



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

CIN: L67120MH1981PLC024947

**REGISTERED OFFICE 25-28 floor-2, plot no-209, atlanta building, Jamnalal bajaj marg,
Nairman point, Mumbai city mumbai Mumbai City MH 400021 IN**

E-mail: investors@sahara-one.com Website: www.sahara-one.com

Tel: 022 4293 1818. Fax: 022 4293 1870.

**To,
The Bombay Stock Exchange Ltd,
1st Floor, Phiroze Jejeebhoy Towers,
Dalal Street,
Mumbai -400 001.**

Date: 03rd February, 2024

SCRIP CODE- 503691

Kind Attn: LISTING DEPARTMENT

**Sub: Fresh Announcement on the Outcome of the Board Meeting under
Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure
Requirements) Regulations 2015**

Dear Sir / Madam,

With respect to your mail dated 03.02.2024 related to Additional Details Required under SEBI Circular dated September 09, 2015, for Corporate Announcement filed under Regulation 30 of SEBI (LODR) Regulations, 2015 where in the Board Meeting Commencement and Concluded Time not provided and in accordance with Regulations 30 and 33 of the SEBI Regulations, 2015 read with Schedule III of Companies Act, 2013, we hereby inform you that the Board of Directors of the Company at its Meeting held today, i.e., 02nd February, 2024 which commenced at **03:30 p.m. and concluded at 04:30 p.m.** has inter alia, approved the following:

Financial Results:

Pursuant to Regulation 30, read with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the following:

1. **APPROVAL OF UN-AUDITED FINANCIAL RESULTS:**

a. Approved Standalone Un-Audited Financial Results, Segmental Reports along with Limited Review Report pertaining to the third quarter ended on 31st December, 2023.

b. Approved Consolidated Un-Audited Financial Results of the Company for the third quarter ended on 31st December, 2023.



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E-mail: investors@sahara-one.com Website: www.sahara-one.com

Tel: 022 4293 1818. Fax: 022 4293 1870.

c. Segmental Reports of the Company for the third quarter ended 31st December, 2023.

d. Limited Review Report on the Un-Audited Financial Results - Standalone and Consolidated Financial results for the third quarter- ended 31st December, 2023.

2. RE-APPOINTMENT OF SMT. RANA ZIA (DIN: 07083262), WHOLE-TIME DIRECTOR OF THE COMPANY.

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3. APPOINTMENT OF SHRI RAJIV KUMAR LAL (DIN: 07093037) AS AN ADDITIONAL DIRECTOR (INDEPENDENT DIRECTOR) OF THE COMPANY.

Thanking you and assuring you of our co-operation at all times.

Yours truly,

For Sahara One Media and Entertainment Limited

(Apoorva Gupta)

Company Secretary and Compliance Officer



Sahara One Media And Entertainment Limited

CIN:L67120MH1981PLC024947

Regd. Office:- 25-28, 2nd Floor, Plot No-209, Atlanta Building, Jamnalal Bajaj Marg, Nariman Point, Mumbai-400021

Statement of Standalone un-audited results for the quarter ended December 31, 2023

(Rs in Lakhs)

Sr. No.	Particulars	For the quarter ended			For the six months ended		For the year ended
		31-12-2023	30-09-2023	31-12-2022	31-12-2023	31-12-2022	31-03-2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income						
	a) Revenue from operations	21.10	7.50	11.00	36.10	23.00	34.00
	b) Other income	0.30	0.31	0.10	0.75	0.30	1.66
	Total Income	21.40	7.81	11.10	36.85	23.30	35.66
2	Expenses						
	a) Purchases of Content	-	-	-	-	-	-
	b) (Increase) /decrease in inventory	-	-	-	-	-	-
	c) Employee benefits expense	8.82	7.14	7.82	23.06	25.34	34.39
	d) Other expenses	13.08	6.61	13.14	36.58	46.00	73.19
	e) Depreciation & amortisation expenses	0.13	0.13	0.17	0.38	0.50	0.65
	f) Finance costs	0.00	-	0.03	0.02	0.15	0.19
	Total expenses	22.02	13.87	21.16	60.04	71.99	108.43
3	Profit/(loss) before tax (1-2)	(0.62)	(6.06)	(10.07)	(23.19)	(48.69)	(72.77)
4	Tax Expenses	-	-	-	-	-	-
5	Net Profit/(loss) after tax (3-4)	(0.62)	(6.06)	(10.07)	(23.19)	(48.69)	(72.77)
6	Other Comprehensive Income						
	A (i) Items that will not be reclassified to profit or loss	-	-	-	-	-	(9.16)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
	B (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
7	Total Comprehensive Income for the period (5+6)	(0.62)	(6.06)	(10.07)	(23.19)	(48.69)	(81.93)
8	Earning per share (EPS)	(0.00)	(0.03)	(0.05)	(0.11)	(0.23)	(0.38)
	Basic and diluted EPS for the period, for the year to date and for the previous year (not annualised). (in Rs.)						

