b>	Tax expense of discontinuing operations		-	-
<b>14</b>	<b>Profit / (Loss) from discontinuing operations (after tax) (12-13)</b>		-	-
<b>15</b>	<b>Profit / (Loss) for the year (11 ± 14)</b>		(220,346.96)	(497,412.79)
<b>16</b>	<b>Earnings per equityshare (of 1000/- each):</b>			
	Basic		(7.34)	(16.69)
	Diluted		(7.34)	(16.69)
	Please see accompanying notes forming part of the financial statements			

As per report attached

For George Mathai Nooranal & Co  
Chartered Accountants  
(Firm No: 000910S)

Sd/-

George Mathai Nooranal  
(Membership No.023210)

Place:Calicut

Date: 25.08.2020

For and on behalf of the Board of Directors of  
Shalom Communications Ltd

Sd/-

Mathew Joseph Koonamthadathil  
(Managing Director)  
(DIN:07170138)

Sd/-

Tomy Chennamkulam Antony  
(Director)  
(DIN:07447818)



Shalom Communications Ltd.

# **CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020**

## **SHALOM COMMUNICATIONS LIMITED**

BUILDING NO CP 1/318B WARD 1 PERUVANNAMOOZHI POST

KOYILANDY THALUK KOZHIKODE KL 673528 IN

(Rs.In Lakhs)

Particulars	2019-20	2018-19	2019-20	2018-19
<b>A. Cash Flow from Operating Activities</b>				
Profit/ (Loss) before Tax	(217,382.95)	(723,884.52)	(2.17)	(7.24)
Adjustments:				
Provisions for revenue expenses	-	-	-	-
Depreciation and Amortisation	2,810,288.95	4,319,263.13	28.10	43.19
<b>Operating Profit before working capital changes</b>	<b>2,592,906.00</b>	<b>3,595,378.61</b>	<b>25.93</b>	<b>35.95</b>
Movements in working capital				
Increase/(decrease) in Current Liabilities	-	(1,478,459.45)	-	(14.78)
(Increase)/decrease in Current Assets	-	(1,571,121.00)	-	(15.71)
Increase/(decrease) in short term loans and advances		(19,628.00)	-	(0.20)
<b>Cash generated from operation</b>	<b>2,592,906.00</b>	<b>526,170.16</b>	<b>25.93</b>	<b>5.26</b>
<b>Net Cash flow from operating Activities</b>	<b>2,592,906.00</b>	<b>526,170.16</b>	<b>25.93</b>	<b>5.26</b>
<b>B. Cash Flow from Investing Activities</b>				
Sale/ (purchase) of Fixed Assets	(695,942.01)	(260,623.36)	(6.96)	(2.61)
Interest Received			-	-
<b>Net Cash flow from Investing Activities</b>	<b>(695,942.01)</b>	<b>(260,623.36)</b>	<b>(6.96)</b>	<b>(2.61)</b>
<b>C. Cash Flow from Financing Activities</b>				
Proceeds from Issue of Equity Share	200,000.00	-	2.00	-
Decrease in non current assets				
Decrease in non current liabilities	-	-	-	-
Proceeds from long term loans and advance	-	-	-	-
<b>Net Cash flow from Financing Activities</b>	<b>200,000.00</b>	<b>-</b>	<b>2.00</b>	<b>-</b>
<b>Net Increase/(decrease) in cash and cash equivalents</b>	<b>2,096,963.99</b>	<b>265,546.80</b>	<b>20.97</b>	<b>2.66</b>
Cash and cash equivalents at the Beginning	2,818,558.70	2,553,011.90	28.19	25.53
Cash and cash equivalents as at the end	5,374,453.69	2,818,558.70	53.74	28.19

As per report attached

For George Mathai Nooranal & Co  
Chartered Accountants  
(Firm No: 000910S)

Sd/-

George Mathai Nooranal  
(Membership No.023210)

Place:Calicut

Date: 25.08.2020

For and on behalf of the Board of Directors of  
Shalom Communications Ltd

Sd/-

Mathew Joseph Koonamthadathil  
(Managing Director)  
(DIN:07170138)

Sd/-

Tomy Chennamkulam Antony  
(Director)  
(DIN:07447818)



Shalom Communications Ltd.

