STARBEAM VENTURES LIMITED

(FORMERLY KNOWN AS BLUEGOD ENTERTAINMENT LIMITED)

CIN: L74202MP1984PLC002592

42ND ANNUAL REPORT 2025-26

CORPORATE INFORMATION

BOARD OF DIRECTORS & KMP	STATUTORY AUDITORS
1. **Mr. Nitin Ashokkumar Khanna- Managing Director & Chief Financial Officer** 2. **Ms. Afsana Mirose Kherani- Non - Executive Non -Independent Director** 3. **Ms. Saloni Mehra- Non-Executive - Independent Director** 4. **Mr. Amit Bajaj- Non-Executive - Independent Director** 5. **Mr. Raman Raheja- Non-Executive – Non-Independent Director (Appointment w.e.f 16th, June, 2026)** 6. **Mrs. Ritu Tiwari- Non-Executive -Independent Director (Appointment w.e.f 16th, June, 2026)**	**M/s SDPM & Co.** **CHARTERED ACCOUNTANTS** **FRN: 126741W** **Address**: 1016-1018, Anand Mangal-lll, Opp. Core House, Apollo City Centre Lane, Nr. Parimal Cross Road, Ambawadi, Ahmedabad - 380015. **Email**: info@sdco.co.in / ca.sdco@gmail.com **Phone**: 079-4897-1100
COMPANY SECRETARY AND COMPLIANCE OFFICER	**CHIEF FINANCIAL OFFICER**
Ms. Sweety Purohit Company Secretary and Compliance Officer (Resigned w.e.f 07th August, 2026) **Ms. Pratiksha Bhandari** Company Secretary and Compliance Officer (appointed w.e.f. 17th August, 2026) **Email:** hello@bluegod.in **Phone No.:** +91 **7383380911**	**Mr. Nitin Ashokkumar Khanna** **Address**: 41-42, 2nd Floor, PU4, Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh – 452010. **Email**: hello@bluegod.in **Phone** No.: +91 7383380911
BANKER	**SECRETARIAL AUDITOR**
Kotak Mahindra Bank **Address**: House No. B - 3, HIG, MIG Main Rd, LIG Square, Choti Khajrani, Indore, Madhya Pradesh 452011 **Contact Details**: +91 1860 266 2666 **Email Id**: customercare@kotak.com	**Vishakha Agrawal & Associates** (Practicing Company Secretaries) 301-G Goyal Vihar, Gate No. 2 Khajrana Road, Indore (M.P). **Mail**: csvishakhagrawal@gmail.com
STOCK EXCHANGE	**INTERNAL AUDITOR**
Bombay Stock Exchange Limited 25th Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001.	**K V N G & Associates,** **Chartered Accountants** 312, Bharti Bhawan, Near Manas Bhawan, 11 RNT, Indore, MP- 452001
REGISTRAR & TRANSFER AGENT	**CONTACT DETAILS**
Purva Sharegistry (India) Private Limited **Address**: 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (East), Mumbai (M.H.) 400011 Tele No.: 022-23012517 / 23016761 **Email** - id-support@purvashare.com **Website**- www.purvashare.com	**Email Id:** hello@bluegod.in **Contact No**.+ 7383380911 **Website:** www.bluegod.in

REGISTERED & CORPORATE OFFICE
Registered Office- 41-42, 2nd Floor, PU4, Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh – 452010. **Corporate Office-** Unit -A1202 Unicorn Opp. Janki Centre, Dattaji Salvi Marg, Off Veera Desai Road, Andhari (West), Andheri, Mumbai, Mumbai, Maharashtra, India, 400053.

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NOTICE

Notice is hereby given that the 42nd Annual General Meeting (AGM) of the Members of **STARBEAM VENTURES LIMITED (FORMERLY KNOWN AS BLUEGOD ENTERTAINMENT LIMITED)** will be held through Video Conferencing/ Other Audio-Visual Mode on Saturday, 26th September, 2026, at 03:00 PM. The deemed venue for the AGM shall be the Registered Office of the Company situated at 41-42, 2nd Floor, PU4, Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh – 452010 to transact the following businesses:

Details of the meeting are as follows:

Topic: 42nd Annual General Meeting
Time: Saturday, 26th September, 2026, at 03:00 PM
Mode: Video Conferencing ("VC")/ Other Audio-Visual Mode ("OAVM")

Following business shall be transacted at the meeting:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31ST, 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON:**

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

   "RESOLVED THAT the audited Financial Statements of the Company for the Financial year ended March 31st, 2026, the report of the Auditors' thereon and the report of the Board of Directors for the Financial year ended March 31st, 2026 be and are hereby received, considered and adopted."

2. **TO APPOINT A DIRECTOR MS. AFSANA MIROSE KHERANI (DIN: 09604693), WHO RETIRES BY ROTATION IN TERMS OF SECTION 152 OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time ("Act"), Ms. Afsana Mirose Kherani (DIN: 09604693),who retire by rotation at this meeting and being eligible, offered herself for re-appointment, be and is hereby re-appointed as the Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

3. **TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. RAMAN RAHEJA (DIN: 01426148) AS NON- EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.**

To consider and pass, the following resolution, as an **Ordinary Resolution**:

"RESOLVED THAT Mr. Raman Raheja (DIN: 01426148) who was appointed as the Additional Non Executive -Non Independent Director of the Company by the board of directors in there meeting held on 16th June, 2026, under section 161(1) of the Companies act 2013 and the Rules made thereunder Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and hold office up to the date of this AGM be and here is by appointed as the Non-Executive Non Independent Director of the company, liable to retire by rotation."

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

4. **TO CONSIDER AND APPROVE THE APPOINTMENT OF MRS. RITU TIWARI (DIN: 11040362) AS NON- EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

To consider and pass, the following resolution, as an **Special Resolution:**

"RESOLVED THAT Mrs. Ritu Tiwari (DIN:11040362) who was appointed as the Additional Non Executive Independent Director of the Company by the board of directors in there meeting held on 16th June, 2026, under section 161(1) of the Companies act 2013 and the Rules made thereunder Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and hold office up to the date of this AGM, who has submitted a declaration confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Act and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and who is eligible for appointment, be and here is by appointed as the Non-Executive Independent Director of the company, to hold office for a term of Five (5) consecutive years**,** commencing from 16th June, 2026 up to 15th June, 2031."

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

By the order of the Board of Directors
For STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)

Sd/-	**Sd/-**
Nitin Ashokkumar Khanna	**Afsana Mirose Kherani**
Managing Director	**Non - Executive Non-Independent Director**
(DIN: 09816597)	**(DIN: 09604693)**

Place: Indore
Date: 03.09.2026

NOTES :-

a) The Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013 in respect of the Special Business under item no 3 to 4 as stated above in annexed hereto.

b) The Ministry of Corporate Affairs ("MCA") vide its circular dated April 8, 2020, April 13, 2020, May 5, 2020,December 8, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars"), and Securities & Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No SEBI/HO/CFD/CMD1/CIR/F/2020/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD1/CIR/F/2020/79 dated May 12, 2020 (collectively referred to as "SEBI Circulars") permitted convening the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA and SEBI Circulars, provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), this 42nd AGM is being held through VC/OAVM, which does not require physical presence of members at a common venue. The deemed venue for the 42nd AGM shall be the Registered Office of the Company.

c) Since this General Meeting is held through VC/OAVM the physical attendance of members is dispensed with and no proxies would be accepted by the Company pursuant to the relevant MCA Circulars.

d) No attendance slip/route map has been sent along with this Notice of the Meeting as the meeting is held through Audio Visual means.

e) The attendance through VC/OAVM is restricted and hence members will be allowed on first come first serve basis. However, attendance of Members holding more than 2% of the shares of the Company, and Directors and Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, the Stakeholders Relationship Committee and Auditors will not be restricted on first come first serve basis.

f) Members attending the Meeting through VC/OAVM will be counted for the purposes of reckoning of Quorum under Section 103 of the Companies Act, 2013.

g) In line with the MCA Circulars and the SEBI Circular, the Notice calling the AGM has been uploaded on the website of the Company at www.bluegod.in.The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.

h) Members are requested to notify immediately changes, if any, in their registered addresses to the Company's Registrar and Share Transfer Agents Purva Sharegistry (India) Private Limited : 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (East), Mumbai (M.H.) 400011.

i) Members are also requested to furnish their Bank details to the company's Share Transfer Agents immediately for printing the same on the dividend warrants/Cheques to prevent fraudulent encashment of the instruments.

j) Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company for assistance in this regard. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting and number of shares held by them.

k) Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.

l) The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued a circular on April 21, 2011 stating that the service of document by a Company can be made through electronic mode.

m) In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under and the SEBI (LODR) Regulation 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 the resolutions set forth in this Notice. Resolution(s) passed by Members through remote e-voting/ e-voting is deemed to have been passed as if they have been passed at the AGM.

n) CS Vishakha Agrawal of Vishakha Agrawal & Associates., Practicing Company Secretaries (Membership No. 39298) has been appointed as the Scrutinizer to scrutinize the voting and remote evoting process (including the Ballot Form received from the Members who do not have access to the evoting process) in a fair and transparent manner.

o) A member may participate in the general meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again.

p) The chairman shall, at the general meeting at the end of discussion on the resolution on which voting is to be held, allow voting with assistance of scrutinizer, by using an e-voting system for all the members who are present at the general meeting but have not cast their votes by availing the remote e-voting facilities.

q) If a company opts to provide the same electronic system as used during the remote e-voting during the general meeting, the said facility shall be in operation till all the resolutions are considered and voted upon in the meeting and may be used for voting by the member attending the meeting and who have not exercised their vote through remote e- voting.

r) The Equity Shares of the Company are listed on following Stock Exchanges in India:

1. Bombay Stock Exchange Limited - 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001.

s) The Company has designated an exclusive E-Mail ID called hello@bluegod.in for redressal of Members' complaint/grievances. In case you have any queries/complaints or grievances, then please write to us hello@bluegod.in.

t) Members can avail facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desired to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled into the office of Purva Sharegistry (India) Private Limited, Registrar and Share Transfer Agent of the Company. Members holding shares in electronic mode may contact their respective Depository Participants for availing this facility.

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in

pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.bluegod.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022, General Circular No. 10/2022 dated 28.12.2022 and General Circular No. 09/2023 dated 25.09.2023 after due examination, it has been decided to allow companies whose AGMs are due in the Year 2024 or 2025, to conduct their AGMs through VC or OAVM on or before 30th September, 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Wednesday, 23rd September, 2026 (09:00 AM) and ends on Friday, 25th September, 2026 (05:00 PM), during this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Saturday, 19th September, 2026 (record date/Cut-off date) 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) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a

securities in demat mode with **NSDL Depository**	mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 18002109911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in

Details **OR** Date of Birth (DOB)	order to login. • If both the details are not recorded with the depository or company, please enter the member ID / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. 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.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; www.shree-securities.com,if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **2 (Two) days prior to meeting** mentioning their name, demat account number/folio number, email id,

mobile number at (company Email ID). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP).**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

   If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

ANNEXURE TO ITEM NO.2

Relevant details, in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 of General Meetings in respect of Director proposed for appointment/reappointment at Forty Second (42nd) Annual General Meeting are as follows:

1. Afsana Mirose Khan- Non-Executive Non-Independent Director

Name of the Director	Ms. Afsana Mirose Kherani
Designation	Non-Executive Non-Independent Director
DIN	09604693
Date of Birth	11/04/1996
Nationality	Indian
Date of first appointment on the Board	29/04/2024
Qualifications	Graduation
Expertise in specific Functional Areas	She has experience in the field of Management.
Terms and Conditions of Re-appointment	Director liable to retire by rotation
Number of shares held in the Company	NIL
List of Directorships held in other companies	1. Yellow Strings Entertainment Private Limited 2. Draven Archives Private Limited 3. Starbeam Ventures Limited
Relationship between Directors and KMP of the Company	She is not related to any Directors of the company.

2. Mr. Raman Raheja - Non-Executive Non-Independent Director

Name of the Director	Mr. Raman Raheja
Designation	Non-Executive Non-Independent Director
DIN	01426148
Date of Birth	10/04/1973
Nationality	Indian
Date of first appointment on the Board	16/06/2026
Qualifications	Graduation
Expertise in specific Functional Areas	His Field of Expertise is Sports & Entertainment Business Development, Sports IP Development, Sponsorship Monetisation, Media Rights, Strategic Partnerships, and Business Scaling.

Terms and Conditions of Re-appointment	Director liable to retire by rotation
Number of shares held in the Company	NIL
List of Directorships held in other companies	1. INDIA SPORTS FLASHES PRIVATE LIMITED 2. SUSHIL4SPORTS FOUNDATION 3. SUPER MARKET4 SPORTS PRIVATE LIMITED 4. ABSOLUTE LEGENDS SPORTS PRIVATE LIMITED 5. APPLYTIZ TECH PRIVATE LIMITED
Relationship between Directors and KMP of the Company	He is not related to any Directors of the company.

3. Ms. Ritu Tiwari - Non-Executive Independent Director

Name of the Director	Ms. Ritu Tiwari
Designation	Non-Executive Independent Director
DIN	11040362
Date of Birth	19/09/1990
Nationality	Indian
Date of first appointment on the Board	16/06/2026
Qualifications	Graduation
Expertise in specific Functional Areas	Ms. Ritu Tiwari is a qualified Company Secretary having extensive experience Corporate Governance, Corporate & Secretarial Compliance, Legal and Regulatory Matters, Board Processes, Management, Law and Commerce Academics.
Terms and Conditions of Re-appointment	Appointed for a term of Five (5) consecutive years**,** commencing from 16th June, 2026 up to 15th June, 2031
Number of shares held in the Company	NIL
List of Directorships held in other companies	1. KABRA DRUGS LIMITED 2. KCD INDUSTRIES INDIA LIMITED 3. BLUE PEARL AGRIVENTURES LIMITED
Relationship between Directors and KMP of the Company	He is not related to any Directors of the company.