Notes

- The un-audited standalone financial results for the quarter ended 31st December, 2023 are in compliance with the India Accounting Standards (Ind AS) notified by the Ministry of Corporate Affairs.
- The above results have been reviewed and recommended by the Audit Committee and approved by Board of Directors in their meetings held on 02nd February, 2024. The Statutory Auditors have carried out limited review of the financial results for the quarter ended 31st December 2023.
- Previous period's figures have been regrouped /rearranged wherever necessary to conform to the current period's classification.

Bibek Roy Choudhary

(Bibek Roy Choudhary)

Director

DIN- 07663995

Date: February 02, 2024

Place: Lucknow



Sahara One Media And Entertainment Limited

CIN:L67120MH1981PLC024947

Regd. Office:- 25-28, 2nd Floor, Plot No-209, Atlanta Building, Jamnalal Bajaj Marg, Nariman Point, Mumbai-400021

Statement of consolidated un-audited results for the quarter ended December 31, 2023

(Rs in Lakhs)

Sr. No.	Particulars	For the quarter ended			For the nine months ended		For the year ended
		31-12-2023	30-09-2023	31-12-2022	31-12-2023	31-12-2022	31-03-2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income						
	a) Revenue from operations	21.10	7.50	11.00	36.10	23.00	34.00
	b) Other income	0.30	6.12	0.10	7.75	1.02	2.38
	Total Income	21.40	13.62	11.10	43.85	24.02	36.38
2	Expenses						
	a) Purchases of Content	-	-	-	-	-	-
	b) (Increase) /decrease in inventory	-	-	-	-	-	-
	c) Employee benefits expense	15.26	13.58	14.33	48.90	47.61	61.81
	d) Other expenses	31.41	20.42	29.12	93.96	97.62	146.49
	e) Depreciation & amortisation expenses	15.68	22.34	25.64	60.39	76.93	102.56
	f) Finance costs	0.00	-	0.03	0.02	0.15	0.19
	Total expenses	62.35	56.34	69.13	203.27	222.31	311.05
3	Profit/(loss) before tax (1-2)	(40.95)	(42.72)	(58.04)	(159.43)	(198.29)	(274.67)
4	Tax Expenses	-	-	-	-	-	-
5	Net Profit/(loss) after tax (3-4)	(40.95)	(42.72)	(58.04)	(159.43)	(198.29)	(274.67)
6	Other Comprehensive Income						
	A (i) Items that will not be reclassified to profit or loss	-	-	-	-	-	(10.09)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
	B (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
7	Total Comprehensive Income for the period (5+6)	(40.95)	(42.72)	(58.04)	(159.43)	(198.29)	(284.76)
8	Net profit/(loss) for the year attributable to:						
	Equity holders of the parent	(22.47)	(25.92)	(36.05)	(96.99)	(129.73)	(182.14)
	Non-controlling interests	(18.48)	(16.80)	(21.98)	(62.44)	(68.56)	(92.53)
9	Other comprehensive income for the year attributable to:						
	Equity holders of the parent	-	-	-	-	-	(9.66)
	Non-controlling interests	-	-	-	-	-	(0.43)
10	Total comprehensive income for the year attributable to:						
	Equity holders of the parent	(22.47)	(25.92)	(36.05)	(96.99)	(129.73)	(191.80)
	Non-controlling interests	(18.48)	(16.80)	(21.98)	(62.44)	(68.56)	(92.96)
11	Paid up Equity Share Capital, Equity Shares of Rs. 10- each.	2,152.50	2,152.50	2,152.50	2,152.50	2,152.50	2,152.50
12	Other Equity excluding Revaluation Reserve						
13	Earning per share (EPS)	(0.10)	(0.12)	(0.17)	(0.45)	(0.60)	(0.89)
	Basic and diluted EPS for the period, for the year to date and for the previous year (not annualised). (in Rs.)						

