

DIRECTOR'S REPORT

Dear Members,

We are pleased to present the report on our business and operations for the year ended 31st March, 2020.

1. Results of our Operations:

The Company's financial performance for the year ended 31st March, 2020 is summarized below;

(Rs. in Lacs)

Particulars	FY 2019-2020	FY 2018-2019
Revenue from Operations	1,021.32	947.75
Other Income	1.55	(0.81)
Total Income	1,022.87	946.94
Total Expenses	892.82	751.30
Profit Before Tax & Extraordinary Items	130.05	195.64
Tax Expense		
-Current Tax	36.18	9.07
-Deferred Tax Liability/(Assets)	38.72	48.63
Net Profit for the Year	55.15	137.94

a. Review of operations and affairs of the Company:

During the year under review, the Company has earned a profit before Interest, Depreciation & Tax of Rs. 370.02 lacs as compared to previous year's profit of Rs. 407.38 lacs. The net Profit for the year under review has been Rs. 55.15 lacs as compared to the previous year net profit Rs. 137.94 lacs. Your Directors are continuously looking for avenues for future growth of the Company in Media and Entertainment Industry.

Due to Covid-19 Pandemic the entire world went in to a state of shock, fear and uncertainty. The Indian Government imposed strict lock down stating 22nd March, 2020 which continued for several months at different State and District level. The Company operates in the segment of leasing of Equipments to Theaters/Cinema Hall, advertisement on Theatre Screens and allied activities. The Theaters/Cinema Halls in the State of Tamil Nadu were under lockdown since 22nd March, 2020 to 10th November, 2020. Thus the entire operations of the Company have also been shut since the start of Lockdown. The Management is taking all possible efforts to initiate a dialogue between all the Theater/Cinema Halls management/owners to kick start the business operations of the Company. The FY 2020-21 is looking to be financially challenging and however the management is hopeful that FY 2021-22 shall bring a renewed sense of business operations to the Industry in which Company operates.

b. Name Change of the Company:

Pursuant to Section 4, Section 13 and Section 14 of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014, the Company has changed its name from M/s. Onesource Techmedia Limited to M/s. SDC Techmedia Limited vide fresh Certificate of Incorporation dated 23rd October, 2019 pursuant to approval of shareholders vide Annual General Meeting held on 30th September, 2019.

c. Dividend:

Your Directors do not recommend any dividend for the year under review, and has decided to retain the surplus with the company for furthering the growth of the Company.

d. Transfer to Reserves:

The Company has not proposed to transfer any amount to any reserve.

e. Deposits:

During the year under review, your company has not accepted any deposits from the public within the meaning of section 76 of the Companies Act 2013 and the rules there under. There are no public deposits, which are pending for repayment.

f. Particulars of loans, guarantees or investments:

The Company has neither given any guarantees nor provided any security during the Financial Year under review.

g. Particulars of contracts or arrangements made with related parties:

The Company has entered into related party transaction and the particulars of contracts or arrangements with related parties referred to in section 188(1) of the Companies Act, 2013, as prescribed in Form AOC-2 is appended as **Annexure I**.

The Policy on Related Party Transaction can be viewed on our website <https://sdctech.in/InvestorRelation.php?act=Policy>

h. Variation in market Capitalization:

Particulars	As at 31 st March, 2020	As at 31 st March, 2019	Increase / Decrease in %
Market Value per share	7.3	7.3	-
No. of Shares	64,92,500	64,92,500	-
Market Capitalization	4,73,95,250	4,73,95,250	-
EPS	0.85	2.12	(59.91)
Price earnings ratio	8.59	3.44	149.41
Percentage increase/decrease in the Market Price of the Shares in comparison with the last IPO (The IPO of the Company in the FY 2013-2014 was brought out at a rate of Rs. 14/- per share.)			(47.85)

i. Management's Discussion and Analysis:

Management's Discussion and Analysis Report for the year under review, as stipulated under Schedule V (B) of Regulation 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is appended as **Annexure II** to this report.

j. Director's Responsibility Statement:

Pursuant to Section 134(3)(c) and Section 134(5) of the Companies Act, 2013, 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 and there are no material departures;
- (ii) the directors 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) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 (erstwhile Companies Act, 1956) for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the directors have prepared the annual accounts on a going concern basis;
- (v) the directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- (vi) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

k. Recommendations of the Audit Committee:

During the year under review, all the recommendations made by the Audit Committee were accepted by the Board.