EXPLANATORY STATEMENT

[Pursuant to Section 102(1) of the Companies Act, 2013 & Regulation 36(3) of SEBI (LODR) Regulations, 2015]

Statement with respect to items under Special Business covered in the Notice of Meeting are given below:

Item No. 3

Mr. Raman Raheja (DIN: 01426148), was appointed as an Additional Non-Executive Non-Independent Director of the Company by the directors in their Board Meeting held on 16th June, 2026. In accordance with the provisions of Section 161 of Companies Act, 2013, read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Raman Raheja shall hold office upto the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier and is eligible to be regularized as an Non-Executive Non- Independent Director.

A brief profile of Mr. Raman Raheja, including nature of his expertise, is provided as Annexure of this Notice.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013, approval of the members of the Company is required for appointment of Mr. Raman Raheja (DIN: 01426148) from Additional Non-Executive-Non- Independent Director of the Company with effect from 16th June, 2026.

The Board of Directors recommends the resolution to be passed as Ordinary Resolution.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested, except Mr. Raman Raheja, financially or otherwise in the aforesaid resolution(s).

Item No. 4

The Board of Directors of the Company had appointed Mrs. Ritu Tiwari (DIN: 11040362) as an Additional Director of the Company with effect from 16th June, 2026. In accordance with the provisions of Section 161 of Companies Act, 2013, Mrs. Ritu Tiwari shall hold office up to the date of the forthcoming Annual General Meeting and is eligible to be appointed as an Independent Director for a term upto five years. The Company has received notice under Section 160 of the Companies Act, 2013 from Mrs. Ritu Tiwari signifying her candidature as an Independent Director of the Company.

A brief profile of Mrs. Ritu Tiwari, including nature of her expertise, is provided at Annexure of this Annual Report. The Company has received a declaration of independence Mrs. Ritu Tiwari. In the opinion of the Board, Mrs. Ritu Tiwari fulfills the conditions specified in the Companies Act, 2013 and the Equity Listing Agreement, for appointment as Independent Director of the Company.

None of the Directors or Key Managerial Personnel and their relatives, except Mrs. Ritu Tiwari, are concerned or interested (financially or otherwise) in this Resolution. The Board commends the Special Resolution as set out at Item no. 4 for approval of the Members.

By the order of the Board of Directors
For STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)

Sd/-	**Sd/-**
Nitin Ashokkumar Khanna	**Afsana Mirose Kherani**
Managing Director	**Non - Executive Non-Independent Director**
(DIN: 09816597)	**(DIN: 09604693)**

Place: Indore
Date: 03.09.2026

DIRECTORS' REPORT

To,
The Members,

Our Directors have pleasure in presenting the Forty Second (42nd) Annual Report on the business and operations of your Company together with the audited accounts for the financial year ended March 31st, 2026.

1. FINANCIAL SUMMARY/ PERFORMANCE OF THE COMPANY:

(Rs. In Lakhs)

Particulars	**For the financial year ended March 31, 2026**	**For the financial year ended March 31, 2025**
Revenue from Operation	1,200.00	229.71
Other Income	0.71	6.50
Total Revenue	**1,200.71**	**236.21**
Cost of Material Consumed	-	-
Purchase of stock-in-trade	0.00-	0.75
Change in inventories of Finished Goods, Work-in-Process and Stock-in-Trade	162.66	-
Employees benefits expenses	10.47	4.89
Finance Cost	-	-
Depreciation and Amortisation Expenses	507.07	-
Other Expenses	202.34	48.43
Total Expenses	**882.54**	**54.07**
Profit before exceptional and extraordinary items and tax	**318.17**	**182.14**
Exceptional Items	67.48	-
Profit before Tax	**250.69**	**182.14**
Less: Current Tax Deferred Tax	65.74 -	- -
Profit For the Year	**184.96**	**182.14**
Other Comprehensive Income	-	-
Total Comprehensive Income for the year	**184.96**	**182.14**
Earning Per Share (EPS)		
Basic	0.03	2.81
Diluted	0.03	2.81

2. DIVIDEND

Your directors have considered it financially prudent in the long-term interest of the Company to reinvest the profits in the business of the Company to build a strong reserve base and grow the business of the Company. No final dividend has therefore been recommended for the year ended March 31, 2026

3. TRANSFER TO RESERVES

During the year under the review, your Company has not proposed to transferred any amount to the General Reserves.

4. TRANSFER OF UNCLAIMED DIVIDEND AND UNCLAIMED SHARES:

In terms of the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (including amendments and modifications, thereof), no unpaid/unclaimed dividends were transferred during the year under review to the Investor Education and Protection Fund.

5. STATE OF AFFAIRS OF THE COMPANY:

During the year under the review your Company focuses on achieving milestone in the same area. This would strengthen the generation and sustainability of revenue in the years to come. Your Company achieved:

Total revenue has been Increased to Rs 1,200.00/- Lakhs in 2025-26 as against Rs. 229.71/- Lakhs in 2024-25

The Net Profit made for the current year was Rs. 184.96 lakhs as against Rs, 182.14 in the previous year.

6. NATURE OF BUSINESS:

There is no change in the nature of business of the company during the financial year 2025-26.

7. SHARE CAPITAL/ CAPITAL STRUCTURE AND LISTING OF SHARE

The Authorised Share capital of the Company as at 31st March, 2026 was Rs. 90,00,00,000/- divided into 90,00,00,000 equity shares of Rs. 1.00/- each.

The Issued, Subscribed and Paid-up Share Capital of your Company as on 31st March, 2025 was Rs. 65,36,31,132/- divided into 65,36,31,132 equity shares of Rs. 1.00/- each.

The Company's entire paid up equity shares are listed with BSE Limited.

A. Increase in Authorised Share Capital

During the year, the company has passed a resolution for Increase in Authorised Share Capital of the Company from Rs. ₹30,00,00,000/- (Rupees Thirty Crores only) divided into 3,00,00,000 (Three Crores only) equity shares of face value of Rs. 10/- (Ten Rupee only) each to ₹ 56,00,00,000 /- (Rupees Fifty Six Crore Only) divided into 5,60,00,000 /- (Five Crore Sixty Lakhs Only) equity shares of face value of Rs. 10/- (Ten Rupee only) through Postal Ballot dated April 19, 2025.

Further, during the year, the company has passed a resolution for Increase in Authorised Share Capital of the Company from ₹56,00,00,000/- (Rupees Fifty Six Crore only) divided into 56,00,00,000 (Fifty Six Crore) equity shares of ₹1/- (Rupee One only) to Rs. 90,00,00,000/- (Rupees Ninety Crore Only) divided into 90,00,00,000 (Ninety Crore) Equity shares of Rs. 1/- (One each) through Postal Ballot dated February 21, 2026.

B. Stock Split/Sub-Division of Share Capital

The Company has passed a resolution through Postal Ballot dated August 20, 2025, sub-dividing (stock split) the equity shares of the Company having face value of Rs. 10/- (Rupees Ten only) each into10 (Ten) equity shares of face value of Re. 1/- each (Rupee One only)

C. Right Issue

During the year under review, the company allotted 4,85,78,025 Rights Equity Shares of face value of ₹10/- each on June 23, 2025 at a price of ₹10/- per Rights Equity Share in the ratio of 15 equity shares for every 2 equity shares held by the eligible Equity Shareholders of the Company.

Further, the company allotted 10,30,80,182 Rights Equity Shares of face value of ₹1/- each on 23rd March 2026 at a price of ₹3/- (including premium of Rs. 2/-) per Rights Equity Share in the ratio of 9 equity shares for every 47 equity shares held by the eligible Equity Shareholders of the Company.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

Material Changes and Commitments Affecting Financial Position of the Company:

Subsequent to the end of the financial year i.e. 31st March 2026 and up to the date of this Report, the following material changes and commitments have occurred which have an impact on the financial position of the Company:

(i) Change in Name of the Company

The Board of Directors, at its meeting held on April 24, 2026, approved the proposal for change in the name of the Company from “BLUEGOD ENTERTAINMENT LIMITED” to “STARBEAM VENTURES LIMITED”. The said proposal was subsequently approved by the shareholders of the Company by passing of a Special Resolution through Postal Ballot dated May 29, 2026.

Pursuant to the aforesaid approvals, the Company made an application to the Ministry of Corporate Affairs ("MCA"), which issued a Fresh Certificate of Incorporation consequent upon the change of name. The Company has also obtained approval from BSE Limited for the change in name of the Company.

(ii) Change in Object of the Company

The Board of Directors, at its meeting held on April 24, 2026, approved the alteration of the Object Clause ("Main Objects") of the Memorandum of Association of the Company by inserting new sub-clauses (f), (g), (h) and (i) under the Main Objects Clause to enable it to diversify its business by entering into entirely new business line of sports, wellness, hospitality, agriculture, real estate, construction, and infrastructure, including the manufacture, trading, development, acquisition, leasing, operation, and management of related products, services, and properties.. The said alteration was subsequently approved by the shareholders of the Company by passing of Special Resolution through Postal Ballot on May 29, 2026, in accordance with the applicable provisions of the Companies Act, 2013.

(iii) Change in Management of the Company

Mr. Raman Raheja (DIN: 01426148) was appointed as an Additional Non-Executive Non-Independent Director of the Company and Mrs. Ritu Tiwari (DIN: 11040362) was appointed as an Additional Non-Executive Independent Director of the Company w.e.f. 16th June, 2026 by Board of Directors at their meeting held on 16th June, 2026.

Ms. Sweety Purohit (Membership No.: 33763) has Resigned from the post of Company Secretary & Compliance Officer and Key Managerial Personnel of the company with effect from August 07, 2026.

Ms. Pratiksha Bhandari (M.No.: A36256) has been appointed by the Board as a Company Secretary, Compliance Officer and Key Managerial Personnel of the Company in their Board Meeting held on 17th August, 2026.

9. SIGNIFICANT AGREEMENTS / BUSINESS DEVELOPMENTS

During the financial year under review, the Company continued to undertake various initiatives and entered into significant arrangements and business developments in furtherance of its business objectives. The key developments during the year are as follows:

I. Bluegod Entertainment Limited, entered into Assignment Agreement on 14 June 2025 with Artment Films Limited a Public limited company, Where Artment Films Limited is the assignor and Bluegod Entertainment Limited is the assignee. Purpose of Assignment: Purchase of Film-Pressure and Choranta

II. Bluegod Entertainment Limited, entered into agreement for production of featured film on 19th June 2025 with Rajpal Naurang Yadav Ventures Pvt. Ltd.a private limited company, Where Mrs. Afsana Kherani, is the authorized representative of Bluegod Entertainment Limited & Mr.Rajpal Naurang Yadav is the authorized representative of Rajpal Naurang Yadav Ventures Pvt. Ltd.

III. The Company has appointed Mr. Gaur Govind as the Vice President – Religious Content for a tenure of one (1) year, effective from August 01, 2025, for curating and enhancing the religious content portfolio of the Company and will play a key role in devising strategies to support the Company's marketing initiatives and revenue growth.

IV. Bluegod Entertainment Limited ("the Company") has entered into an agreement with Sudokoo Films Private Limited, whereby Sudokoo Films shall undertake the engagement of

renowned actor and celebrated public figure, Mr. Rajpal Naurang Yadav, as the Brand Ambassador of the Company for a period of one (1) year, effective from August 06, 2025.

V. Bluegod Entertainment Limited, entered into Joint Venture Agreement on 03rd September, 2025 with Cinepolis India Pvt. Ltd. one of the leading multiplex chains in the country for the distribution of its upcoming feature film titled "JEEVAN BHEEMA YOJANA" ("the Film").

VI. Bluegod Entertainment Limited has entered into an Assignment Agreement with Omega Interactive Technologies Limited, pursuant to which the Company has assigned/sold the theatrical and OTT exploitation rights of its film titled "Roti, Kapda Aur Internet" to Omega Interactive Technologies Limited for a total consideration of ₹12,00,00,000/- (Rupees Twelve Crore Only).

VII. **Official Trailer Launch & Theatrical Release Schedule of Feature Film "Jeevan Bheema Yojana"**

the Company made significant progress in its media and entertainment portfolio with the development and production of its upcoming theatrical feature film "Jeevan Bheema Yojana", presented and produced by Starbeam Ventures Limited (formerly known as Bluegod Entertainment Limited). The company has made corporate announcement for the same on August 26, 2026 on BSE.

Directed by Abhishek Dogra, the film is a Dark Comedy / Crime / Suspense Thriller featuring Arshad Warsi, Sanjeeda Shaikh, Vijay Raaz, along with an ensemble cast. The film centres around an ordinary man whose encounter with an extraordinary opportunity sets in motion a series of events involving mistaken identities, crime, suspense and dark humour.

The official trailer of the film was launched during the year, representing an important milestone in the Company's media and entertainment business. The film is scheduled for worldwide theatrical release on September 4, 2026, and the Company has commenced the final phase of its nationwide and global marketing and promotional campaign.

The Company believes that the film represents an important addition to its Media & Entertainment portfolio and expects the project to further strengthen its presence in the entertainment sector.