Notes:

- The un-audited consolidated financial results for the quarter ended 31st December, 2023 are in compliance with the India Accounting Standards (Ind AS) notified by the Ministry of Corporate Affairs.
- The above results have been reviewed and recommended by the Audit Committee and approved by Board of Directors in their meetings held on 02nd February, 2024. The Statutory Auditors have carried out limited review of the financial results for the quarter ended 31st December 2023.
- Previous period's figures have been regrouped /rearranged wherever necessary to conform to the current period's classification.

For and on behalf of Board of Directors

Bibek Roy Choudhary

(Bibek Roy Choudhary)

Director

DIN- 07663995

Date: February 02, 2024

Place: Lucknow



Sahara One Media And Entertainment Limited

CIN:L67120MH1981PLC024947


Regd. Office:- 25-28, 2nd Floor, Plot No-209, Atlanta Building, Jambhalai Bajaj Marg, Nariman Point, Mumbai-400021

Extract of statement of un-audited standalone results for the quarter ended December 31, 2023

Sr. No.	Particulars	For the quarter ended			For the nine months ended			For the year ended
		31-12-2023 (Unaudited)	30-09-2023 (Unaudited)	31-12-2022 (Unaudited)	31-12-2023 (Unaudited)	31-12-2022 (Unaudited)	31-03-2023 (Audited)	
1	Total income from operations (net)	21.40	7.81	11.10	36.85	23.30	35.66	
2	Net Profit / (Loss) for the period (before tax, exceptional and/or extraordinary items)	(0.62)	(6.06)	(10.07)	(23.19)	(48.69)	(72.77)	
3	Net Profit / (Loss) for the period before tax (after exceptional and/or extraordinary items)	(0.62)	(6.06)	(10.07)	(23.19)	(48.69)	(72.77)	
4	Net Profit / (Loss) for the period after tax (after exceptional and/or extraordinary items)	(0.62)	(6.06)	(10.07)	(23.19)	(48.69)	(72.77)	
5	Total comprehensive income/(Loss) for the period	(0.62)	(6.06)	(10.07)	(23.19)	(48.69)	(81.93)	
6	Equity Share Capital	2,152.50	2,152.50	2,152.50	2,152.50	2,152.50	2,152.50	
7	Reserves (excluding revaluation reserve as shown in the audited balance sheet of previous year)						16,002.24	
8	Earnings Per Share (of Rs 10/- each)							
	Basic :	(0.00)	(0.03)	(0.05)	(0.11)	(0.23)	(0.38)	
	Diluted:	(0.00)	(0.03)	(0.05)	(0.11)	(0.23)	(0.38)	

Note: The above is an extract of the detailed format of the financial results for the quarter ended 31st December, 2023, filed with the Bombay Stock Exchange, under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the financial results for the quarter ended 31st December, 2023 is available on the website of the Exchange, www.bseindia.com and on the Company's website.

Date: February 02, 2024
Place: Lucknow


(Bibek Roy Choudhary)
Director



Sahara One Media And Entertainment Limited

CIN: L67120MH1981PLC024947

Regd. Office:- 25-28, 2nd Floor, Plot No-209, Atlanta Building, Jammala Bajaj Marg, Nariman Point, Mumbai-400021

Extract of statement of un-audited consolidated results for the quarter ended December 31, 2023