2. Human Resource Management:

To ensure good human resources management at SDC Techmedia Limited, we focus on all aspects of the employee life cycle. This provides a holistic experience for the employee as well. During their tenure at the Company, employees are motivated through various skill-development, engagement and volunteering programs. All the while, we create effective dialogs through our communication channels to ensure that the feedback reaches the relevant teams, including the leadership.

a. Particulars of employees:

The table containing the names and other particulars of employees in accordance with the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is appended as **Annexure III** to this report.

There are no employees who were in receipt of remuneration in excess of the ceiling prescribed in the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Disclosure with respect to Details of the Top 10 employees as on 31st March, 2020 in pursuance to Rule 5(2)& Rule 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as **Annexure IV** to this report.

The Company currently does not provide any Employee Stock Option Scheme/Employee Stock Purchase Scheme to its employees.

b. Key Managerial Personnel:**i. Managing Director or Chief Executive Officer or Manager and in their absence, a Whole-Time Director:**

- Mr. Fayaz Usman Faheed (DIN: 00252610) is the Managing Director of the Company

ii. Company Secretary:

- Ms. Kanchan Jhawar (Membership No. ACS33633) is the Company Secretary cum Compliance Officer of the Company.

iii. Chief Financial Officer:

- Mrs. Hemalatha K is the Chief Financial Officer of the Company.

3. Corporate Governance:

Corporate governance is an ethically driven business process that is committed to values aimed at enhancing an organization's brand and reputation. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders' expectations. At SDC Techmedia Limited, it is imperative that our company affairs are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders. The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices as prevalent globally.

In-pursuance of Regulation 15(2) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 the compliance of Regulation 17 to 27 and Clauses (b) to (i) of Regulation 46(2) & para C, D, E of Schedule V of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 is not applicable for a company having paid up of 10 Crore or Net-worth of 25 Crore, in the immediate preceding Financial Year & for a listed entity which has listed its specified securities on the SME Exchange. **As the securities of your Company are listed at BSE-SME Platform, the Corporate Governance Report as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to your Company.**

a. Compliance Department:

Ms. Kanchan Jhawar is the Company Secretary cum Compliance Officer of the Company.

The compliance department of the company is responsible for independently ensuring that the operating and business units comply with regulatory and internal guidelines. New instructions/guidelines issued by the regulatory authorities were disseminated across the company to ensure that the business and business units operate within the boundaries set by the regulators and that compliance risks are suitably monitored and mitigated in course of their activities & processes.

b. Information on the Board of Directors of the Company:

The following changes took place in the Composition of Board of Directors of the Company till the date of this report;

- (i) The Shareholders at the Annual General Meeting of the Company held on 30th September, 2019 approved the following:
 - a. Reappointment Mrs. Samia Faheed who retired by rotation.
 - b. Ratification of reappointment of Mr. Baskaran Sathyaprakash as Independent Director of the company for the second term of 5 years, from 01st April, 2019 to 31st March, 2024.
- (ii) In compliance with the Companies Act, 2013 the following directors are proposed to be appointed as Director/Independent Directors/Executive Director of the Company by the approval of the Share Holders of the Company;
 - a. Reappointment Mrs. Samia Faheed who retires by rotation, has offered herself for reappointment.

c. Board Diversity:

The Company recognizes and embraces the importance of a diverse board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help us retain our competitive advantage. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors. The Board Diversity Policy can be viewed on our website: <https://sdctech.in/InvestorRelation.php?act=Policy>

d. Details with regard to meeting of Board of Directors of the Company:

- (i) **Composition of the Board of Directors as on the date of this Report is mentioned below;**

Name of the Director	Designation	Category
Mr. Fayaz Usman Faheed	Managing Director	Executive Director
Mrs. Samia Faheed	Director	Non-Executive Director
Mr. Baskaran Sathya Prakash	Director	Independent Director
Mr. Vasudevan Sridharan	Director	Independent Director

- (ii) **Meeting Of Board Of Directors And Attendance During The Year:**

During the FY 2019-2020, 7 (Seven) meetings of the Board of Directors of the Company were held on 27th April, 2019, 30th May 2019, 28th June 2019, 22nd August 2019, 30th August 2019, 14th November 2019 and 12th February 2020. The gap between two meetings did not exceed 120 days. The attendance of the members at the Board of Directors meetings was as follows:

Name of Director	Attendance Particulars		No. of Directorships in other Public Company*	No. of Chairmanship/ Membership of Board Committees in other Companies [#]	
	Board Meetings	Last AGM		Chairman	Member
Mr. Fayaz Usman Faheed	7	Yes	-	-	-
Mrs. Samia Faheed	7	Yes	-	-	-
Mr. Baskaran Sathya Prakash	7	Yes	1	-	2
Mr. Vasudevan Sridharan	7	Yes	-	-	-

Note:

*The Directorships held by the Directors as mentioned above do not include Alternate Directorships and Directorships held in Foreign Companies, and Companies registered under Section 25 of the Companies Act, 1956 or Section 8 of the Companies Act, 2013.

[#]In accordance with Regulation 26(b) of SEBI Listing Regulations, Memberships / Chairmanships of only the Audit Committees and Stakeholders Relationship Committee in all Public Limited Companies has only been considered.

e. Policy on directors' appointment and remuneration:

The current policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on 31st March, 2020, the Board consist of 4 Members, 1 of whom is an Executive Director and 1 of whom is an Non-Executive Director and the other 2 are Independent Directors. The Board periodically evaluates the need for change in its composition and size.

The Policy of the Company on Director's appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of director and other matters provided under Section 178(3) of the Companies Act, 2013, adopted by the Board can be viewed on our website <https://sdctech.in/InvestorRelation.php?act=Policy>. We affirm that the remuneration paid to the director is as per the terms laid out in the said policy.

f. Declaration by Independent Directors:

The Company has received necessary declarations from each Independent Director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Sub Regulation 1 b of Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

g. Training of Independent Directors:

Every new Independent Director at the time of appointment is issued a detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, Code of Conduct and obligations on disclosures. Further every new Independent Director is provided with copy of latest Annual Report, the Code of Conduct, the Code of Conduct for Internal Procedures and to Regulate, Monitor and Report Trading by Insiders ("Code of Conduct - PIT") and the Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information (the "Fair Practice Code"), Tentative Schedule of upcoming Board and Committee meetings.

The Company through its Executive Directors / Key Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

Thus such programs / presentations provides an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time. The Policy on the Familiarization Programme for Independent Directors can be viewed on our website: <https://sdctech.in/InvestorRelation.php?act=Policy>

h. Board's Committees:

Currently, the Board has two committees: the audit committee and the nomination and remuneration committee. All committees are appropriately constituted.

A detailed note on the Board and its committees, including the details on the dates of Committee Meetings is as follows:

(i) Composition of the Committees of the Board as on the date of this Report is mentioned below;

Name of the Committee	Name of the Member	Position in the Committee
Audit Committee	Mr. Vasudevan Sridharan	Chairman
	Mr. BaskaranSathya Prakash	Member
	Mr. Fayaz Usman Faheed	Member
Nomination and Remuneration Committee	Mr. Vasudevan Sridharan	Chairman
	Mr. BaskaranSathya Prakash	Member
	Mrs. SamiaFaheed	Member

Kindly note that the Board of Directors of the Company at its meeting held on 27th April, 2019, dissolved Stakeholders Relationship Committee.

(ii) MEETING OF AUDIT COMMITTEE AND ATTENDANCE DURING THE YEAR:

During the financial year under review, The Audit Committee Meetings were held 4 times a year viz., 30th May, 2019, 30th August, 2019, 14th November, 2019 and 12th February, 2020 and the attendance of the members at the Audit Committee Meetings was as follows:

Name of the Director	Attendance Particulars	
	Meeting Held during his/her tenure	Meeting Attended during his/her tenure
Mr. Vasudevan Sridharan	4	4
Mr. Baskaran Sathya Prakash	4	4
Mr. Fayaz Usman Faheed	4	4

(iii) MEETING OF NOMINATION AND REMUNERATION COMMITTEE AND ATTENDANCE DURING THE YEAR:

During the financial year under review, The Nomination and Remuneration Committee Meetings was held once during the year viz., 30th August, 2019 and the attendance of the members at the Nomination and Remuneration Committee meeting was as follows:

Name of the Director	Attendance Particulars	
	Meeting Held during his/her tenure	Meeting Attended during his/her tenure
Mr. Vasudevan Sridharan	1	1
Mr. Baskaran Sathya Prakash	1	1
Mrs. Samia Faheed	1	1

i. Board Evaluation:

The board of directors has carried out an annual evaluation of its “own performance”, “Board committees” and “individual directors” pursuant to the section 134(3) of the Companies Act, 2013.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee (“NRC”) reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole was evaluated, The same was discussed in the board meeting that followed the meeting of the independent Directors at which the report as submitted by the Independent Directors was taken on record and discussed.

j. Listing:

The equity shares of SDC Techmedia Limited (Scrip Code: 535647) are listed at BSE SME Platform. Your Company paid the Listing Fees to the Exchange for the year 2019-20 in terms of listing agreement entered with the said Stock Exchange.

k. Insider Trading

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, your Company has constituted a comprehensive Code titled as “Code of Conduct for Internal Procedures and to Regulate, Monitor and Report Trading by Insiders” which lays down guide lines and advises the Directors and Employees of the Company on procedures to be followed and disclosures to be made while dealing in securities of the Company. The said policy can be viewed on our website: <https://sdctech.in/InvestorRelation.php?act=Policy>

4. Auditors:**a. Statutory Auditor:**

At the Annual General Meeting held on 27th September, 2018 M/s. P Shanmugaraj & Co., (Firm Registration No. 010222S) Chartered Accountants, were appointed as Statutory Auditors of the Company from the conclusion of the 10th Annual General Meeting till the conclusion of the 15th Annual General Meeting of the Company to be held in the year 2023.

b. Secretarial Auditors:

The Board of Directors at the meeting held on 30th May, 2019 had appointed M/s. Jain Sonesh & Associates, (Membership No: F9627; COP: 11865) to carry out Secretarial Audit under the provisions of Section 204 of the Act for the financial year 2019-2020.

The Secretarial Audit Report for the FY 2019-2020 is appended as **Annexure V** to this report

c. Comments of the Board on the qualification/reservation/adverse remarks/disclosure made:**(i) by the Statutory Auditors in the Audit Report:**

The Statutory Auditor report does not contain any qualifications, reservations or adverse remarks.

(ii) by the Secretarial Auditors in the Secretarial Audit Report:

- a. The Company has not appointed an Auditor/Firm of Auditors who has/have subjected himself/themselves to peer review process and holds a valid certificate issued by Peer Review Board of Institute of Chartered Accountants of India as stipulated under Regulation 33 (1)(d) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.*

The Board with respect to the above mentioned qualification herewith submits that, the Company has not been able to find Statutory Auditors who has/have subjected himself/themselves to peer review process and hold/holds a valid certificate issued by Peer Review Board of Institute of Chartered Accountants of India as stipulated under Regulation 33 (1)(d) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. The Company is pursuing its current Statutory Auditors to subject themselves to peer review process.

d. Reporting of Fraud by Auditors:

No Fraud has been reported by the Auditors of the Company under Section 143(12) of the Companies Act, 2013.

e. Secretarial Standards

The Company herewith confirms that during the year under review, the company has complied with all the applicable Secretarial Standards as issued by the Institute of Company Secretaries of India.

f. Internal Financial Control

The Board has adopted the 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.

g. Risk Management:

The Company has a robust Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The business risk framework defines the risk management approach across the enterprise at various levels including documentation and reporting. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business segments. The Company has identified various risks and also has mitigation plans for each risk identified. The Risk Management Policy of the Company can be viewed on our website: <https://sdctech.in/InvestorRelation.php?act=Policy>

h. Vigil Mechanism:

The Company has established a mechanism for Director's and employee's to report their concerns relating to fraud, malpractice or any other activity or event which is against the interest of the Company.

The Whistle Blower Policy is in place. Employees can report to the Management concerned unethical behaviour, act or suspected fraud or violation of the Company's Code of Conduct Policy. No Employee has been denied access to the Audit Committee. The Whistle Blower Policy is available on our website <https://sdctech.in/InvestorRelation.php?act=Policy>

5. Statement on Material Subsidiary:

The Company currently does not have any Material Subsidiary. The Policy on Identification of Material Subsidiaries can be viewed on our website: <https://sdctech.in/InvestorRelation.php?act=Policy>

6. Corporate Social Responsibility:

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the provisions of Section 135 of the Companies Act, 2013 is not applicable to the company.

a. Particulars on conservation of energy, research and development, technology absorption and foreign exchange earnings and outgo:**(i) Energy Conservation:**

Conservation of energy continues to receive increased emphasis and steps are being taken to reduce the consumption of energy at all levels. The Company has taken steps to conserve energy in its office use, consequent to which energy consumption had been minimized. No additional Proposals/ Investments were made to conserve energy. Since the Company has not carried on industrial activities, disclosure regarding impact of measures on cost of production of goods, total energy consumption, etc, is not applicable.