10. DIRECTORS AND KEY MANAGERIAL PERSON

During the Year under review, the following changes have taken place in the Directors & KMPs of the Company. In compliance with the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (LODR) Regulation 2015, the composition of Board of Director and Key Managerial Personnel are as follows:

S. No.	Director/ Key Managerial Person Name	DIN	Designation	Date of Appointment	Date of Cessation
1.	Mr. Nitin Ashokkumar Khanna	09816597	Managing Director and CFO	29-04-2024	--
2.	Ms. Afsana Mirose Kherani	09604693	Non- Executive Non-Independent Director	29-04-2024	--

3.	Mrs. Saloni Mehra	10062907	Non- Executive Independent Director	07-05-2024	--
4.	Mr. Amit Bajaj	10122918	Non- Executive Independent Director	07-05-2024	--
5.	*Mr. Raman Raheja	01426148	Non- Executive Independent Director	16-06-2026	--
6.	*Mrs. Ritu Tiwari	11040362	Non- Executive Independent Director	16-06-2026	--
7.	Ms. Sweety Purohit	-	Company Secretary & Compliance Officer	01.01.2023	07-08-2026
8.	*Ms. Pratiksha Bhandari	-	Company Secretary & Compliance Officer	17.08.2026	

** Mr. Raman Raheja has been appointed has Non- Executive Independent Director w.e.f.* 16th *June,* 2026.

** Mrs. Ritu Tiwari has been appointed has Non- Executive Independent Director w.e.f. 16th June, 2026.*

** Ms. Pratiksha Bhandari has been appointed has Company Secretary & Compliance Officer w.e.f. 18th August, 2026.*

11. <u>DISCLOSURE RELATING TO THE PROVISION OF SECTION 73 OF COMPANIES ACT, 2013 READ WITH RULE (2) (1)(C)(VIII) OF THE COMPANIES (ACCEPTANCE OF DEPOSIT) RULES 2014:</u>

During the year under review, the Company has accepted loans from individuals, which, as reported by the Statutory Auditor in their Audit Report, are in contravention of the provisions of Section 73 of the Companies Act, 2013. The said matter has also been reported by the Statutory Auditor under the "Basis for Qualified Opinion" in their Audit Report for the financial year ended March 31, 2026.

12. <u>SUBSIDIARIES, ASSOCIATE COMPANIES AND JOINT VENTURE:</u>

The Company is not required to consolidate its financial statement for the year ended 31st March, 2026 as the Company does not have any subsidiaries, joint venture, or associate Companies.

13. <u>INDIAN ACCOUNTING STANDARDS (IND AS)</u>:

The Ministry of Corporate Affairs (MCA) vide its notification in the Official Gazette dated February 16, 2015, notified the Indian Accounting Standard (Ind As) and Ind AS has replaced the existing Indian GAAP prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. The Company has adopted Indian Accounting Standards ("Ind AS") from April 01, 2017 (transition date to Ind AS is April 01, 2016) and the financial Statements have been prepared in accordance with recognition and measurement principal of Indian Accounting Standards ("Ind AS") as prescribed under the Companies (Indian Accounting Standards) Rules, 2015, as specified in section 133 of the Companies Act, 2013.

The Annual Accounts for the year ended 31st March, 2026 have also been prepared in accordance with Indian Accounting Standard (Ind AS).

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company being engaged in the business of Film and Entertainment Production and Audio and Video content Production and does not have any energy utilization or technology absorption. The Company during the year under review does not have any inflow or outflow in foreign exchange.

The Information relating to conservation of energy, technology absorption, foreign exchange earnings and outgo under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is enclosed as "**Annexure-I"** and forms part to this report.

15. BOARD MEETINGS:

During the year under review, the Board met **Sixteen (16)** times.

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Board Meeting dates are finalized in consultation with all directors and agenda papers backed up by comprehensive notes and detailed background information are circulated well in advance before the date of the meeting thereby enabling the Board to take informed decisions.

Following is the attendance of each of the Directors at the Board Meetings held during the period under review:

S. No.	**Date of Meeting**	**Total No of Directors as on date of meeting**	**Attendance**	
			No. of Directors attended	**% of Attendance**
1	09-05-2025	4	4	100
2	23-05-2025	4	4	100
3	21-06-2025	4	4	100
4	23-06-2025	4	4	100
5	26-06-2025	4	4	100
6	16-07-2025	4	4	100
7	29-07-2025	4	4	100
8	12-08-2025	4	4	100
9	21-08-2025	4	4	100
10	01-11-2025	4	4	100
11	12-11-2025	4	4	100
12	15-01-2026	4	4	100
13	20-01-2026	4	4	100
14	28-02-2026	4	4	100
15	18-03-2026	4	4	100
16	23-03-2026	4	4	100

16. COMMITTEE MEETINGS:

a. Audit Committee

The composition of the Audit Committee and terms of reference are in compliance with the provisions of Section 177 of the Act. All members of the Committee are financially literate and have accounting or related financial management expertise.

The Audit Committee consists of the following members as on March 31, 2026:

i. Afsana Mirose Kherani- Member

ii. Amit Bajaj- Member

iii. Saloni Mehra- Chairperson

During the year under review, the Audit Committee met Seven (7) times.

Following is the detail of the attendance of each of the members of the Audit Committee at its Meeting held during the year under review:

S. No.	Date of Meeting	Total No of Directors as on date of meeting	Attendance	
			No. of Directors attended	% of Attendance
1	23-05-2025	3	3	100
2	21-08-2025	3	3	100
3	12-11-2025	3	3	100
4	15-01-2026	3	3	100
5	20-01-2026	3	3	100
6	28-02-2026	3	3	100
7	23-03-2026	3	3	100

b. Nomination and Remuneration Committee

The composition of the Nomination and Remuneration Committee and terms of reference are in compliance with the provisions of Section 178 of the Act.

The Nomination and Remuneration Committee consists of the following members as on March 31, 2026:

i. Afsana Mirose Kherani- Member

ii. Amit Bajaj- Member

iii. Saloni Mehra- Chairperson

During the year under review, the Nomination and Remuneration Committee met 3 (Three) times.

Following is the detail of the attendance of each of the members of the Nomination and Remuneration Committee at its Meeting held during the year under review:

S. No.	Date of Meeting	Total No of Directors as on date of meeting	Attendance	
			No. of Directors attended	% of Attendance
1	12-08-2025	3	3	100
2	12-11-2025	3	3	100
3	20-01-2026	3	3	100

c. Stakeholders Relationship Committee

The composition of the Stakeholders Relationship Committee and terms of reference are in compliance with the provisions of Section 178 of the Act.

The Stakeholders Relationship Committee consists of the following members as on March 31, 2026:

i. Afsana Mirose Kherani- Member
ii. Amit Bajaj- Member
iii. Saloni Mehra- Chairperson

During the year under review, the Stakeholders Relationship Committee met 2 (Two) times.

Following is the detail of the attendance of each of the members of the Stakeholders Relationship Committee at its Meeting held during the year under review:

S. No.	Date of Meeting	Total No of Directors as on date of meeting	Attendance	
			No. of Directors attended	% of Attendance
1	12-11-2025	3	3	100
2	20-01-2026	3	3	100

17. <u>ANNUAL RETURN</u>:

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 in Form MGT-9 is available on website of the Company at www.bluegod.in.

18. <u>DIRECTORS & KEY MANAGERIAL PERSONNEL:</u>

The Company has a professional Board with Executive Directors & Non-Executive Directors who bring the right mix of knowledge, skills, and expertise and help the Company in implementing the best Corporate Governance practices.

a) Retirement by Rotation

Pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, One- third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM. Consequently, Ms. Afsana Mirose Kherani (DIN: 09604693), Director, is liable to retire by

rotation at the ensuing Annual General Meeting of the Company and being eligible, she has offered herself for re-appointment. Necessary resolution for her re-appointment are included in the Notice of AGM for seeking approval of members. The Board of Directors has recommended her re-appointment.

The details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding re-appointment of Ms. Afsana Mirose Kherani, his brief resume, the nature of expertise in specific functional areas, names of Companies in which he hold Directorships, committee Memberships/ Chairmanships, his shareholding in the Company etc., are furnished in the annexure to the notice of the ensuing AGM.

b) Appointment of Director

(i) Mr. Raman Raheja (DIN: 01426148) was appointed as an Additional Non-Executive Non- Independent Director of the Company by the Board of Directors at their meeting held on 16th June, 2026.

(ii) Mrs. Ritu Tiwari (DIN: 11040362) was appointed as an Additional Non-Executive Independent Director of the Company by the Board of Directors at their meeting held on 16th June, 2026.

19. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Independent Directors have submitted their declaration of independence, stating that:

a) They continue to fulfill the criteria of independence provided in Section 149 (6) of the Act along with Rules framed thereunder and Regulation 16(1)(b); and

b) There has been no change in the circumstances affecting his/ their status as Independent Directors of the Company.

The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct. In terms of Section 150 of the Act and Rules framed thereunder, the Independent Directors have also confirmed their registration (including renewal of applicable tenure) and compliance of the online proficiency self- assessment test with the Indian Institute of Corporate Affairs (IICA).

The Board opined and confirm, in terms of Rule 8 of the Companies (Accounts) Rules, 2014 that the Independent Directors are persons of high repute, integrity and possess the relevant expertise and experience in their respective fields.

Policy on Directors' appointment and Policy on Remuneration

Pursuant to the provisions of Section 134 (3) (e) and Section 178 of the Companies Act, 2013 and in terms of Regulation 19(4) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Board has formulated a policy on Nomination and Remuneration for its Directors, Key Managerial Personnel and senior management.

The salient features of the Policy are:

- It provides the diversity on the Board of the Company and
- It provides the mechanism for performance evaluation of the Directors
- It lays down the parameters based on which payment of remuneration (including sitting fees and remuneration) should be made to Independent Directors and Non-Executive Directors.

- It lays down the parameters based on which remuneration (including fixed salary, benefits and perquisites, bonus/ performance linked incentive, commission, retirement benefits) should be given to Whole-time Directors, KMPs and rest of the employees.
- It lays down the parameters for remuneration payable to Director for services rendered in other capacity.

It is hereby affirmed that the Remuneration paid is as per the Remuneration Policy of the Company. During the year under review, there were no substantive changes in the Policy except to align the Policy with amendments made to applicable laws.

20. DIRECTORS PERFORMANCE EVALUATION REPORT:

In terms of Companies Act, 2013 and SEBI Listing Regulations, there is requirement of formal evaluation by the Board of its own performance and that of its committees and individual directors.

The Board, in consultation with its Nomination and Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and individual directors, including Independent Directors. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements.

The Board of Directors have carried out the annual evaluation of its own performance, the Individual Directors including the Chairman as well as the evaluation of the working of its Committees. The evaluation of Board as a whole and Non-Independent Directors including Chairman was done by the Independent Directors in their meeting held on 28th February, 2026.The details of evaluation process of the Board**,** its Committees and individual directors, including independent directors have been provided under the Corporate Governance Report which forms part of this Report.

21. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3) (c) and Section 134(5) of the Companies act, 2013, the Board of Directors of the Company hereby confirms and accepts the responsibility for the following in respect of the Audited Annual Accounts for the financial year ended March 31, 2026:

a) That in the preparation of the annual accounts for the financial year ending 31st March, 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b) That the directors had selected the accounting policies and applied them consistently and made judgements 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;

c) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) That the annual accounts/financial statements have been prepared on a going concern basis;

e) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;

f) That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

22. AUDITORS:

i. Statutory Auditor and their Report

Pursuant to the provisions of Sections 139 and 141 of the Companies Act, 2013 ("Act") and the Rules made thereunder, M/s. S D P M & Co., Chartered Accountants, Statutory Auditors of the Company, have confirmed that they are not disqualified from continuing as Statutory Auditors of the Company.

The Audit Report on the Financial Statements of the Company for the Financial Year 2025-26 forms part of the Annual Report. The Statutory Auditors have issued an Audit Report with a Qualified Opinion on the Financial Statements of the Company for the year ended March 31, 2026.

The Statutory Auditors, in their Audit Report, have made the following qualifications:

I. The provisions of **Section 45-IA of the Reserve Bank of India Act, 1934** are applicable to the Company, as the Company's financial assets constitute more than 50% of its total assets and income from financial assets constitutes more than 50% of its gross income. However, the Company has not obtained registration under the provisions of Section 45-IA of the Reserve Bank of India Act, 1934.

   Management Reply: The management is taking necessary steps to realign the Company's asset and income profile so that the provisions requiring NBFC registration cease to be applicable.

II. The outstanding balances of **unsecured loans received, loans advanced and trade advances** are subject to confirmation and supporting documents.

   Management Reply: The management is in the process of obtaining balance confirmations and compiling the requisite supporting documents from the respective parties, and the records will be updated upon receipt of the same.

III. During the year under review, the Company has **accepted loans/liabilities from individuals which are in contravention of Section 73 of the Companies Act, 2013**.

   Management Reply: The management submits that certain amounts received as business advances have been classified as deposits, resulting in the said observation. Necessary accounting and legal adjustments shall be carried out to appropriately reflect the true nature of these transactions and ensure compliance with the applicable provisions of the Companies Act, 2013.

IV. The Company has outstanding **unsecured loans and advances** recorded in its books of account for which the management has not provided balance confirmations or other independent documentary evidence. In the absence of such confirmations, the Statutory Auditors were unable to obtain sufficient and appropriate audit evidence regarding the existence, accuracy and completeness of such unsecured loans and advances and, accordingly, were unable to determine the impact, if any, of this matter on the Financial Statements of the Company.

Management Reply: The management is in the process of obtaining confirmations from the respective parties and compiling the requisite supporting documents. Necessary reconciliations and record updates shall be carried out upon receipt of the same to ensure appropriate audit evidence is available.

V. The Company has **trade receivables outstanding for more than six months** as on the date of signing of the Audit Report. The Statutory Auditors were unable to obtain sufficient appropriate audit evidence regarding the recoverability of such balances, and the management has not made adequate provision against such receivables.

Management Reply: The management is undertaking a detailed review of the recoverability of such receivables and is in the process of reconciling the balances with the respective parties. Based on the outcome of the review, appropriate adjustments and provision, wherever considered necessary, shall be made in the books of account in accordance with the applicable accounting standards.

The Company has also received the **Statement on Impact of Audit Qualifications** from the Statutory Auditors. In respect of the qualifications where the impact has not been quantified, the management has stated that the qualifications relating to statutory non-compliance and documentary evidence do not have an impact on the Financial Statements. Further, the management has represented that the outstanding amounts from trade receivables are recoverable. The Statutory Auditors have made **no comments** on the management's assessment.