Sr. No.	Particulars	For the quarter ended			For the nine months ended			For the year ended
		31-12-2023 (Unaudited)	30-09-2023 (Unaudited)	31-12-2022 (Unaudited)	31-12-2023 (Unaudited)	31-12-2022 (Unaudited)	31-03-2023 (Audited)	
1	Total income from operations (net)	21.40	13.62	11.10	43.85	24.02	36.38	
2	Net Profit / (Loss) for the period (before tax, exceptional and/or extraordinary items)	(40.95)	(42.72)	(58.04)	(159.43)	(198.29)	(274.67)	
3	Net Profit / (Loss) for the period before tax (after exceptional and/or extraordinary items)	(40.95)	(42.72)	(58.04)	(159.43)	(198.29)	(274.67)	
4	Net Profit / (Loss) for the period after tax (after exceptional and/or extraordinary items)	(40.95)	(42.72)	(58.04)	(159.43)	(198.29)	(274.67)	
5	Total comprehensive income/(Loss) for the period	(40.95)	(42.72)	(58.04)	(159.43)	(198.29)	(284.76)	
6	Equity Share Capital	2,152.50	2,152.50	2,152.50	2,152.50	2,152.50	2,152.50	
7	Reserves (excluding revaluation reserve as shown in the audited balance sheet of previous year)	-	-	-	-	-	15,358.00	
8	Earnings Per Share (of Rs 10/- each)							
	Basic :	(0.10)	(0.12)	(0.17)	(0.45)	(0.60)	(0.89)	
	Diluted:	(0.10)	(0.12)	(0.17)	(0.45)	(0.60)	(0.89)	

Note: The above is an extract of the detailed format of the financial results for the quarter ended 31st December, 2023, filed with the Bombay Stock Exchange, under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the financial results for the quarter ended 31st December, 2023 is available on the website of the Exchange, www.bseindia.com and on the Company's website.

Date: February 02, 2024
Place: Lucknow

Bibek Roy Choudhary
(Bibek Roy Choudhary)
Director
DIN- 07663995



Sahara One Media And Entertainment Limited
CIN:L67120MH1981PLC024947

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Segment wise Standalone Revenue, Results and and Capital Employed as on December 31, 2023

(Rs in Lakhs)

	Quarter ended			Nine months ended		Year ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
	(un-audited)	(un-audited)	(un-audited)	(un-audited)	(un-audited)	(Audited)
1.Segment Revenue						
a. Television	21.10	7.50	11.00	36.10	23.00	34.00
b. Motion Pictures	-	-	-	-	-	-
c. Unallocated	0.30	0.31	0.10	0.75	0.30	1.66
Total	21.40	7.81	11.10	36.85	23.30	35.66
Less : Inter segment revenue	-	-	-	-	-	-
Net sales/income from operations	21.40	7.81	11.10	36.85	23.30	35.66
2.Segment Results Profit(+)/loss(-) before tax and interest						
a. Television	21.10	7.50	11.00	26.10	23.00	29.00
b. Motion Pictures	-	-	-	-	-	-
c. Unallocated	(21.72)	(13.56)	(21.04)	(49.27)	(71.54)	(101.58)
Total	(0.62)	(6.06)	(10.04)	(23.17)	(48.54)	(72.58)
Less : i Interest	0.00	-	0.03	0.02	0.15	0.19
ii. Other un-allocable expenditure net off un-allocable income.	-	-	-	-	-	-
Total Profit Before Tax	(0.62)	(6.06)	(10.07)	(23.19)	(48.69)	(72.77)
3. Capital Employed (Segment Assets -Segment Liabilities)						
a. Television	(4,083.84)	(4,091.35)	(4,092.54)	(4,083.84)	(4,092.54)	(4,085.09)
b. Motion Pictures	1,804.61	1,804.61	1,803.85	1,804.61	1,803.85	1,804.61
c. Unallocated	20,420.90	20,429.03	20,477.54	20,420.90	20,477.54	20,445.34
Total	18,141.66	18,142.29	18,188.85	18,141.66	18,188.85	18,164.86

Bibek Roy Chowdhary



Sahara One Media And Entertainment Limited

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Segment wise Consolidated Revenue, Results and and Capital Employed as on December 31, 2023

(Rs in Lakhs)