## NOTES FORMING PART OF FINANCIAL STATEMENTS

### SHALOM COMMUNICATIONS LIMITED

BUILDING NO CP 1/318B WARD 1 PERUVANNAMOOZHI POST

KOYILANDY THALUK KOZHICODE KL 673528 IN

(Amount in Rs.)

#### NOTE - 1 :- SIGNIFICANT ACCOUNTING POLICIES

- a) **BASIS OF PREPARATION OF FINANCIAL STATEMENTS** :- The financial statements are prepared under the historical cost convention, in accordance with the generally accepted accounting principles in India and the provisions of Companies Act, 2013.
- b) **USE OF ESTIMATES** :- The preparation of financial statements requires estimates and assumptions to be made, that affects the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.
- c) **DEPRECIATION** :- Depreciation on fixed assets is provided on Written Down Value method over the useful lives of assets in the manner prescribed in Schedule II to the Companies Act, 2013.
- d) **REVENUE RECOGNITION**:- Revenue is recognised on accrual basis.
- e) **PROPERTY, PLANT AND EQUIPMENTS**:-Property, Plant and Equipment are stated at cost inclusive of Cenvat, less accumulated depreciation.
- f) **EMPLOYEE BENEFITS** :- Short Term Employee Benefits and Post Employment Benefits are recognized as an expense at the undiscounted amount in the Profit and Loss Account of the year in which the service is rendered. Termination Benefits are recognized only on termination.
- g) **EARNINGS PER SHARE**
- |   | <u>2019-20</u> | <u>2018-19</u> |
|---|----------------|----------------|
| Profit after tax  | (220,346.96)   | (497,412.79)   |
| Weighted average shares outstanding during the year             | 30,011.00      | 29,811.00      |
| Computed on the basis of Earnings including extraordinary items | (7.34)         | (16.69)        |
| Computed on the basis of Earnings excluding extraordinary items | (7.34)         | (16.69)        |
- h) **DEFERRED TAX** :- Provision for current tax is made after taking into consideration benefits admissible under the Income Tax Act 1961. Deferred Tax arising due to timing difference between taxable income and accounting income is recognized. Deferred tax asset is recognized to the extent that there is virtual certainty that the asset will be recognized in future.
- i) **IMPAIRMENT OF ASSETS**:- Consideration is given at each Balance Sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's Fixed Assets. If any indication exists, an asset recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount
- j) **PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**:- Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities and commitments : Nil



Shalom Communications Ltd.

**Note -2 :- SHARE CAPITAL**

<u>NOTE - 2 : SHARE CAPITAL</u>		<u>As at 31.3.2020</u>	<u>As at 31.3.2019</u>		
a)	<u>Authorised</u>				
	35000 (previous year 35000) equity shares of Rs 1000 each	<u>35,000,000.00</u>	<u>35,000,000.00</u>		
	<u>Issued, Subscribed and Paid up</u>				
	30011 (previous year 29811) equity shares of Rs 1000 each fully paid up	<u>30,011,000.00</u>	<u>29,811,000.00</u>		
b)	<u>Reconciliation of number of shares and amount outstanding at the beginning and end of reporting period</u>				
		<u>Number</u>	<u>Amount</u>		
	Equity shares outstanding as on 31.3.2019	29,811.00	29,811,000.00		
	Add:Share Issued	200.00	200,000.00		
	Equity shares outstanding as on 31.3.2020	30,011.00	30,011,000.00		
c)	<u>Details of shares held by each shareholder holding more than 5%</u>				
		<u>As at 31.3.2020</u>	<u>As at 31.3.2019</u>		
<u>S No</u>	<u>Name of the share holder</u>	<u>Number of shares</u>	<u>% holding</u>	<u>Number of shares</u>	<u>% holding</u>
	Nil				