Pursuant to Section 134 (3) (ca) during the year under review, the Statutory Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee or the Board or Central Government under Section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this report.

ii. Cost Auditors and Maintenance of Cost Records

In pursuant to Section 148(1) of the Companies Act, 2013 and rules and regulation made there under read with the Companies (Accounts Rules) Amendment Rules, 2018, Cost audit is not applicable to the Company and therefore maintenance of cost records as specified under section 148(1) of the Act, is not required.

iii. Secretarial Auditors and Secretarial Audit Report

In terms of Section 204(1) of Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Vishakha Agrawal & Associates, Practising Company Secretaries, Indore as the Secretarial auditor of the Company for a term of five (5) consecutive years, commencing from FY 2025–26 to FY 2029–30 in the AGM of the Company held on 23rd September 2025 and have confirmed that they are not disqualified from continuing as Secretarial Auditors of the Company

The Secretarial Audit Report submitted by M/s Vishakha Agrawal & Associates, Practising Company Secretaries in prescribed format in **MR-3** to the shareholders of the Company is annexed to this Report.

<u>The Secretarial Auditors, in their Audit Report, have made the following Comments:</u>

1. As per Independent Auditor's Report, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 is applicable to the company, because the company's financial

assets constitute more than 50 percent of the total assets and income from financial assets constitute more than 50 percent of the gross income. However, company does not obtain registration under the provisions of Section 45-IA of the Reserve Bank of India Act, 1934.

Management Response: The management is taking necessary steps to realign the Company's asset and income profile so that the provisions requiring NBFC registration cease to be applicable.

2. As per Independent Auditor's Report, the company has accepted loans from individuals. However, as informed by the company and its management, the company has received advance for goods which were shown as loans in the balance sheet.

   Management Response: The management submits that certain amounts received as business advances have been wrongly classified as deposits, resulting in the said observation. Necessary accounting and legal adjustments shall be carried out to appropriately reflect the true nature of these transactions and ensure compliance with the applicable provisions of the Companies Act, 2013.

3. The BSE has imposed fine of Rs. 1,71,100 for delay in submission of financial results for the quarter and financial year ended 31st March 2026 within the period prescribed under Regulation 33 of SEBI (LODR) Regulations, 2015.
   Management Response: The management submits that the Non-compliance was due to failure to find a suitable and qualified candidate for the post of Compliance officer of Company. However, the Company has paid the fine imposed and later complied with the provisions.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

During the year, the Company has provided loans covered under the provisions of Section 186 of the Companies Act, 2013, details of which are given below:

Details of Loans under Section 186:

Particulars	**As on March 31, 2026 (In Lakhs)**
Unsecured Loans – Considered Good	
To Corporates	5,204.63
To Others	499.85
Total	**5,704.48**

Current Financial Assets – Loans: As at March 31, 2026, the Company's current financial assets in the nature of unsecured loans considered good stood at ₹5,704.48 lakhs, comprising ₹5,204.63 lakhs in respect of loans to corporates and ₹499.85 lakhs in respect of loans to other. The details of such loans are also disclosed in Note No. 1.4 to the Financial Statements forming part of this Annual Report.

24. UNSECURED LOAN FROM DIRECTORS:

As at March 31, 2026, the Company had outstanding unsecured loans of ₹194.90 lakhs from its Directors.

The details of which are given in the Note No. 1.11 to the financial statements forming part of the Annual Report.

25. SHIFTING OF REGISTERED OFFICE OF THE COMPANY:

On July 29th, 2025, the Company has shifted its registered office from from 228 Part-B, The Zodiac Mall, Bicholi Mardana, Indore (M.P.)-452010 To 301-G Goyal Vihar, Gate No. 2 Khajrana Road, Indore (M.P), i.e., within the same city.

On August 17, 2026, the Company has shifted its registered office **from** 301-G, Goyal Vihar, Gate No. 2, Khajrana Road, Indore, Madhya Pradesh – 452016 **to** 41-42, 2nd Floor, PU4, Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh – 452010, i.e., within the same city.

26. RELATED PARTY TRANSACTIONS:

None of the transaction with related parties (related to business) falls under the scope of Section 188(1) of the Act, Information on transactions with related parties pursuant to section 134 (3) (h) of the Act read with rule 8(2) of Companies (Accounts) Rules, 2014 are given in "**Annexure II**" in Form AOC-2 and same forms part of this report.

27. INTERNAL AUDIT:

At the beginning of each financial year, an audit plan is rolled out with approval of the Company's Audit Committee. The plan is aimed at evaluation of the efficacy and adequacy of internal control systems and compliance thereof, robustness of internal processes, policies and accounting procedures and compliance with laws and regulations. Based on the reports of internal audit, process owners undertake corrective action in their respective areas. Significant audit observations and corrective actions are periodically presented to the Audit Committee of the Board.

28. INTERNAL FINANCIAL CONTROL:

According to Section 134(5)(e) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014, the term Internal Financial Control(IFC) means the policies and procedures adopted by the Company 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.

The Company believes that a strong internal control framework is very much essential and is part of good corporate governance practices. Your Company has in place well defined and adequate internal financial control framework commensurate with the size and complexity of its business to ensure proper recording of financial &operational information, compliance of various internal control and other regulatory/statutory compliances. All internal Audit findings and control systems are periodically reviewed by the Audit Committee of the Board of Directors, which provides strategic guidance on internal control.

29. RISK MANAGEMENT POLICY:

Pursuant to the provisions of Section 134 (3) (n) of the Companies Act, 2013, the Company has put in place comprehensive risk assessment and minimization procedures, which are reviewed by the Board periodically. In order to effectively and efficiently manage risk and address challenges, the Company has formulated Risk Management Policy.

The risk management approach is based on the clear understanding of the variety of risks that the organization faces, disciplined risk monitoring and measurement and continuous risk assessment and mitigation reserves. The objective of any risk identification and assessment process is to evaluate the combination of like hood and level of negative impacts from an event. The three main components of risk assessment are business risk, service/ operational risk and external risk. The Company manages the risk in line with current risk management best practices. This facilitates the achievement of our objectives, operational effectiveness and efficiency, protection of people and assets, informed decision–making and compliance with applicable law and regulations. The Board has formulated policy on Risk Management Policy and it may be accessed at the website of the company at the Website of the Company.

30. COMMITTEES OF BOARD:

(i) Corporate Social Responsibility (CSR)

In pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, Every company having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year shall constitute a Corporate Social Responsibility Committee of the Board consisting of three or more Directors, out of which at least one director shall be an independent director.

During the year under review none of the condition as prescribed under Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are applicable to the company; hence the provision is not applicable.

(ii) Audit Committee

Audit Committee of the Company meets the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The details of the composition of the Audit Committee as required under the provisions of Section 177(8) of the Companies Act, 2013 are given in the Corporate Governance Report which forms part of this annual report.

The terms of reference of Audit Committee are confined to Companies Act 2013 & Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with Part-C of Schedule II.

During the year under review, the Board has accepted all the recommendations of the Audit Committee. The details of meetings with attendance thereof and terms of reference of Audit Committee have been provided in the Corporate Governance Report which forms part of this report.

(iii) Nomination and Remuneration Committee

The Company has formed the Nomination and Remuneration Committee in accordance with the provisions of the Section 178 Companies Act 2013 and Regulation 19 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015. The details about the composition of the said committee of the Board of Directors along with attendance thereof have been provided in the Corporate Governance Report forming part of this report.

(iv) Stakeholder Relationship Committee

The Company has also formed Stakeholder's Relationship Committee in compliance to the Companies Act, 2013 & Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details about the composition of the said committee of the Board of Directors along with attendance thereof have been provided in the Corporate Governance Report forming part of this report.

31. MANAGING THE RISKS OF FRAUD, CORRUPTION AND UNETHICAL BUSINESS PRACTICES:

Disclosure on Vigil Mechanism / Whistle Blower Policy

The Company has established a Vigil Mechanism/Whistle blower Policyas a part of its vigil mechanism. The purpose of this Policy is to enable any person including the directors, employees, other stakeholders, etc. to raise concerns regarding unacceptable and improper practices and/or any unethical practices in the organization without the knowledge of the management.

All employees shall be protected from any adverse action for reporting any unacceptable or improper practice and/or any unethical practice, fraud or violation of any law, rule or regulation, potential or actual violation, leakage of unpublished price sensitive information without fear of reprisal.

The Company believes in the conduct of its affairs and its constituents by adopting the highest standards of professionalism, honesty, integrity, and ethical behavior, in line with the Code of Conduct ('Code'). All the stakeholders are encouraged to raise their concerns or make disclosures on being aware of any potential or actual violation of the Code, policies or the law. Periodic awareness sessions are also conducted for the same.

The Board has formulated policy on Vigil Mechanism/ Whistle blower Policy and the same may be accessed at the website of the Company.

32. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERNS STATUS AND COMPANY`S OPERATIONS IN FUTURE:

The Company has not received any significant or material orders passed by any regulatory authority, court or tribunal which shall impact the going concern status and Company`s operations in future.

33. CORPORATE GOVERNANCE:

Good Corporate practice is a norm at **Starbeam Ventures Limited (Formerly Known as Bluegod Entertainment Limited).** The Company is committed to maintain the highest

standards of Corporate Governance and adhere to the Corporate Governance requirements set out by the Securities and Exchange Board of India (SEBI). Besides complying with the legal framework of Corporate Governance Practices. As per the requirement of Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 executed with the Stock Exchange(s), Your Company has complied with the Corporate Governance norms as stipulated under the Listing Regulations. A detailed report on Corporate Governance forms part of this Annual Report.

34. MANAGEMENT DISCUSSION & ANALYSIS REPORT:

As per requirements of Listing Regulations, a detailed review of the developments in the industry, performance of the Company, opportunities and risks, internal control systems, outlook etc. of the Company is given under the head Management Discussion and Analysis Report, which forms part of this Annual Report.

35. SEXUAL HARASSMENT OF WOMAN AT WORK PLACE:

Our Company is committed to provide the healthy environment to all its employees, the company has in place a Prevention of the Sexual Harassment Policy and an Internal complaints redressal mechanism as per the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

In compliance with the Companies (Accounts) Second Amendment Rules, 2025 with regard to the **Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**, the Company hereby discloses the following details for the financial year 2025–26:

(a) Number of complaints of sexual harassment received in the year: **Nil**
(b) Number of complaints disposed off during the year: **Nil**
(c) Number of cases pending for more than ninety days: **Nil**

The Policy on Prevention of Sexual Harassment at Workplace is available on the Company's website at www.bluegod.in.

36. CODE OF FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION AND CODE OF CONDUCT UNDER SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015:

Pursuant to Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015 the Board to Directors has formulated and adopted the "Code of Practices and Procedures for fair Disclosure of Unpublished Price Sensitive Information" (Code of Fair Disclosure) of the Company.

The Board has also formulated and adopted "Code of Conduct for Prohibition of Insider Trading (Code of Conduct) of the company as prescribed under Regulation 9 of the said Regulation.

37. APPOINTMENT OF DESIGNATED PERSON (MANAGEMENT AND ADMINISTRATION) RULES 2014 - RULE 9 OF THE COMPANIES ACT 2013:

In accordance with Rule 9 of the Appointment of Designated Person (Management and Administration) Rules 2014, it is essential for the company to designate a responsible individual for ensuring compliance with statutory obligations. The company has designated Mr. Nitin

Ashokkumar Khanna (DIN: 09816597), Managing Director of the Company as Designated person.

38. INDEPENDENT DIRECTOR'S FAMILIARISATION PROGRAMME:

The Company has formulated a programme for familiarization of Independent Director with regard to roles, rights, responsibilities, nature of the industry in which the Company operates, the business model of the Company etc. The details of the Familiarization Programmes as conducted by the Company are available on the website of the Company at www.bluegod.in. However, during the year under review, there was no change in the nature of business of the company and its business vertical/structure/operational strategy, etc., which would have necessitated fresh Familiarization Programme for Independent Directors.

The details of familiarisation program may be accessed on the Company's website https://bluegod.in/wp-content/uploads/2025/07/FAMILIARIZATION-PROGRAMME-FOR-INDEPENDENT-DIRECTORS-1.pdf.

39. SECRETARIAL STANDARDS:

The applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

40. INVESTOR SERVICES:

To improve investor services, your Company has taken the following initiatives:-

- An Investor Relation Section on the website of the Company (www.bluegod.in) has been created to help investors to know the policies and rights of investors.
- There is a dedicated e-mail id hello@bluegod.in for sending communications to the Company Secretary. Members may lodge their requests, complaints and suggestions on this e-mail as well.

41. LISTING

The Company's equity shares are listed on BSE Limited ("BSE") having nation-wide trading terminals.

42. GENERAL:

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

a) Details relating to deposits covered under Chapter V of the Act.

b) Issue of equity shares with differential rights as to dividend, voting or otherwise.

c) The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.

d) Any remuneration or commission received by Managing Director of the Company, from any of its subsidiary.

e) During the period No fraud has been reported by the Auditors to the Audit Committee or the Board.

f) There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

g) There was no instance of onetime settlement with any Bank or Financial Institution.

43. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961:

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder. The Company is committed to ensuring a safe, inclusive, and supportive workplace for women employees. All eligible women employees are provided with maternity benefits as prescribed under the Maternity Benefit Act, 1961, including paid maternity leave, nursing breaks, and protection from dismissal during maternity leave.

The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary internal systems and HR policies are in place to uphold the spirit and letter of the legislation.

44. TRANSFER TO INVESTORS EDUCATION AND PROTECTION FUND (IEPF):

As per the provisions of section 125 of the Companies Act 2013 and as per the rule 3 of the Investor Education and Protection Fund (awareness and protection of investors) Rules, 2001, there were no amounts required to be transferred to the Investor Education and Protection Fund pursuant to the provisions of the Companies Act, 2013.

45. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

During the year under review and till date of this Report, the Company has neither made any application against anyone nor any proceedings were pending against the Company under the Insolvency and Bankruptcy Code, 2016.

46. DETAILS OF DIFFERENCE BETWEEN THE AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

The Company has neither availed any loan from banks or financial institution and hence there is no application being ever made for One Time Settlement (OTS) with any banks or financial institution.

47. DISCLOSURE UNDER SECTION 164 (2):

None of the Directors of Company are disqualified from being appointed as Directors as specified under Section 164 (2) of the Companies Act, 2013.