	Quarter ended			Nine months ended		Year ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
	(un-audited)	(un-audited)	(un-audited)	(un-audited)	(un-audited)	(Audited)
1.Segment Revenue						
a. Television	21.10	7.50	11.00	36.10	23.00	34.00
b. Motion Pictures	-	-	-	-	-	-
c. Equipment Leasing	-	5.82	-	7.00	-	-
c. Unallocated	0.30	0.31	0.10	0.75	0.30	1.66
Total	21.40	13.62	11.10	43.85	23.30	35.66
Less : Inter segment revenue	-	-	-	-	-	-
Net sales/income from operations	21.40	13.62	11.10	43.85	23.30	35.66
2.Segment Results Profit(+)/loss(-) before tax and interest						
a. Television	21.10	7.50	11.00	26.10	23.00	29.00
b. Motion Pictures	-	-	-	-	-	-
c. Equipment Leasing	(40.33)	(36.65)	(47.97)	(136.23)	(149.60)	(201.90)
c. Unallocated	(21.72)	(13.56)	(21.04)	(49.27)	(71.54)	(101.58)
Total	(40.95)	(42.72)	(58.00)	(159.40)	(198.13)	(274.48)
Less : i. Interest	0.00	-	0.03	0.02	0.15	0.19
ii. Other un-allocable expenditure net off un-allocable income.	-	-	-	-	-	-
Total Profit Before Tax	(40.95)	(42.72)	(58.04)	(159.43)	(198.29)	(274.67)
3. Capital Employed (Segment Assets -Segment Liabilities)						
a. Television	(4,083.84)	(4,094.80)	(4,086.52)	(4,083.84)	(4,086.52)	(4,085.09)
b. Motion Pictures	1,804.61	1,804.61	1,803.85	1,804.61	1,803.85	1,804.61
c. Unallocated	20,420.90	20,438.54	20,481.59	20,420.90	20,481.59	20,445.34
Total	18,141.66	18,148.35	18,198.92	18,141.66	18,198.92	18,164.86

Bibek Roy Choudhary

Independent Auditor's Review Report on the Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to the Board of
Directors of Sahara One Media And
Entertainment Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of Sahara One Media And Entertainment Limited (the 'Company') for the quarter ended December 31, 2023 (the "Statement") and year to date from April 01, 2023 to December 31, 2023 attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 and 52 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "*Interim Financial Reporting*" ("*Ind AS 34*"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and an analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Attention is invited to the matter of deposit of Ra. 694,027.88 ('000) to Sahara-SEBI Refund account in the matter of dispute in respect of repayment of Optionally Fully Convertible Debentures (OFCDs) by two group companies, namely M/s Sahara India Real Corporation Limited & Sahara Housing Investment Corporation Limited with Security and Exchange Board of India (SEBI). The Honourable Supreme Court of India vide its order dated 21- 11- 2013 had directed that Sahara Group of Companies shall not part with movable and immovable properties and accordingly 'SEBI' has seized the company's Fixed Deposit and Non-Current Investment. Subsequent to this, Hon'ble Supreme Court vide it's order dated 4th September, 2014 has directed to defreeze the Fixed Deposit account of the company subject to condition that total proceeds would be transferred to special account opened by the 'SEBI'. However, the matter is pending at Honourable Supreme Court of India; we are unable to comment on the consequential impact, if any, of the same on the financial result of the company.



5. Material uncertainty over going concern: The company has prepared its financial statements on a going concern basis, notwithstanding the fact that the company does not have sufficient fund to pay its creditors, recovery from debtors is pending since long, advances given for movie production has stuck with the parties as company is unable to invest further fund and operational performance of the company is comparatively very low in comparison to its peers.

These events cast significant doubt on the ability of the Company to continue as a going concern. The financial results do not adequately disclose these matters.

Further, due to certain non-compliance of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities and Exchange Board of India (SEBI) has initiated penal actions as per circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 (SEBI SOP Circular) and has levied fines and the trading of the shares of the company has been suspended since long and in further action the SEBI may freeze Demat account of Promoters.