**Note -3 :- RESERVES AND SURPLUS**

	As at 31.3.2020	As at 31.3.2019
a) <u>SURPLUS/DEFICIT IN STATEMENT OF PROFIT AND LOSS</u>		
Opening Balance	(3,569,140.10)	(3,064,386.06)
Add:- Profit/Loss for the year	(220,346.96)	(497,412.79)
	(3,789,487.06)	(3,561,798.85)
<u>Less :- Transfer to General Reserve</u>	-	-
Adjustments of Assets Written off		7,341.25
Closing Balance	(3,789,487.06)	(3,569,140.10)
TOTALS	(3,789,487.06)	(3,569,140.10)

**Note -4 :- OTHER LONG TERM LIABILITIES**

	As at 31.3.2020	As at 31.3.2019
a) Broadcasting Charges Deposit	2,100,000.00	2,100,000.00
TOTALS	2,100,000.00	2,100,000.00

**Note -5 :-TRADE PAYABLES**

	As at 31.3.2020	As at 31.3.2019
a) <u>TOTAL OUTSTANDING DUES OF CREDITORS OTHER THAN MICRO ENTERPRISES AND SMALL ENTERPRISES.</u>		
1 Principal Amount due to creditors (Annexure 1)	526,697.00	-
2 Interest due	-	-
TOTALS	526,697.00	-

**Note -6 :- OTHER CURRENT LIABILITIES**

	As at 31.3.2020	As at 31.3.2019
a) Auditor's Remuneration	103,500.00	103,500.00
b) TDS Payable	102,069.00	27,200.00
c) PF Payable-Employee Collection	12,840.00	11,280.00
d) PF Payable-Employer Contribution	7,625.00	9,206.00
e) ESI Payable-Employee Collection	452.00	1,751.00
f) ESI Payable-Employer Contribution	1,954.00	2,803.00
g) General advance	-	-
h) Professional Charges	50,000.00	37,800.00
i) Disaster Relief Cess	136,000.00	
j) Salary Payable	143,279.00	
TOTALS	557,719.00	193,540.00



Shalom Communications Ltd.

**Note -8 :- DEFERRED TAX ASSET**

	As at 31.3.2020	As at 31.3.2019
a) Opening Balance	488,440.34	261,968.60
Deffered Tax Expenses for the Year	(2,964.01)	226,471.73
Gross Deferred Tax Asset	485,476.33	488,440.34
Less Deferred Tax Liability		
Net Deferred Tax Asset	TOTALS 485,476.33	488,440.34

**Note -9 :-LONG TERM LOANS AND ADVANCES**

	As at 31.3.2020	As at 31.3.2019
a) <u>Security Deposits</u>		
Unsecured, Considered Good	1,819,371.00	1,819,371.00
b) <u>Other Loans and Advances</u>		
Unsecured, Considered Good	-	-
TOTALS	1,819,371.00	1,819,371.00

**Note - 10 :- CASH AND BANK BALANCES**

	As at 31.3.2020	As at 31.3.2019
a) <u>Cash and Cash Equivalents</u>		
Balances with Banks	5,352,927.69	2,781,749.70
Cash on Hand	21,526.00	36,809.00
Other Bank Balances		
Bank deposits with more than 12 months maturity	-	-
TOTALS	5,374,453.69	2,818,558.70

**Note -11 :-OTHER CURRENT ASSETS**

	As at 31.3.2020	As at 31.3.2019
a) <u>Others</u>		
Unsecured, Considered Good		
1 Shalom Media Foundation Trust	7,032,312.00	5,782,781.00
2 Prepaid Expenses	1,119,639.00	1,479,514.00
3 GST Receivable	108,813.00	298,780.00
4 Income Tax Refund Receivable	279,922.00	1,095,666.00
5 Salary Advance		2,000.00
6 General Advance	142,000.00	
7 TDS Recievable	408,000.00	
TOTALS	9,090,686.00	8,658,741.00

**Note -12 :- REVENUE FROM OPERATIONS**

	As at 31.3.2020	As at 31.3.2019
a) Other operating revenues		
Broadcasting Charges	20,400,000.00	20,400,000.00
Channel Placement charges		500,000.00
TOTALS	20,400,000.00	20,900,000.00

**Note - 13 :- OTHER INCOME**

	As at 31.3.2020	As at 31.3.2019
a) Other non - operating income	-	-
b) Interest on Income-Tax refund	55,960.00	25,160.00
c) Income Tax Refund	39,256.00	-
TOTALS	95,216.00	25,160.00



Shalom Communications Ltd.