48. PARTICIPATION IN THE GREEN INITIATIVE:

Our Company continues to wholeheartedly participate in the Green Initiative under taken by the Ministry of Corporate Affairs (MCA) for correspondences by Corporate to its Members through electronic mode. All the Members are requested to join the said program by sending their preferred e-mail addresses to their Depository Participant.

49. APPRECIATION:

Your Company has been able to perform efficiently because of the culture of professionalism, creativity, integrity and continuous improvement in all functions and areas as well as the efficient utilization of the Company's resources for sustainable and profitable growth.

The Directors hereby wish to place on record their appreciation of the efficient and loyal services rendered by each and every employee, without whose whole-hearted efforts, the overall satisfactory performance would not have been possible.

The Directors appreciate and value the contribution made by every member of the Starbeam Ventures Limited's family.

By the order of the Board of Directors
For STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)

Sd/-	**Sd/-**
Nitin Ashokkumar Khanna	**Afsana Mirose Kherani**
Managing Director	**Non - Executive Non-Independent Director**
(DIN: 09816597)	**(DIN: 09604693)**

Place: Indore
Date: 03.09.2026

ANNEXURE-I

Information as per Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ended March 31, 2026.

A.	**Conservation of Energy**		
	(i)	the steps taken or impact on conservation of energy	N.A
	(ii)	the steps taken by the company for utilising alternate sources of energy:	N.A
	(iii)	the capital investment on energy conservation equipments:	N.A
B.	**Technology absorption**		
	(i)	the efforts made towards technology absorption:	N.A
	(ii)	the benefit derived like product improvement, cost reduction, product development or import substitution:	N.A
	(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	N.A
		a) the details of technology imported;	N.A
		b) the year of import;	N.A
		c) whether the technology been fully absorbed	N.A
		d) if not fully absorbed, area where absorption has not taken place, and the reasons thereof; and	N.A
		e) the expenditure incurred on Research and Development	N.A
		Note: Since your Company has not involved in manufactuirng operations, the requirements pertaining to disclosure of particulars relating to conservation of energy, research & development and technology absorption, as prescribed under the Companies (Accounts) Rules, 2014 are not applicable.	
C.	**Foreign Exchange Earning and outgo**		
	The company does not have any export sale, hence the respective point is not applicable.		

Particulars	Financial Year ended 31st March, 2026	Financial Year ended 31st March, 2025
Foreign Exchange Earned	Nil	Nil
Foreign Exchange used	Nil	Nil

By the order of the Board of Directors
For STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)

Sd/-	**Sd/-**
Nitin Ashokkumar Khanna	**Afsana Mirose Kherani**
Managing Director	**Non - Executive Non-Independent Director**
(DIN: 09816597)	**(DIN: 09604693)**

Place: Indore
Date: 03.09.2026

VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries
301-G, Goyal Vihar, Gate No. 2
Khajrana Road, Indore (M.P.) - 452016
Email: csvishakhagrawal@gmail.com
Contact No. 9424501155, 8518888114

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Personnel) Rules, 2014]

To,
The Board of Directors **Secretarial**
STARBEAM VENTURES LIMITED
(Formerly known as Bluegod Entertainment Limited)
CIN: L46201MP1984PLC002592
41-42, 2nd Floor, PU4, Scheme No. 54,
Vijay Nagar, Indore (M.P.) - 452010

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **STARBEAM VENTURES LIMITED (Formerly known as Bluegod Entertainment Limited) CIN: L74202MP1984PLC002592** (hereinafter called "**the Company**"). While taking review after the completion of financial year, Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Management's Responsibility
The Management of the Company is completely responsible for preparation and maintenance of Secretarial records and for developing proper systems to ensure compliance with the provisions of applicable laws, rules and regulations.

Auditor's Responsibility:
Our responsibility is to express an opinion on existence of adequate Board Process and Compliance Management System, commensurate to the size of the company, based on these secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers and agents of the company during the said audit.

We have followed the audit practices and processes as were appropriate to the best of our understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

Wherever required, we have obtained the management representation about the compliance of the laws, rules, regulations and happening of events, etc.

Our report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the company.

Based on the information and/or details received on verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents, KMPs, Directors and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 generally complied with the statutory provisions listed hereunder, *however, there were some procedural lacunas* and also that the Company generally has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed (within / *beyond* the due date with the applicable additional fees) and other records maintained by the Company for the financial year ended on 31st March, 2026 according to the provisions of:

(i) The Companies Act, 2013 ("the Act") and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act,1999 and the Rules and Regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the company during the audit period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities And Exchange Board of India (Share Based Employees Benefits) Regulations 2014. **(Not applicable to the Company during Audit Period)**

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. **(Not applicable to the Company during Audit Period)**

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client. **(Not applicable as the Company is not registered as a Registrar to an Issue or Share Transfer Agent)**.

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. **(Not applicable to the Company during the Audit Period)**

h) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2009. **(Not applicable to the Company during the Audit Period)**

(vi) The following other laws as specifically applicable in the view of the Management.

a) Negotiable Instruments Act, 1881
b) Employees' State Insurance Act, 1948
c) Employees Provident Fund and Miscellaneous Provisions Act, 1952
d) Environment Protection Act,1986
e) General Clause Act, 1897
f) Registration Act, 1908
g) Indian Stamp Act, 1899
h) Limitation Act, 1963
i) Transfer of Property Act, 1882
j) Indian Contract Act, 1872
k) Sale of Goods Act, 1930
l) Consumer Protection Act, 1986
m) Arbitration and Conciliation Act, 1996
n) Central Goods and Services Tax Act, 2017
o) Other laws as applicable to the Company

As per the certificate received from the Managing Director, the company, has complied with all the laws and regulations governing the company's behavior as a Public Listed Company, has been following due processes enabling the Company to comply by all the legal requirements applicable to a Public Listed Company and has adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

i) Secretarial Standards issued by The Institute of Company Secretaries of India.
ii) Compliance of the applicable Clauses of the Listing Agreement entered into by the Company with the Bombay Stock Exchange Limited.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, except that:

1. As per Independent Auditor's Report, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 is applicable the company, because the company's financial assets constitute more than 50 percent of the total assets and income from financial assets constitute more than 50 percent of the gross income. However, company does not obtain registration under the provisions of Section 45-IA of the Reserve Bank of India Act, 1934.

2. As per Independent Auditor's Report, the company has accepted loans from individuals. However, as informed by the company and its management, the company has received advance for goods which were shown as loans in the balance sheet.

3. The BSE has imposed fine of Rs. 1,71,100 for delay in submission of financial results for the quarter and financial year ended 31st March 2026 within the period prescribed under Regulation 33 of SEBI (LODR) Regulations, 2015.

We further report that:

There were changes in the composition of the Board of Directors during the period under review.

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

Majority decision is carried through and recorded in the minutes.

We further report that no audit has been conducted on compliance with finance and taxation laws as the same are subject to review and audit by Statutory Auditor and Internal Auditor to the Company and their observations, if any, shall hold for the purpose of the Audit Report.

We further report that *there is* scope to improve the systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For Vishakha Agrawal & Associates
Practising Company Secretaries

SD/-
CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
P.R. No. 2575/2022
UDIN: A039298H001370001

Place: Indore
Date: 03.09.2026

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

ANNEXURE A

To,
The Board of Directors
STARBEAM VENTURES LIMITED
(Formerly known as Bluegod Entertainment Limited)
CIN: L46201MP1984PLC002592
41-42, 2nd Floor, PU4, Scheme No. 54,
Vijay Nagar, Indore (M.P.) - 452010

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and have relied on the report of statutory auditors on direct and indirect taxes. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

4. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

5. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Vishakha Agrawal & Associates
Practising Company Secretaries

SD/-
CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
P.R. No. 2575/2022
UDIN: A039298H001370001

Place: Indore
Date: 03.09.2026

ANNEXURE – II

FORM NO. AOC-2
PARTICULARS OF CONTRACTS/ARRANGEMENTS MADE WITH RELATED PARTIES
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. **Details of contracts or arrangements or transactions not made at Arm's length basis:**

Name(s) of Related Party and Nature of Relationship	Nature of contracts/arrangements/transactions	Duration of Contract	Salient Terms and justification of entering into such transactions	Dates of Approval by the Board	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	Amount (In Rs.)	Amount paid as advance, if any
Not applicable							

2. Details of contracts or arrangements or transactions made at Arm's length basis:

Name (s) of Related Party and Nature of Relationship	Nature of contracts/arrangements/transactions	Duration of contract	Salient Terms	Dates of Approval by the Board	Amount (In Rs.)	Amount paid as advance, if any
Not applicable						

Note: The details of -all related party transactions as per Indian Accounting Standard 24 have been disclosed in Notes to Accounts of Financial Statement.

By the order of the Board of Directors
For STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)

Sd/-
Nitin Ashokkumar Khanna
Managing Director
(DIN: 09816597)

Sd/-
Afsana Mirose Kherani
Non - Executive Non-Independent Director
(DIN: 09604693)

Place: Indore
Date: 03.09.2026

Corporate Governance Report

(In compliance with Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. CORPORATE GOVERNANCE: PHILOSOPHY

Corporate Governance is the creation and enhancement of long-term sustainable value for our stakeholders, comprising regulators, employees, customers, vendors, investors, and the society at large, through ethically driven business practices. Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. Strong leadership and effective corporate governance practices have been the Company' shall mark inherited from its culture and ethos. At Starbeam Ventures Limited (Formerly Known as Bluegod Entertainment Limited) , it is imperative that our Company's affairs are managed in a fair and transparent manner.

We ensure that we evolve and follow not just the stated corporate governance guidelines, but also the best practices. We consider it our inherent responsibility to protect the rights of our shareholders and disclose timely, adequate and accurate information regarding our financials and performance, as well as the leadership and governance of the Company.

The Company's philosophy of Corporate Governance aims to maximize long-term stakeholders value. It is a combination of many factors to achieve the objectives of transparency, full disclosure, a system of checks and balances between the Shareholders, Directors, Auditors and the Management. Integrity and transparency are key to our corporate governance practices and performance, and ensure that Company gain and retain the trust of our stakeholders at all times.

The Board is responsible for and committed to sound principles of Corporate Governance in the Company. The Board plays a crucial role in overseeing how the management serves the short and long-term interests of shareholders and other stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board. We keep our governance practices under continuous review and benchmark ourselves to best practices across the globe.

The Company is in compliance with the requirements stipulated under Regulations 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of Regulation 46(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as applicable, with regard to corporate governance.

The Company has been complying with the Corporate Governance requirements, as stipulated under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchange.

2. CODE OF CONDUCT

The Company has a strong legacy of fair, transparent and ethical governance practices. The Company has adopted a Code of Conduct for its employees including the Managing Director and the Executive Directors. In addition, the Company has adopted a Code of Conduct for its Board Members, The Code of Conduct for regulating & Monitoring Trading by the Insiders and the Code of Practices and Procedures Fair Disclosure of Unpublished Price Sensitive Information, are available on the Company's website at www.bluegod.in The company has received confirmation

from the Senior Management Personnel regarding compliance of code of conduct during the period under the review.

3. BOARD OF DIRECTORS

Our Company is a professionally managed company functioning under the overall supervision of the Board. The Board has ultimate responsibility for the development of strategy, management, general affairs, direction, performance and long-term success of business as a whole. The Chairman leads the Board and is responsible for its overall effectiveness. The Chairman sets the Board Agenda, ensures the Directors receive accurate, timely and clear information, promotes and facilitates constructive relationships and effective contribution of all Executive and Non-Executive Directors, and promotes a culture of openness and debate. The Independent Directors provide constructive challenge, strategic guidance, and specialist advice and hold management to account. We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of corporate governance.

The Board of Directors, along with its Committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholders' value.

A. COMPOSITION OF BOARD:

The Board of your Company comprises highly experienced persons of repute, eminence and has a good and diverse mix of Executive and Non-Executive Directors with majority of the Board members comprising Independent Directors including Independent Women Directors. The Board composition is in conformity with the applicable provisions of Companies Act, 2013 (the Act) and Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time.

The Board composition of the Company as on March 31, 2026 comprised of Four (4) Directors, out of which Two (2) were Independent Directors, One (1) was a Non-Executive Non-Independent Director and One (1) was an Executive Director, designated as the Managing Director. Subsequently, the Board of Directors of the Company appointed Two (2) additional Directors, comprising One (1) Non-Executive Non-Independent Director and One (1) Independent Director. Accordingly, the Board of Directors of the Company presently comprises Six (6) Directors, consisting of Three (3) Independent Directors, Two (2) Non-Executive Non-Independent Directors and One (1) Executive Director, designated as the Managing Director.

The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business. The Board as part of its succession planning exercise periodically reviews its composition to ensure that the same is closely aligned with the strategy and long- term needs of the Company.

The number of Directorship(s), Committee Membership(s), and Chairmanship of all the Directors is within respective limits prescribed under the Act and Listing Regulations as amended from time to time. The Managing Director does not serve as an Independent Director in any Listed Company.

Further as mandated Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, none of the directors on the Board is a member of more than 10 (ten) committee or hold offices as a Chairman of more than 5 (five) Committees (Committee being Audit Committee and Stakeholder Relationship Committee as per Regulation 26 (1) (b) of SEBI (Listing Obligation and Disclosure Requirement Regulation, 2015) across all the public companies in which he/she is a Director. The necessary disclosures regarding the committee composition have been made to all the directors.

None of the Directors on the Board:

- holds directorships in more than ten public companies;
- serves as Director or as independent directors in more than seven listed entities; and
- who are the Executive Directors serve as independent directors in more than three listed entities.