6. Attention is invited to long pending content advances of Rs 1,92,916 Thousand given to producers/film houses/actors for acquisition/development Film content/rights. There is substantial delay in completion of the projects. Company's ability to materialise content advances into the film rights for exploitation is dependent on its funding the balance commitment agreed under the contracts. In view of the above and financial position of the company, recoverability of content advance or its materialization into film rights is doubtful. However as per agreement, the co-producer has agreed to pay the entire amount and in case of default, his entire IPR and negative rights of the movie will be transferred to the company.
7. The online digital channel of the company was fully operational on Youtube.com but company has not received any revenue for more than three years due to non-compliance of certain formalities. No details regarding accrued revenue are available therefore impact on financials of the company is not ascertainable. Further, on discussion with management, we came to know that a person fraudulently has withdrawn revenue accrued to the company by illegally uploading his own beneficiary account in AdSense account in YouTube Channel in place of company name (real beneficiary) as confirmed by the representor to YouTube on behalf of the company. The representor has suggested to file a police complain and has provided all details of the person illegally claiming company's YouTube Channel. The police has sought more information and the company is envisaging filing police complaint as soon as possible.
8. The company is carrying investment in subsidiary at cost. The carrying amount of the investment in the subsidiary exceeded the carrying amount of the subsidiary's net assets including associated goodwill in the consolidated financial statements as on 31.03.2023. This situation triggers an impairment review but company has not tested its investment in subsidiary for impairment. Had impairment review done by the company, the loss of the company for the quarter and nine months ended 31.12.2023 would have been higher than reported loss to the extent of such impairment.
9. The licence period of the media contents television rights given in earlier years to related party customer has expired but the company has not entered any new agreement while the contents are still being used by the customer. The management has replied that company is in talks with the party and fresh agreement with the party will be entered soon. Had this agreement was made; the revenue of the company would have been higher than the reported value.



10. Based on our review conducted as above, *subject to effect of matters described in paragraph 4 to 9 above*, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement

Place - Mumbai

Date - 02nd February, 2024



For Gupta Rustagi & Co.,

Chartered Accountants

Firm Registration No.128701W

A handwritten signature in black ink, appearing to read "Niraj Gupta".

Niraj Gupta

Partner

Membership No. 100808

UDIN: 24100808BKDHUK1977

Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to the Board of Directors of Sahara One Media And Entertainment Limited

1. We have reviewed the accompanying Statement of unaudited Consolidated Financial Results of Sahara OneMedia And Entertainment Limited ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as 'the Group'), and its share of the net loss after tax and total comprehensive income for the quarter ended December 31, 2023 (the "Statement") and year to date from April 01, 2023 to December 31, 2023 attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (*Ind AS 34*) "*Interim Financial Reporting*" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India read with the Circular. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the Securities and Exchange Board of India under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:

Sr No	Name of Entities	Relationship
1	Sahara One Media And Entertainment Limited	Holding
2	Sahara Sanchar Limited	Subsidiary

5. Attention is invited to the matter of deposit of Rs. 694,027.88 ('000) to Sahara-SEBI Refund account in the matter of dispute in respect of repayment of Optionally Fully Convertible Debentures (OFCDs) by two group companies, namely M/s Sahara India Real Corporation Limited & Sahara Housing Investment Corporation Limited with Security and Exchange Board of India (SEBI). The Honourable Supreme Court of India vide its order dated 21-11-2013 had directed that Sahara Group of Companies shall not part with movable and immovable properties and accordingly 'SEBI' has seized the company's Fixed Deposit and Non-Current Investment. Subsequent to this, Hon'ble Supreme Court vide its order dated 4th September, 2014 has directed to defreeze the Fixed Deposit account of the company subject to condition that total proceeds would be transferred to special account opened by the 'SEBI'. However, the matter is pending at Honourable Supreme Court of India; we are unable to comment on the consequential impact, if any, of the same on the financial result of the company.

6. Material uncertainty over going concern: The company has prepared its financial statements on a going concern basis, notwithstanding the fact that the company does not have sufficient fund to pay its creditors, recovery from debtors is pending since long, advances given for movie production has stuck with the parties as company is unable to invest further fund and operational performance of the company is comparatively low in comparison to its peers. These events cast significant doubt on the ability of the Company to continue as a going concern. The financial results do not adequately disclose these matters.