**Note -14 :- EMPLOYEE BENEFITS EXPENSES**

	<u>As at 31.3.2020</u>	<u>As at 31.3.2019</u>
a) Salaries Wages and Allowance	1,775,710.00	1,812,074.00
b) Contribution to provident funds	97,892.00	140,548.00
c) Staff Welfare Expenses	7,018.00	24,533.00
d) ESI	25,640.00	30,210.00
e) Gratuity		129,877.00
<b>TOTALS</b>	<b>1,906,260.00</b>	<b>2,137,242.00</b>

**Note - 15 :-DEPRECIATION AND AMORTIZATION EXPENSES**

	<u>As at 31.3.2020</u>	<u>As at 31.3.2019</u>
a) Depreciation on Plant & Equipments	2,408,926.60	2,601,139.84
b) Depreciation on Furniture and Fixtures	20,646.14	26,561.40
c) Depreciation on Office Equipments	380,716.21	1,691,561.89
<b>TOTALS</b>	<b>2,810,288.95</b>	<b>4,319,263.13</b>

**Note - 16 :- OTHER EXPENSES**

	<u>As at 31.3.2020</u>	<u>As at 31.3.2019</u>
1 AMC Charge	509,620.00	8,500.00
2 Auditor's Remuneration	75,000.00	115,000.00
3 Bank charges	2,270.00	1,458.06
4 Channel Placement Charges	1,750,000.00	1,650,000.00
5 Distribution Expenses	136,901.00	120,334.00
6 Downlinking Permission Fee	700,000.00	700,000.00
7 Insurance Premium	121,280.00	197,682.00
8 Interest on TDS	2,043.00	1,663.00
9 Leased Line Charges	3,830,285.00	3,809,644.00
10 Meeting Expenses	36,902.00	29,734.00
11 Postage & Courier	2,074.00	1,892.00
12 Power & Fuel	481,000.00	306,000.00
13 Printing and Stationery	35,094.00	35,925.00
14 Professional Charges	52,500.00	50,150.00
15 Professional Tax	2,500.00	2,050.00
16 Registration And Renewal	21,150.00	48,680.00
17 Repairs and Maintenance	51,851.00	28,635.00
19 ROC Filing Fees	6,600.00	17,400.00
20 Sundry Expenses	25,946.00	44,446.00
21 Telephone Charges	6,328.00	5,506.00
22 Teleport Charges	6,172,668.00	6,122,668.00
23 Foreign Exchange Fluctuation	1,945,295.00	1,855,396.00
24 Travelling Expenses	28,743.00	39,776.33
<b>TOTALS</b>	<b>15,996,050.00</b>	<b>15,192,539.39</b>



Shalom Communications Ltd.

**Note -17 :- OTHER DISCLOSURES**

- a) Value of Imports calculated on CIF basis by the Company during the financial year in respect of Raw Materials, Components and Spare Parts, and Capital Goods :- Not Applicable
- b) Expenditure in foreign currency during the financial year on account of royalty, knowhow, professional consultation fees, interest and other matters :- Nil
- c) Value of all imported raw materials, spare parts and components consumed during the financial year and the value of all indigenous raw materials, spare parts and components similarly consumed and the percentage of each to the total consumption : Not Applicable
- d) Amount remitted during the year in foreign currencies on account of dividends with the specific mention of the number of non-resident share holders, the number of shares held by them on which the dividends relate to : Nil
- e) Earnings in foreign exchange classified under the following heads :
  - i) Export of goods calculated on FOB basis : Not Applicable
  - ii) Royalty, knowhow, professional consultation fees, interest and dividend and other income indicating the nature thereof.: Nil
- f) Balances of accounts with customers, advances recoverable, deposits and other current liabilities are subject to confirmation.
- g) Previous year's figures have been regrouped, reworked, rearranged and reclassified wherever necessary and they form an integral part of the current year's financial statements