The detailed composition and category of the Directors as on 31.03.2026 and Subsequently From the 1st April 2026 till date is as follows:

Name of the Director	**DIN**	**Designation**	**Date of Appointment**
Ms. Afsana Mirose Kherani	09604693	Non-Executive Non Independent Director	29-04-2024
Mr. Nitin Ashokkumar Khanna	09816597	Managing Director	29-04-2024
Mrs. Saloni Mehra	10062907	Non-Executive - Independent Director	07-05-2024
Mr. Amit Bajaj	10122918	Non-Executive - Independent Director	07-05-2024
Mr. Raman Raheja	01426148	Non-Executive Non Independent Director	16-06-2026
Mrs. Ritu Tiwari	11040362	Non-Executive Independent Director	16-06-2026

B. DETAILS OF ATTENDANCE OF DIRECTORS AT THE BOARD MEETING & LAST AGM:

Sr. No	**Name of the Directors**	**Category of Directorship**	**No. of Board Meetings Attended**	**Attendance at last AGM**	**Number of Directorships in Listed Companies including this listed company**	**Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)**	**Shareholding in the Company**	**No. of shares held (as at March 31, 2025)**
1.	Ms. Afsana Mirose Kherani	Non-Executive Non-Independent Director	16	Yes	2	3	NIL	NIL
2.	Mr. Nitin Ashokkumar Khanna	Managing Director	16	Yes	2	1	NIL	NIL

3.	Mrs. Saloni Mehra	Non-Executive Independent Director	16	Yes	7	6	NIL	NIL
4.	Mr. Amit Bajaj	Non-Executive Independent Director	16	Yes	6	9	NIL	NIL

C. BOARD MEETING

The Board meets at regular intervals to discuss and decide on Company/business policy and strategy and other matters. However, in case of business exigencies/ urgencies resolutions are passed through circulation or additional meetings are conducted.

During the financial year 2025-26, the members of the Board met 16 (Sixteen) times to review, discuss and decide about the business of the Company.

The dates on which the said meetings were held are as follows:

S. No.	**Date of Meeting**	**Total No of Directors as on date of meeting**	**Attendance**	
			No. of Directors attended	**% of Attendance**
1	09/05/2025	4	4	100
2	23-05-2025	4	4	100
3	21-06-2025	4	4	100
4	23-06-2025	4	4	100
5	26-06-2025	4	4	100
6	16-07-2025	4	4	100
7	29-07-2025	4	4	100
8	12-08-2025	4	4	100
9	21-08-2025	4	4	100
10	01-11-2025	4	4	100
11	12-11-2025	4	4	100
12	15-01-2026	4	4	100
13	20-01-2026	4	4	100
14	28-02-2026	4	4	100
15	18-03-2026	4	4	100
16	23-03-2026	4	4	100

The necessary quorum was present at all the Board Meetings. The maximum gap between any two Board meetings held during the year was not more than one hundred and twenty days. During the year under review, no Board meeting was held via video conferencing.

D. APPOINTMENT AND TENURE

A Particulars and brief profile of Director retiring by rotation and also seeking re-appointment have been given in the notice for convening the Annual General Meeting.

The Directors of the Company are appointed/re- appointed by the Board on the recommendation of the Nomination and Remuneration Committee and approval of the Shareholders through means of Postal Ballot. In accordance with the Articles of Association of the Company and provisions of the Act, all the Directors, except the Managing Director and Independent Directors, of the Company, are liable to retire by rotation at the Annual General Meeting (AGM) each year and, if eligible, offer their candidature for re-appointment. The Board of Directors on the Board have been appointed as per the provisions of the Act and serve in accordance with the terms of employment with the Company.

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2026 have been made by the Directors. None of the Directors is related to each other.

E. BOARD MEMBERSHIP CRITERIA AND LIST OF CORE SKILLS / EXPERTISE/ COMPETENCIES IDENTIFIED IN THE CONTEXT OF THE BUSINESS:

The Board of Directors are collectively responsible for selection of a member on the Board. The Nomination and Remuneration Committee of the Company follows a defined criteria for identifying, screening, recruiting and recommending candidates for election as a Director 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 Listed 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 the requirements of law;
- professional qualifications, expertise and experience in specific area of relevance to the Company;
- 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, responsibility, respect and pioneering mindset.

The list of core skills / expertise / competencies identified by the Board of Directors as required in the context of Company's business vertical(s) and those already available with the Board are as follows:

KEY SKILLS AND ITS DESCRIPTION	Area Essentials	Afsana Mirose Kherani	Nitin Ashok kumar Khanna	Saloni Mehra	Amit bajaj	Raman Raheja	Ritu Tiwari
Leadership experience in running large entities	Experience in leading well-governed large organisations, with an understanding of organisational systems and processes, complex business and regulatory environment, strategic planning and risk management, understanding of emerging local and global trends and management of accountability and performance	**Y**	**Y**	**Y**	**Y**	**Y**	**Y**
Experience of crafting business strategies	Experience in developing long term strategies to grow business consistently, profitably, competitively and in a sustainable manner in diverse business environments and changing economic conditions.	**-**	**-**	**-**	**Y**	**Y**	**Y**
Finance & Accounting	Leadership experience in handling financial management of the organization along with an understanding of accounting and financial statements	**Y**	**Y**	**-**	**Y**	**Y**	**Y**
Industry Skills	Knowledge of the Entertainment industry and the market	**Y**	**Y**	**Y**	**Y**	**Y**	**-**
Law and Policies	Expert knowledge of Corporate Law	**Y**	**Y**	**-**	**-**	**-**	**Y**

Administration & Public Relations	Good understanding of working culture with Govt. Organizations	**Y**	**Y**	**Y**	**Y**	**-**	**Y**
Experience of large companies and understanding of the changing regulatory landscape	Experience of having served in large public companies in diverse industries to provide Board oversight to all dimensions of business and Board accountability, high governance standards with an understanding of changing regulatory framework.	**Y**	**Y**	**Y**	**Y**	**Y**	**Y**

F. DISCLOSURE OF RELATIONSHIP OF DIRECTOR

None of the Directors of the Company has any pecuniary relationship with the Company.

None of the Directors is related to each other and there are no inter se relationships between the Directors.

The Company has not issued any convertible instruments; hence, disclosure in this respect is not applicable.

G. INDEPENDENT DIRECTOR

All the Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with Section 149 of the Companies Act, 2013, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. The maximum tenure of the Independent Director is in compliance with the Act.

Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

i. Terms and conditions of appointment of Independent Directors

The Company currently has 3 Non-Executive Independent Directors. All Independent Directors of the Company have been appointed as per the provisions of the Act and the SEBI Listing Regulations. Formal letters of appointment have been issued to Independent Directors. As required by Regulation 46 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the terms and conditions of their appointment are disclosed on the Company's website at www.bluegod.in

In the opinion of the Board, the Independent Directors fulfill the conditions of independence specified in the Act and the SEBI Listing Regulations and are independent of the management.

ii. Separate Meeting of Independent Directors

In terms of Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Independent Directors of the Company shall meet once in a year to review the performance of Non-Independent Directors, the Board as a whole, review the performance of the Chairman of the Company and assessed the quality, quantity and timelines of flow of information between the Company Management and the Board.

The Independent Directors of the Company had met 1 (One) times during the year on 31st March, 2026, without the presence of Non- Independent Director and members of management, which was held on 28th February, 2026 to review the performance of Non-Independent Directors and the Board as whole, review the performance of the Chairman of the Company and has assessed the quality, quantity and timelines of flow of information between the Company Management and the Board.

The Independent Directors inter alia discuss the issues arising out of the Committee Meetings and Board discussion including the quality, quantity and timely flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform its duties. In addition to these formal meetings, interactions outside the Board Meetings also take place between the Chairman and Independent Directors.

The Meeting was attended by all the Independent Director as on that date.

iii. Familiarization programmes for the Independent Director

Your Company has formulated Familiarization Programme for all the Independent Directors in accordance with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Schedule IV of the Companies act, 2013 which provides that the Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company etc. through various programs for the purpose of contributing significantly towards the growth of the Company.

They are given full opportunity to interact with senior Management personnel and are provided with all the documents required and/ or sought by them to have a good understanding of the Company, its business model and various operations and the industry of which it is a part.

Pursuant to Regulation 46 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 details of familiarization programme may be accessed on the Company's website at https://bluegod.in/wp-content/uploads/2025/07/FAMILIARIZATION-PROGRAMME-FOR-INDEPENDENT-DIRECTORS-1.pdf

H. INFORMATION PRESENTED AT MEETINGS

The Board business generally includes consideration of important corporate actions and events including:

a) Quarterly and annual result announcements;
b) Oversight of the performance of the business;
c) Board succession planning;
d) Review of the functioning of the Committees and

e) Other strategic, transactional and governance matters as required under the Companies Act, 2013, Listing Regulations and other applicable legislations.

I. INFORMATION SUPPLIED TO THE BOARD

The Board has complete access to all information with the Company; inter alia, the information as required under the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 is regularly provided to the Board as a part of the Board Meeting agenda well in advance of the Board meetings along with comprehensive background information on the items in the agenda to enable the Board to arrive at appropriate decisions. In addition, the Board is kept informed of all major events, including information listed under Part A of Schedule II to the SEBI Listing Regulations.

Based on the agenda, members of the senior leadership are invited to attend the Board Meetings, which brings in requisite accountability and provides developmental inputs.

J. COMPLIANCE REPORTS OF ALL APPLICABLE LAWS TO THE COMPANY

The periodical reports submitted by the Internal Auditors and by the concerned executives of the Company with regard to compliance of all laws applicable to the Company including steps taken by the Company to rectify instances of non-compliances, if any, are reviewed by the Board at regular intervals.

K. EVALUATION OF PERFORMANCE OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

As required under Section 134 (3) (p) of the Companies Act, 2013, and regulation 17 (10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has carried out an annual evaluation of its own performance and that of its Committees and individual Directors.

Evaluation of the Board and its Committees is based on various aspects of their functioning, such as adequacy of the constitution and composition of the Board and its Committees, matters addressed in the meetings, processes followed at the meeting, Board's focus, regulatory compliances and Corporate Governance, etc., are in place. Similarly, for evaluation of individual Director's performance, various parameters like Director's profile, contribution in Board and Committee meetings, execution and performance of specific duties, obligations, regulatory compliances and governance, etc., are considered.

Further, the performance of the Board, its Committees and individual directors was evaluated by the board after seeking inputs from all Directors. The performance of the committees was evaluated by the Board after seeking inputs from the committee members.

As required under Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Board assessed the performance of the Independent Directors, individually and collectively as per the criteria laid down and on an overall assessment, the performance of independent directors was found noteworthy. The Board has therefore recommended the continuances of the Independent Directors on the Board of the Company. The Board has evaluated the performance of the independent directors on the parameters such as Qualification, knowledge, experience, initiate, attendance, concerns for the stakeholders, leadership, team work attributes, effective interaction, willing to speak up, high governance standard, integrity, relationship with management, Independent views and judgement. Further, the Board and each of the Directors had evaluated the performance of each individual director on the basis of above criterion.

The Board of Directors assessed the performance of the Board as whole and committees of the Company based on the parameters which amongst other included structure of the Board, including

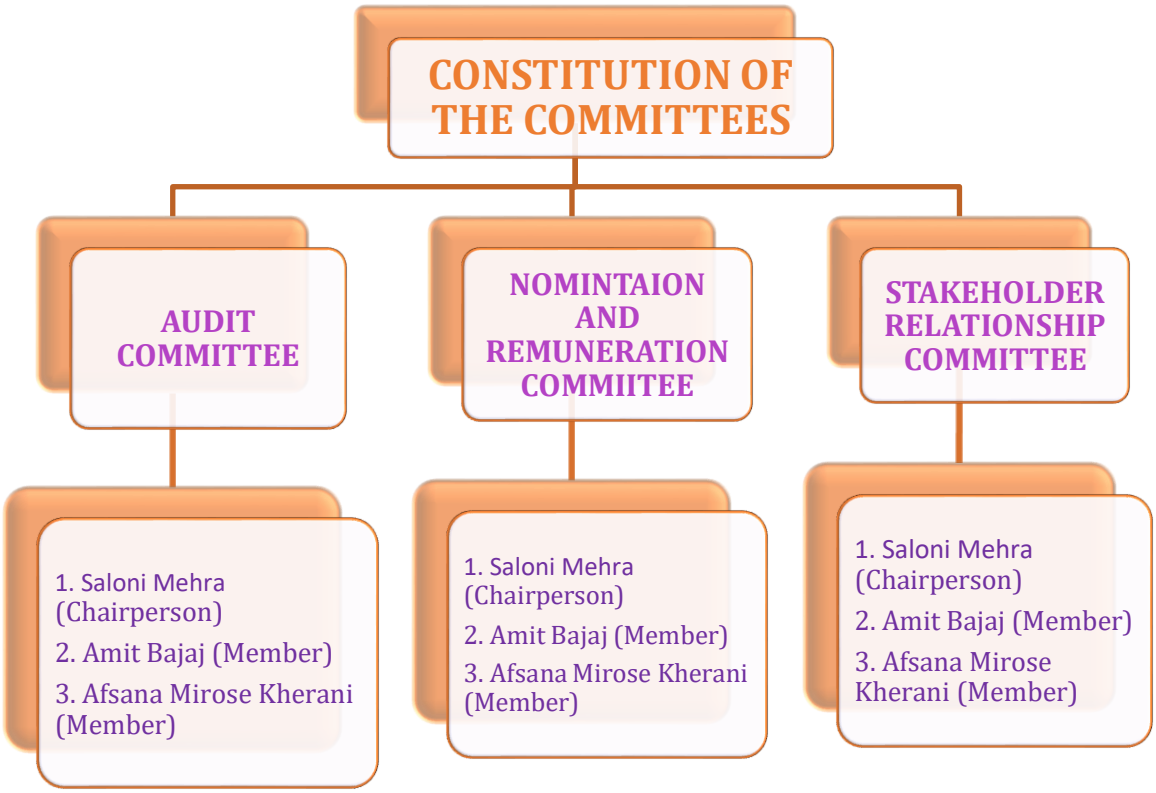
qualification, expectance and competency of the Directors, diversity of the Board and process of appointment; Meeting of the Board, including regularity and frequency, agenda, discussion and dissent, recording of the minutes, functions of the Board, including strategy and performance valuation, corporate culture and value, evaluation of risks, succession plan, focus on the shareholders' value creation, effectiveness of Board process, governance and compliance and meaning full communication, high governance standard, knowledge of business, openness discussion/integrity and information and functioning and quality of relationship between the Board and management.