Further, due to certain non-compliance of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities and Exchange Board of India (SEBI) has initiated penal actions as per circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 (SEBI SOP Circular) and has levied fines and the trading of the shares of the company has been suspended since long and in further action the SEBI may freeze Demat account of Promoters.

7. Attention is invited to long pending content advances of Rs. 1,92,916 Thousand given to producers/film houses/actors for acquisition/development Film content/rights. There is substantial delay in completion of the projects. Company's ability to materialise content advances into the film rights for exploitation is dependent on its funding the balance commitment agreed under the contracts. In view of the above and financial position of the company, recoverability of content advance or its materialization into film rights is doubtful. However as per agreement, the co-producer has agreed to pay the entire amount and in case of default, his entire IPR and negative rights of the movie will be transferred to the company.

8. The online digital channel of the company was fully operational on Youtube.com but company has not received any revenue for more than three years due to non-compliance of certain formalities. No details regarding accrued revenue are available therefore impact on financials of the company is not ascertainable. Further, on discussion with management, we came to know that a person fraudulently has withdrawn revenue accrued to the company by illegally uploading his own beneficiary account in AdSense account in YouTube Channel in place of company name (real beneficiary) as confirmed by the representor to YouTube on behalf of the company. The representor has suggested to file a police complain and has provided all details of the person illegally claiming company's YouTube Channel. The police has sought more information and the company is envisaging filing police complaint as soon as possible.

9. The company is carrying investment in subsidiary at cost. The carrying amount of the investment in the subsidiary exceeds the carrying amount of the subsidiary's net assets including associated goodwill in the consolidated financial statements as on date. This situation triggers an impairment review but company has not tested its investment in subsidiary for impairment. Had impairment review done by the company, the loss of the company would have been higher than reported loss and value of investment would have been lower to the extent of such impairment.



10. The licence period of the media contents television rights given in earlier years to related party customer has expired but the company has not entered any new agreement while the contents are still being used by the customer. The management has replied that company is in talks with the party and fresh agreement with the party will be entered soon. Had this agreement was made; the revenue of the company would have been higher than the reported value
11. The management of subsidiary company has reported that company has not recognised income of lease rental as company is not able to issue any invoice because of cancellation of GST registration by the department due to non-payment of GST Liability. As per agreement with the lessor total revenue accrued to the company for the quarter ended December 2023 was Rs 10,590.87 Thousand.
12. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the result of subsidiary company, *subject to effect of matters described in paragraph 5 to 11 above*, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standard specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement
13. We did not review the interim financial results of said subsidiary, whose interim financial results reflect total Income of Rs. 699.74 ('000), total net Loss of Rs. 13,623.26 ('000) and total comprehensive Income of Rupees Nil, for the quarter ended December 31, 2023, included in the consolidated unaudited financial results as considered in the consolidated unaudited financial results. This interim financial result has been reviewed by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiary is based solely on the basis of explanations given by the management and procedures performed by us as stated in paragraph 3 above. Our conclusion on the Statement is not modified in respect of the above matter

Place - Mumbai

Date - 2nd February, 2024



For Gupta Rustagi & Co.,

Chartered Accountants

Firm Registration No.128701W

A handwritten signature in black ink, appearing to read 'Niraj Gupta'.

Niraj Gupta

Partner

Membership No. 100808

UDIN: 24100808BKDHUL9343



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

CIN: L67120MH1981PLC024947

Registered Office: 25-28, Floor-2, Plot No.-209, Atlanta Building, Jamnalal Bajaj Marg, Nariman Point, Mumbai City, Mumbai, Maharashtra - 400021

E-mail: investors@sahara-one.com **Website:** www.saharaonemedia.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ITS MEETING HELD ON FRIDAY, 02nd FEBRUARY, 2024 AT 03:30 P.M. THROUGH VIDEO CONFERENCING

APPOINTMENT OF SHRI RAJIV KUMAR LAL (DIN: 07093037) AS ADDITIONAL DIRECTOR OF THE COMPANY

“RESOLVED THAT pursuant to the provisions of Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, Sections, Rules of the Companies Act, 2013 read with Schedule IV to the said Act (including any statutory modifications or re-enactment thereof for the time being in force), the consent of the Board be and is hereby accorded, to appoint Shri. Rajiv Kumar Lal having DIN No. 07093037 as the Additional Director (Non-Executive & Independent) on the Board of the Company w.e.f. 02nd February, 2024 to hold office till the conclusion of the ensuing General Meeting and subject to the approval of the members in the ensuing General Meeting, for appointment as an Non- Executive Independent Director to hold office for a term upto five consecutive years with effect from February 02, 2024 to February 01, 2029 and not liable to retire by rotation.”