**As per report attached**

**For George Mathai Nooranal & Co**  
**Chartered Accountants**  
**(Firm No: 000910S)**

**Sd/-**  
**George Mathai Nooranal**  
**(Membership No.023210)**

**Place:Calicut**  
**Date: 25.08.2020**

**For and on behalf of the Board of Directors of**  
**Shalom Communications Ltd**

**Sd/-**  
**Mathew Joseph Koonamthadathil**  
**(Managing Director)**  
**(DIN:07170138)**

**Sd/-**  
**Tomy Chennamkulam Antony**  
**(Director)**  
**(DIN:07447818)**



Shalom Communications Ltd.

**Note -7 :- Property, Plant and Equipment - Tangible Assets**

	<u>As at 31.3.2020</u>	<u>As at 31.3.2019</u>	
a) Net Carrying Value			
Plant & Equipment	12,179,295.91	13,942,749.51	
Furniture and Fixtures	72,690.13	93,336.27	
Computer	383,955.87	714,203.09	
<b>TOTALS</b>	<b>12,635,941.91</b>	<b>14,750,288.86</b>	
b) <b>Reconciliation of Gross and Net Carrying Amounts</b>	<b>Plant and Equipments</b>	<b>Furniture and Fixtures</b>	<b>Computer</b>
<b>Gross</b>			
Opening Balance	42,080,860.32	1,133,076.00	7,151,073.35
Additions (before 01st Oct. 18)	-	-	50,469.00
Additions (After 01st Oct. 18)	645,473.00	-	-
Acquisitions through business combinations	-	-	-
Other adjustments	-	-	-
Sub-total	42,726,333.32	1,133,076.00	7,201,542.35
<u>Less: Disposals</u>	-	-	-
Gross Block at year end	42,726,333.32	1,133,076.00	7,201,542.35
<u>Less:</u>			
Opening Depreciation/Amortisation	28,138,110.81	1,039,739.73	6,436,870.27
Depreciation/Amortisation for the year	2,408,926.60	20,646.14	380,716.21
Impairment Loss/ Reversal of Impairment Loss for the year	-	-	-
Adjusted with Retained Earnings	-	-	-
Net Gain on Sale of Assets	-	-	-
Total Depreciation at year end	30,547,037.41	1,060,385.87	6,817,586.48
Net Carrying Value	12,179,295.91	72,690.13	383,955.87

As per report attached

For George Mathai Nooranal & Co  
Chartered Accountants  
(Firm No: 000910S)

Sd/-  
George Mathai Nooranal  
(Membership No.023210)

Place: Calicut  
Date: 25.08.2020

For and on behalf of the Board of Directors of  
Shalom Communications Ltd

Sd/-  
Mathew Joseph Koonamthadathil  
(Managing Director)  
(DIN:07170138)

Sd/-  
Tomy Chennamkulam Antony  
(Director)  
(DIN:07447818)



Shalom Communications Ltd.

<b><u>DEFERRED TAX ASSET</u></b>	<b><u>31.03.2020</u></b>	<b><u>31.03.2019</u></b>
Deferred Tax Assets Opening Balance	488440.34	261968.60
Depreciation as per IT	2,821,689.00	3448218.00
Depreciation as per Books	2,810,288.95	4319263.13
Difference	-11400.05	871045.13
Deferred Tax Asset	-2964.01	226471.73
Deferred Tax Assets Closing balance	<b><u>485476.32</u></b>	<b><u>488440.34</u></b>

### **Annexure 1**

Uniware Systems P Ltd	600.00
Planetcast Media Services LTD	202,097.00
Kerala Communicators Cable Ltd	324,000.00
	<b><u>526,697.00</u></b>