(ii) Foreign Exchange Earnings and Outgo:

Particulars	2020	2019
Earnings	57,93,077.00	-
Expenditure	9,82,058.00	10,13,943.78

(iii) Research and Development & Technology Absorption:

The Company has not adopted any technology for its business and hence no reporting is required to be furnished under this heading. The Company will adopt necessary technology as and when required in the furtherance of the business.

7. Others:**a. Extract of Annual Return:**

In accordance with Section 134(3)(a) and Section 92(3) of the Companies Act, 2013, an extract of the annual return in the prescribed format is appended as **Annexure VI** to this Report.

b. Significant and Material Orders:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

c. Disclosure under the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirement of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act 2013. All the employees (permanent, Contractual, temporary, Trainees) are covered under this policy.

During the year under review, no complaints were received falling under the category of Sexual Harassment of Women.

d. Soliciting Shareholder's Information :

This is to inform you that the company is in the process of updation of records of the shareholders in order to reduce the physical documentation as far as possible.

With new BSE Uniform listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, we have to update your PAN No., Phone no. and e-mail id in our records. We would also like to update your current signature records in our system.

Further, in view of the SEBI Circular SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018 and the corresponding amended circular SEBI/HO/MIRSD/DOS3/CIR/P/2018/115 dated 16th July, 2018 have requested all the listed companies to comply with the procedures mentioned in the Circulars. To achieve this, we solicit your co-operation in providing the following details to us;

- a. If you are holding the shares in dematerialized form you may update all your records with your Depository Participant (DP).
 - b. If you are holding shares in physical form, you may provide the following:
 - i. Folio No.
 - ii. Name
 - iii. Pan No.
 - iv. E-mail ID
 - v. Telephone No.
 - vi. Specimen Signatures (3 in Nos.)
- e. Share Transfer System:**
- With reference to the SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 08th June, 2018 the shares of the Company can be transferred only in dematerialised form w.e.f. December 05, 2018 and thus with a view to facilitate seamless transfer of shares in future and as advised by the Stock Exchanges, the shareholders holding shares in physical form are to be advised to dematerialise their shareholding in the Company.
- f. Issue of Equity Share Capital:**
- During the Financial year under review the Company has not made any further issue of shares and the share capital remains same as at the end of previous year.
- g. Utilization of the Proceeds from IPO:**

<u>IPO Proceeds and Net Proceeds :</u>	
Particulars	Amount in Lacs
Issue Proceeds	2,80,00,000.00
Less : Issue Related Expenses	46,87,000.00
Net Proceeds	2,31,13,000.00

<u>Utilization of the Net Proceeds :</u>		Amount in Lacs
Particulars	2019-2020	2018-2019
Office Infrastructure Development	-	-
Development of contents	1,46,12,000.00	1,46,12,000.00
Deposits for acquisition of contents	5,51,000.00	5,51,000.00
Brand Building and General Corporate purposes	24,00,000.00	24,00,000.00
Investment in Shares	57,50,000.00	57,50,000.00
Loans on Interest	-	-

h. Other Disclosures:

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

- (i) Issue of equity shares with differential rights as to dividend, voting, or otherwise.
- (ii) Issue of shares (including sweat equity shares) to employees of the company under any scheme.
- (iii) Redemption of Preference Shares and/or Debentures.

8. Acknowledgement:

Your Directors wish to place on record their appreciation for the contribution made by the employees at all levels but for whose hard work, and support, your company's achievements would not have been possible. Your Directors also wish to thank its customers, dealers, agents, suppliers, investors and bankers for their continued support and faith reposed in the company.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR SDC TECHMEDIA LIMITED**

**DATE: 13.11.2020
PLACE: CHENNAI**

**Sd/-
FAYAZ USMAN FAHEED
(DIN: 00252610)
MANAGING DIRECTOR**

**Sd/-
SAMIA FAHEED
(DIN: 02967081)
DIRECTOR**