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby jointly / severally authorised to file necessary forms with the concerned Registrar of Companies and to do all such acts, deeds and things as may be considered necessary and incidental to give effect to the aforesaid resolution.”

For SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED


(A.K. SRIVASTAVA)

Director

DIN: 02323304



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

CIN: L67120MH1981PLC024947

Registered Office: 25-28, Floor-2, Plot No.-209, Atlanta Building, Jamnalal Bajaj Marg,
Nariman Point, Mumbai City, Mumbai, Maharashtra - 400021

E-mail: investors@sahara-one.com **Website:** www.saharaonemedia.com

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P.M. THROUGH VIDEO CONFERENCING**

**TO DISCUSS & APPROVE UN-AUDITED FINANCIAL RESULTS, SEGMENTAL REPORTS ALONG
WITH LIMITED REVIEW REPORT PERTAINING TO THE THIRD QUARTER ENDED ON 31ST
DECEMBER, 2023.**

The Chairman informed the Board that the Un-audited Financial Results of the Company for the third quarter ended on 31st December, 2023 along with Segmental Results and Limited Review Report thereon pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of filing with the Bombay Stock Exchange placed on table for perusal, consideration and approval of the Board. He further state that these Financial Results, Segmental Results and Limited Review Report have been already reviewed and recommended by the Audit Committee of the Company to the Board for their approval. In this context, the following resolution passed by the Board of Directors:

“RESOLVED THAT the Un-audited Financial Results of the Company for the **third quarter ended on 31st December, 2023** along with Segmental Results and Limited Review Report thereon, as placed before the Board and already recommended by the Audit Committee, be and, is hereby approved.

RESOLVED FURTHER THAT Shri Bibek Roy Choudhary, Director, be and is hereby authorized for and on behalf of the Company to sign the same and Mrs. Apoorva Gupta, be and is hereby authorized to furnish the Un-audited Financial Results, Segmental Results and Limited Review Report of the Company for the **third quarter ended on 31st December, 2023** to the Bombay Stock Exchange where the securities of the Company are listed and get it published in two newspapers pursuant to Regulation 33 of the SEBI (Listed Obligations and Disclosure Requirements) Regulations, 2015.”

For SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

(A.K. SRIVASTAVA)

Director

DIN: 02323304



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

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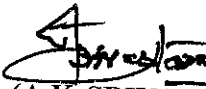
TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF SMT. RANA ZIA (DIN: 07083262), WHOLE-TIME DIRECTOR OF THE COMPANY

It is to apprise to the Board that in terms of Section 203 of the Companies Act, 2013, listed company shall have the Whole-time Director of the Company. The Nomination and Remuneration Committee of the Company recommended to the Board for the re-appointment of Smt. Rana Zia who has completed her tenure on 12th November, 2023 as the Whole-time Director of the Company. In this context, the following resolution passed by the Board of Directors:

“RESOLVED THAT pursuant to Section 196, 197, 203 of Companies Act, 2013 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force read with Schedule IV to the Act and Regulation 17 of SEBI(LODR), 2015, the consent of the Board be, and is hereby given for re-appointment of Smt. Rana Zia (DIN: 07083262) as Whole-time Director of the Company for a period of three years with effect from 13.11.2023 to 12.11.2026 and Directors of the Company be and are hereby authorized to fix the remuneration in consultation with Nomination and Remuneration Committee.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby jointly and/or severally authorized to do all such acts deeds and things as may be required in this regard.”

For SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED


(A.K. SRIVASTAVA)
Director
DIN: 02323304