**IN TERMS OF GOVT. OF INDIA NOTIFICATION DATED 15-05-1995** (PART IV)

## BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

**I. REGISTRATION DETAILS**Registration Number Balance Sheet Date : 31-03-2020 (State Code) **II. CAPITAL RAISED DURING THE YEAR (Amount in Rs. Thosounds)**

Public Issue

Rights Issue

Bonus issue

Private Placement

**III. POSITION OF MOBILIZATION & Deployment of Funds**Total Liabilities Total Assets **SOURCES OF FUNDS**

Paid up Capital

Reserves &amp; surplus

Secured Loans

UnSecured Loans

Differred Tax Liability

**APPLICATION OF FUNDS**

Net Fixed Assets

Investments

Net Current Assets

Miscellaneous Expenditure

Accumulated Losses **IV. PERFORMANCE OF COMPANY (Amount in Rs Thousands)**Turnover Total Expenditure 

+ - Profit / Loss before Tax

+ - Profit / Loss after Tax

(Please tick (\*) Appropriate + for Profit, - for Loss)

Earnings per share in Rs

Dividend Rate %

**V. Generic Name of Three Principal Products/Services of the Co. (as per monetary items)**Item Code No. ITC Code 

Product Description

I	N	S	T	A	L	L	A	T	I	O	N	O	F	S	A	T	E	L	L	I	T	E	C	H	A	N	N	E	L	S
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

Palce : Calicut  
25.08.2020For George Mathai Nooranal & Co.  
Chartered AccountantsSd/-  
MATHEW JOSEPH KOONAMTHADATHIL  
Managing Director  
DIN: 07170138Sd/-  
MR. TOMY CHENNAMKULAM ANTONY  
Wholetime Director  
DIN: 07447818Sd/-  
George Mathai Nooranal, Proprietor.  
Membership No: 23210

**Form No. MGT-11****PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U92132KL2003PLC016489

Name of the company: SHALOM COMMUNICATIONS LTD.

Registered office: CP-1/318B, Shalom Buildings, Peruvannamoozhi, Kozhikode PIN: 673528

Name of the member(s) : _____	
Registered address : _____	
Email Id : _____	Folio No/ Client Id : _____ DP ID: _____

I/We, being the member (s) of ..... shares of the above named Company, hereby appoint

1. Name: .....	2. Name: .....
Address: .....	Address: .....
E-mail Id: .....	E-mail Id: .....
Signature: ....., or failing him	Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 17<sup>th</sup> Annual general meeting of the company, to be held on the 30<sup>th</sup> day of September 2020 At 10. a.m. at Registered Office of Shalom Communications Ltd. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1		2		3		4	
---	--	---	--	---	--	---	--

Signed this..... day of..... 20....

Signature of shareholder :

Signature of Proxy holder(s) :

Affix  
Revenue  
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

<b>SHALOM COMMUNICATIONS LTD.</b> CP-1/318B, Shalom Buildings, Peruvannamoozhi, Kozhikode, Kerala, India PIN: 673528 <b>ATTENDANCE SLIP</b> (To be handed over to the entrance of the Meeting Hall)	
Name of the Share Holder (In Block Letters) .....	
Name of the First Holder (In Block Letters) .....	
Name of the proxy .....	
(To be filled in if the Proxy Form has been duly deposited with the company)	
I hereby record my presence at the 17th Annual General Meeting of the Members of the company held on the 30 <sup>th</sup> Day of September, 2020 at 10 a.m, at the Registered Office of Shalom Communications Ltd.	
Regd. Folio No:	
No. of Shares Held:	Signature of the Member / Proxy

To,

**BOOK POST  
PRINTED BOOK**

*If undelivered, please return to:*

**SHALOM COMMUNICATIONS LTD.**  
CP-1/318B, Shalom Building  
Peruvannamoozhi P.O- Kozhikode  
Kerala State, India-673528  
Phone: 0496-2663525, 2664650, 9188311825  
Email: shalomcomltd@gmail.com