The nomination and remuneration Committee & Audit Committee has also reviewed and considered the collective feedback of the whole of evaluation process. The Directors were satisfied with the evaluation results which reflected the overall management and effectiveness of the Board and its Committees.

4. COMMITTEES OF THE BOARD:

The Board Committees play a crucial role in the Governance Structure of the Company and have been constituted to deal with specific areas/activities as mandated by applicable regulations, which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by Members of the Board, as part of good governance practices. The Chairperson of the respective Committee informs the Board about the summary of the discussions held in the Committee Meetings. The minutes of the Meeting of all Committees are placed before the Board for review. The Board Committees can request special invitees to join the Meeting, as appropriate.

As on 31st March, 2026, the Board has constituted the following Committees:



The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas of concern for the company.

The Board is responsible for constituting, assigning, co-opting, and fixing the terms of reference of various committees. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance are provided below.

i. Audit Committee

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 entered into with the Stock Exchange(s) read with Section 177 of the Companies Act, 2013 ("Act").

a) Terms of Reference of Audit Committee

The Committee is governed by the terms of reference which are in line with the regulatory requirements mandated by the Act and Listing Regulations.

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling their responsibilities, the Audit Committee was constituted. Majority of the members of the Audit Committee are Independent Directors and have rich experience in the financial/legal sector.

The Audit Committee ensures that it has reviewed each area that it is required to review under its terms of reference and under applicable legislations or by way of good practice. This periodic review ensures that all areas within the scope of the Committee are reviewed.

The terms of reference of Audit Committee are as per Regulation 18 of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 executed with the Stock Exchange(s), read with Section 177 of the Companies Act, 2013 and includes such other functions as may be assigned to it by the Board from time to time. The composition of the Audit Committee also adheres to the provisions of Section 177 of the Companies Act, 2013.

Activities of the Committee during the year	Frequency
Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible	▲ \ ■
Reviewing and examining with Management the quarterly and annual financial results and the Limited Review/Auditor's Report thereon before submission to the Board for approval	▲ \ ■
Reviewing management discussion and analysis of financial condition and results of operations	▲
Recommending the appointment, remuneration and terms of appointment of Statutory Auditors of the Company and approval for payment of any other services	●
Reviewing and monitoring the Statutory Auditor's independence and performance and effectiveness of audit process	■
Reviewing, approving or subsequently modifying any Related Party Transactions in accordance with the Related Party Transaction Policy of the Company	▲
Reviewing the adequacy of internal audit function and the findings of any internal investigations by the internal auditors	▲
Reviewing management letters/letters of internal control weaknesses issued by the Statutory Auditors	▲
Evaluating internal financial controls and risk management systems	▲
Verifying that the systems for internal controls for compliance with SEBI	▲

(Prohibition of Insider Trading) Regulations, 2015 are adequate and are operating effectively	
Reviewing the functioning of the Code of Business Principles and Vigil Mechanism	▲
Scrutiny of Inter-corporate loans and investments.	▲
Discussion with the Statutory Auditors, before the Audit commences, about the nature and scope of Audit as well as post audit discussions to ascertain any area(s) of concern.	■
Carrying out any other function as mentioned in terms of reference of the Audit Committee.	■

The main functions of the Audit Committee, inter-alia, include:

Role(s)/Terms of reference of Audit Committee are:

Annually= ■
Quarterly = ▲
Periodically = ●

All the items listed in Section 177 of the Act and Regulation 18(3) read with Part C of Schedule II of the SEBI (Listing Obligation and Disclosure Requirements) Regulation are covered in terms of reference of the Audit Committee, directly or indirectly.

Further, pursuant to Regulation 18(2) (c) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Audit Committee is empowered to investigate any activity within its terms of reference, seek information it requires from any employee, obtain outside legal or other independent professional advice and secure attendance of outsiders with relevant expertise, if considered necessary.

Apart from the above, the Audit Committee also exercises the role and powers entrusted upon it by the Board of Directors from time to time.

b) Composition of Audit Committee as on March 31,2026

Name	**Category of Directorship**	**Designation in Audit Committee**	**No. of Meetings Attended**
Ms. Afsana Mirose Kherani	Non Executive Non Independent Director	Member	05
Mr. Amit Bajaj	Non-Executive - Independent Director	Member	05
Mrs. Saloni Mehra	Non-Executive - Independent Director	Chairperson	05

c) Meetings of Audit Committee

During the financial year 2025-2026, Seven (7) meetings of Audit Committee were held:

Date	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting*
23-05-2025	3	3	2
21-08-2025	3	3	2
12-11-2025	3	3	2
15-01-2026	3	3	2
20-01-2026	3	3	2
28-02-2026	3	3	2
23-03-2026	3	3	2

ii. Nomination & Remuneration Committee

The Nomination and Remuneration Committee ("NRC") function in accordance with Section 178 of the Companies Act, 2013, read with rules framed thereunder and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

The NRC is responsible for evaluating the balance skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria, ongoing succession planning and for both internal and external appointment including Managing Director.

Further, the Committee is also responsible for formulating policies as to remuneration, performance evaluation, Board diversity, etc. in line with the Act and the SEBI Listing Regulations.

a. Key terms of reference of the committee are:

The roles and responsibilities of the Committee covers the area as specified in the Listing Regulations, Companies Act,2013 and other applicable laws, if any, besides other role and powers entrusted upon it by the Board of Directors from time to time. The roles and responsibilities of the Committee include the following:

Activities of the Committee during the year	Frequency
Determine/recommend the criteria for appointment of Directors, Members of Management Committee and Key Managerial Personnel	●
Identify candidates who are qualified to become Directors and who may be appointed as the member of the Committees, or as a Key Managerial Personnel	●
Evaluate the balance of skills, knowledge and experience on the Board and prepare a description of the role and capabilities required for Independent Director(s)	●
Review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonuses, stock options, pension, etc.	●

Ensure succession planning (including the development of a diverse pipeline for succession) to the Board and the leadership development plans to enhance such succession planning	●
Recommend to the Board, all remunerations, in whatever form, payable to Senior Management	■
Review, appraise and approve such other matter(s) as the board may recommend to it	■

Periodically = ●
Annually = ■

b. Composition of Nomination & Remuneration Committee:

Name	Category of Directorship	Designation in Committee
Ms. Afsana Mirose Kherani	Non Executive Non Independent Director	Member
Mr. Amit Bajaj	Non-Executive - Independent Director	Member
Mrs. Saloni Mehra	Non-Executive - Independent Director	Chairperson

Three (3) meeting of the Committee were held during the year under the review and the same were attended by all the members of Committee.

c. Dates & number of meetings of Nomination and Remuneration Committee held during the year under member's attendance thereon:

Date	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting
21-08-2025	3	3	2
12-11-2025	3	3	2
20-01-2026	3	3	2

d. Performance evaluation criteria for independent directors

The performance evaluation criteria for independent directors is determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, commitment to his/her role towards the company and various stakeholders, willingness to devote time and efforts towards his/her role, high ethical standards, adherence to applicable codes and policies, effective participation and application of objective independent judgment during meetings integrity and maintenance of confidentiality and independence of behaviour and judgment. etc.

On the basis of performance evaluation of Independent Directors, it is determined whether to extend or continue their term of appointment, whenever their respective term expires.

e. Policy on Board Diversity

Pursuant to the provisions of the Companies Act, 2013 and under SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 the Nomination and Remuneration Committee (NRC) of the Company provides a framework for ensuring diversity of the Board members based on factors, such as gender, age, qualifications, professional experience, expertise, skills and ability to add value to the business.

The Policy shall confirm with the following two principles for achieving diversity on its Board:

(a) Decisions pertaining to recruitment, promotion and remuneration of the directors will be based on their performance and competence; an

(b) For embracing diversity and being inclusive, best practices to ensure fairness and equality shall be adopted and there shall be zero tolerance for unlawful discrimination and harassment of any sort whatsoever.

In order to ensure a balanced composition of executive, non-executive and independent directors on the Board, the Company shall consider candidates from a wide variety of background.

iii. Stakeholders' Relationship Committee

In compliance with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the stakeholder Relationship Committee (SRC) looks into various aspects of interest of stakeholders.

The role of Stakeholders' Relationship Committee includes resolving the grievances of Shareholders, ensuring expeditious share transfer process in line with the proceedings of the Share Transfer Committee, evaluating performance and service standards of the Registrar and Share Transfer Agent (RTA) of the Company.

The Committee has periodic interactions with the representatives of the RTA of the Company. Over the last few years, SEBI, the capital market regulator has issued guidelines and undertaken a number of measures for raising industry standards for RTA to facilitate effective shareholder service. In order to ensure compliance with various guidelines and measures issued by SEBI to improve investor services, the Committee invites the representatives of the RTA to join the Committee Meeting for sharing an update on the steps and actions taken by them. The Committee also invites Shareholders for interactions during the meeting to get a direct feedback on investor service.

The Committee ensures cordial investor relation and oversees the mechanism for redressal of investor's grievances. The term of references shall inter alia include:

- Resolving the grievances of the security holders of the entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
- Review of measures taken for effective exercise of voting rights by shareholders of the Company;

- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of the company.
- Initiatives for registration of e-mail IDs, PAN & Bank mandates and demat of shares;
- Review shareholding distribution;
- Review movement in shareholding pattern;
- Comparative details on demat and physical holding.
- Monitor expeditious redressal of Investors' grievances;
- Consider all matters related to all security holders of the Company
- In addition, the Committee looks into other issues including status of dematerialization/ re-materialization of shares, transfer/transmission as well as systems and procedures followed to track investor complaints and suggest measures for improvement from time to time.
- During the year 2025-26, the Committee met on 12th November, 2025 and 20th January, 2026, and oversees the performance of the Registrar and Share Transfer Agent and recommends measures for overall improvement in quality of investor service. The Committee also looks into redressal of shareholder's/investors complaints.

a) Composition of Stakeholders' Relationship Committee:

Name	Category of Directorship	Designation
Ms. Afsana Mirose Kherani	Non Executive- Non Independent Director	Member
Mr. Amit Bajaj	Non-Executive - Independent Director	Member
Mrs. Saloni Mehra	Non-Executive - Independent Director	Chairperson

b) Dates & number of meetings of Stakeholders' Relationship Committee held during the year under member's attendance thereon:

Date	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting
12-11-2025	3	3	100
20-01-2026	3	3	100

c) Name and designation of Compliance Officer

Ms. Sweety Purohit
Company Secretary & Compliance Officer,
(Resigned w.e.f 07th August, 2026)

Ms. Pratiksha Bhandari
Company Secretary & Compliance Officer,
(Appointed w.e.f 17th August, 2026)
41-42, 2nd Floor, PU4, Scheme No. 54, Vijay Nagar, Indore,
Madhya Pradesh – 452010
Ph. No: 7383380911
Email Id: hello@bluegod.in

d) Status of Investor Complaint

Status of Investor Compliant as on March 31, 2026 as reported under Regulation 13(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 is as under:

Compliant pending as on April 01, 2025	Nil
Received during the year	Nil
Resolved during the year	Nil
Pending as on March 31, 2026	Nil

5. SENIOR MANAGEMENT:

Mr. Nitin Ashokkumar Khanna is Chief Financial officer of the Company.

There has been no change in the senior management personnel excluding the Board of Director of the Company.

6. REMUNERATION POLICY:

Pursuant to the provisions of the Companies Act, 2013 and under the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the remuneration policy is framed and adopted.

Remuneration policy of the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. Our business model promotes customer centricity and requires employee mobility to address project needs.

The remuneration policy supports such mobility through pay models that are compliant to local regulations. In each country where the Company operates, the remuneration structure is tailored to the regulations, practices and benchmarks prevalent in the IT industry.

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, decides the commission payable to the Managing Director and the Executive Directors out of the profits for the financial year and within the ceilings prescribed under the Act, based on the Board evaluation process considering the criteria such as the performance of the Company as well as that of the Managing Director and each Executive Director.

The Broad objectives of the Policy are:

i. To lay down criteria for identifying persons who are qualified to become Directors and who may be appointed in senior management of the Company in accordance with the criteria laid down;

ii. To lay down criteria for determining qualification, positive attributes and Independence of a Director;

iii. To lay down criteria relating to remuneration of directors, key managerial personnel and other employees;

iv. To retain, motivate and promote exceptional talent and to ensure long term sustainability of the talented managerial persons and create competitive advantage;

v. To promote and welcome diversity, equal opportunities and gender mix in the Board composition with due recognition and weightage to the skills, experience and business acumen of the directorship candidatures.

Particulars of Directors' Remuneration during the financial year 2025-26:

Company has not paid any remuneration to the directors of the company during the year ended March 31, 2026.

7. GENERAL BODY MEETINGS:

The concise details of Annual General Meetings held during the previous three years are as under:

a) Annual General Meetings:

AGM	Year	Date, Day and Time	Venue	Brief Description of Special Resolution
41st	**2024-25**	23rd September, 2025 at 12:00 P.M	Through Video Conferencing (VC)/Other Audio Visual Means (OAVM) deemed venue registered office of the Company	Special Resolution were passed in the meeting are as follows: 1. Approval to Advance Loan(s), to Give any Guarantee(s) and/or to provide any Security(ies) under Section 185 of the Companies Act, 2013. 3. To increase in Threshold of Loans/ Guarantees, Providing of Securities and making of Investments in Securities under Section 186 of the Companies Act, 2013. 4. Increase in limit of Total Shareholding of all Registered Foreign Portfolio Investors (FPIS) / Registered Foreign Institutional Investors (FIIS) put together up to 49% of the Paid-up Equity Share Capital of the Company.
40th	**2023-24**	28th September, 2024 at 02:00 P.M.	Through Video Conferencing (VC)/Other Audio Visual Means	Special Resolution were passed in the meeting are as follows: 1. To regularize the appointment of Ms. Afsana Mirose Kherani as

			(OAVM) deemed venue registered office of the Company	Director of the Company. 2. To regularize the appointment of Ms. Saloni Mehra as Independent Director of the Company. 3. To regularize the appointment of Mr. Amit Bajaj as Independent Director of the Company. 4. To Change The Name Of The Company From Indra Industries Limited To Bluegod Entertainment Limited Or Any Other Name Subject To Approval Of Ministry Of Corporate Affairs And Any Other Regulatory Authorities.
39th	**2022-23**	20th September, 2023 at 12:30 P.M.	Through Video Conferencing (VC)/Other Audio Visual Means (OAVM) deemed venue registered office of the Company	1 Special Resolution was passed in the meeting for the re-appointment of Mr. Virendraa K Jain (DIN: 00326050) as Managing Director of the Company.

b) Postal Ballot

I. During FY 2025-26, the Company sought the approval of the shareholders by way of postal ballot, through notice dated March 17th, 2025, on the following Resolution(s):

S. No.	Description of Resolution
1.	Increase in authorized share capital of the company and consequent alteration in capital clause of the memorandum of association of the company.

The above Resolution(s) were passed with requisite majority.

The Board of Directors had appointed M/s Vishakha Agrawal & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner. The voting period for remote e-voting commenced on Friday, March 21st, 2025 (from 9.00 AM) and end on Saturday, April 19th 2025 (till 5.00 p.m.).

The consolidated report on the result of the postal ballot through remote e-voting for approving aforementioned resolutions was provided by the Scrutinizer on 19th April 2025.

II. During FY 2025-26, the Company sought the approval of the shareholders by way of postal ballot, through notice dated 16th July, 2025, on the following Resolution(s):

S. No.	Description of Resolution
1.	Sub-division (stock split) of every 1 (One) equity share of face value of Rs. 10.00/- each into 10 (Ten) equity shares of Face Value of Rs. 1/- each
2.	To consider and approve alteration of Capital Clause of the Memorandum of Association of the Company

All the above Resolution(s) were passed with requisite majority.

The Board of Directors had appointed M/s Vishakha Agrawal & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner. The voting period for remote e-voting commenced on Tuesday, 22nd July, 2025 (from 9.00 A.M) and ended on Wednesday, 20th August, 2025 (till 5.00 P.M.)

The consolidated report on the result of the postal ballot through remote e-voting for approving aforementioned resolutions was provided by the Scrutinizer on 20th August 2025.

III. During FY 2025-26, the Company sought the approval of the shareholders by way of postal ballot, through notice dated 20th January, 2026, on the following Resolution(s):

S. No.	Description of Resolution
1.	Increase in authorized share capital of the company and consequent alteration in capital clause of the memorandum of association of the company.

The above Resolution(s) were passed with requisite majority.

The Board of Directors had appointed M/s Vishakha Agrawal & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner. The voting period for remote e-voting commenced on Thursday, January 23, 2026 (from 9.00 AM) and end on Friday, 21st February, 2026 (till 5.00 P.M.).

The consolidated report on the result of the postal ballot through remote e-voting for approving aforementioned resolutions was provided by the Scrutinizer on 23rd February 2026.

Procedure for Postal Ballot:

The Postal Ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and its General Circular Nos. 11/2022 10/2022, 03/2022, 20/2021, 10/2021, 39/2020, 33/2020, 22/2020, 20/2020, 17/2020 and 14/2020 dated 28thDecember, 2022, 05thMay, 2022, 14th December, 2021, 08thDecember, 2021, 23rdJune, 2021, 31stDecember, 2020, 28th September, 2020, 15thJune, 2020, 05thMay, 2020, 13thApril, 2020 and 08thApril, 2020 respectively (collectively referred to as "MCA Circulars") issued by Ministry of Corporate Affairs.

8. MEANS OF COMMUNICATION

- **Financial Results**: The quarterly/half-yearly/annual financial results are published within the timeline stipulated under SEBI ListingRegulations. The results are uploaded on BSE portal within stipulated time period. The financial results of the Company are published in widely circulated national dailies such as:

  1st Quarter ended on 30th June, 2025- Free press and Chautha Sansar
  2nd Quarter ended on 30th September, 2025- Free press and Chautha Sansar
  3rd Quarter ended on 31st December, 2025- Free press and Chautha Sansar
  4th Quarter and Year ended March 31, 2026- Free press and Chautha Sansar
  They are also available on the website of the Company at www.bluegod.in

- **Newspapers wherein results normally published:** The financial results of the Company are published in widely circulated national dailies such as Free press and Chautha Sansar

- **Any website, where displayed:** The results of the Company are displayed on the Company's website: www.bluegod.in

9. COMPANY WEBSITE:

Comprehensive information about the Company, its business and operations can be reviewed on the Company's website www.bluegod.in

10. GENERAL SHAREHOLDER INFORMATION:

a) Annual General Meeting (Date, Time & Venue)	Saturday 26th September, 2026: Time: 03:00 PM Through Video Conferencing/ Other Audio-Visual Mode
b) Financial Year	1st April 2025 to 31st March 2026
c) Financial Calendar 2025-26 (Tentative & Subject to Change)	1. First Quarter results i.e June 30, 2025 – 12-08-2025 2. Second Quarter results i.e September 30, 2025 – 12-11-2025. 3. Third Quarter results i.e December 31, 2025 – 15-01-2026 4. Audited yearly results for the year March 31, 2026 – 04-07-2026
d) Date of Book Closure	Sunday, 20th September, 2026 to Saturday, 26th September, 2026
e) Dividend Record (Last three years)	Financial Year 2025-2026 - NIL Financial Year 2024-2025 - NIL Financial Year 2023-2024- NIL
f) Dividend Payment date for FY 2024-25	Your Company has not declared dividend
g) Listing on Stock Exchanges	Shares of the Company are listed on BSE Limited w. e f 5th June, 2015 BSE: Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001
h) Scrip Code	539175
i) ISIN NO.	INE924N01024

Registrar & Transfer Agents (both for Electronic & Physical Segment)

As per Regulation 7 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 Every Listed Entity is required to appoint Share transfer agent. Accordingly,

Purva Sharegistry (India) Pvt. Ltd shall continue to act as the Registrar and Share Transfer Agent of the Company.

Purva Sharegistry (India) Pvt. Ltd
Address: 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (East), Mumbai, Maharashtra, 400011.

Share Transfer Systems

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form.

Pursuant to SEBI Circular dated January 25, 2022, the listed companies shall issue the securities in dematerialized form only, for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition, etc. After processing the service request, a letter of confirmation will be issued to the shareholders and shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing those shares. If the shareholders fail to submit the dematerialisation request within 120 days, then the Company shall credit those shares in the Suspense Escrow Demat account held by the Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation.

Shareholding Pattern of the Company as on March 31, 2026:

Category	No. of Shareholders	No. of Shares	%
Promoters	0.00	0.00	0.00
Public	15621	653631132	100.00
Total	**15621**	**653631132**	**100.00**

Shareholding Pattern of the Company as on June 30, 2026:

Category	No. of Shareholders	No. of Shares	%
Promoters	0.00	0.00	0.00
Public	17080	653631132	100.00
Total	**17080**	**653631132**	**100.00**

j) Reconciliation of Share Capital audit

Reconciliation of Share Capital Audit is conducted on quarterly basis by a Qualified Practicing Company Secretary to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Service Limited (CDSL) with the total issued and listed Capital. The Reports are placed before the Board of Directors for its perusal and are submitted to the concerned Stock Exchanges where the shares of the Company are listed for trading. The said report confirms that the total issued and listed capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

k) Dematerialization of Shares

The Company's shares are available for dematerialisation on both the depositories viz. National Securties Depository Ltd. (NSDL) and Central Depository Service Ltd. (CDSL).

(i) Dematerialization of Shares as on 31st March, 2026

Particular Dematerialization	Number of Shares	Percentage (%)
CDSL	37,61,14,022	57.54%
NSDL	26,43,17,510	40.44%
Physical	1,31,99,600	2.02%
Total:	**65,36,31,132**	**100.00**

(i) Dematerialization of Shares as on 30th June, 2026.

Particular Dematerialization	Number of Shares	Percentage (%)
CDSL	30,86,03,873	47.21%
NSDL	33,18,27,659	50.77%
Physical	1,31,99,600	2.02%
Total:	**65,36,31,132**	**100.00**

l) Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity;

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2025, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

m) Address for Correspondence - 41-42, 2nd Floor, PU4, Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh – 452010.

n) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

o) Credit Rating:

The Company has not availed any credit Rating facility during the year. The Company does not have any fixed deposit programme nor has any proposal involving mobilization of funds in India or abroad.

p) Other Disclosures

S.No	Particulars	Statutes	Details	Website Link for details
a)	**Disclosure of Related Party Transactions**	Regulation 23 of SEBI (LODR) Regulations, 2015	During the Financial Year 2024-25, there were no materially significant related party transactions of the company of material nature, with promoters, the Directors or Management or relatives etc. that may have potential conflict with the interests of Company at large. A confirmation as to compliance of Related Party Transactions as per Listing Regulation is also sent to the Stock Exchange after the publication of standalone financial result for the half year ended March 31, 2025. Transactions with related parties are disclosed in Note no. 3.5 of the Financial Statements.	The Company has formulated a policy on related party transactions in terms of Regulation and the same is available on the website of the Company at https://bluegod.in/wp-content/uploads/2025/07/POLICY-FOR-RELATED-PARTY-TRANSACTIONS.pdf
b)	**Details of Compliances/ Non compliances by the Company with applicable Laws**	Regulation 33 of SEBI (LODR)	Regulation 33 Non-submission of the financial results within the period prescribed under this regulation Fine imposed of Rs 1,71,100/-	NA
c)	**Establishment of Vigil Mechanism/Whistle Blower Mechanism**	Regulation 22 of SEBI Listing Regulations	A Vigil Mechanism/Whistle Blower policy as recommended by the Audit Committee has been adopted by the Board of Directors of the Company. The policy provides a formal mechanism for all employees of the Company to approach the Chairman of the Audit Committee of the Company and no personnel has been denied access to the	Your Company has in place a whistle Blower Policy as part of vigil mechanism which can be accessed at https://bluegod.in

			audit committee and make protective disclosures about the unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct. The disclosures reported are addressed in the manner and within the time frames prescribed in the policy. Under the policy, each employee has an assured access to the Ethics Chairman of the Audit Committee.	
d)	**Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause**		The Company has complied with all the applicable mandatory requirements as specified in the SEBI(Listing Obligation and Disclosure Requirements) Regulation, 2015 and the non-mandatory have been adopted to the extent and in the manner as stated under the appropriate headings detailed elsewhere in this report.	https://bluegod.in
e)	**Web link where policy for determining material subsidiaries is disclosed**	Regulation 24 of SEBI (LODR) 2015	Company do not have any subsidiary, therefore the Company is not required to make a policy for determining material subsidiary.	NA
f)	**Proceeds from the public issue/rights issue/preferential issues etc**		There was right issue made by the Company during the financial year 2025-26	https://bluegod.in
g)	**Certificate from Company Secretary in Practice regarding disqualification of Directors**		The certificate from Practicing Company Secretary issued as per requirements of Listing Regulations, confirming that none of the Directors in the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of Companies by SEBI/ Ministry of Corporate Affairs or any such statutory authority is attached to this Report. The requisite certificate is annexed as **Annexure- A.**	NA
h)	**Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2018**	Section 134 of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014	1. Number of complaints filed during the financial year: NIL 2. Number of complaints disposed of during the financial year: NIL 3. Number of complaints pending as on end of the financial year: NIL	https://bluegod.in

q) Other Disclosures

a) There were no instances where the Board had not accepted any recommendation of any committee during the financial year.

b) Fees to Statutory Auditors

Total fees for all services paid by the listed entity to the statutory auditor are mentioned in Notes to Accounts.

c) Disclosure on compliance with Corporate Governance Requirements specified in Listing Regulations:

The Company has complied with the requirements of Part C (corporate governance report) of sub-paras (2) to (10) of Schedule V of the Listing Regulations.

d) Adoption of Mandatory and discretionary requirements of the Corporate Governance as specified in the Listing Regulation 17 to 27 and Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

The Company has complied with all the requirements of the Corporate Governance with respect to Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

e) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries: There were no subsidiaries of the Company during the year under the review.

f) Disclosure of loan and advances in the nature of loan to firms/ companies in which directors are interested by name and amount: During the year under the year under the review no loan and advances has been given by the company to the firms/Companies in which Directors are interested.

g) Disclosure of Accounting Treatment

The Ministry of Corporate Affairs (MCA), vide its notification in the official gazette dated February 16, 2015, notified the Indian Accounting Standards (IND AS) applicable to certain classes of Companies. INDAS has replaced the existing Indian GAAP prescribed under section133 of the Companies (Accounts) Rules, 2014.

The Company has adopted Indian Accounting Standards ("Ind AS") from April 01, 2017 (transition date to IND AS is April 01,2016) and the financial Statements have been prepared in accordance with recognition and measurement principal of Indian Accounting Standards ("IND AS") as prescribed under the Companies (Indian Accounting Standards) Rules, 2015, as specified in section 133 of the Companies Act, 2013. The Annual Accounts for the year ended March 31, 2025 have been prepared in accordance to Indian Accounting Standard (IND AS).
There is no explanation required to be given by the management, as per Regulation 34(3) read Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

h) Management & Discussion Analysis Report:

The comprehensive Management & Discussion Analysis Report has been enclosed with this report.

i) Affirmed compliance with the code of conduct of board of directors and senior management

The Company has a well-defined policy framework which lays down procedures to be followed by the employees for ethical professional conduct. The code of conduct has been laid down for all the board members and senior management of the Company.

The Board of Directors has adopted the Code of Conduct applicable to Directors and to Senior Management Personnel of the Company.

The Company has obtained declarations from all its Directors and Senior Management Personnel affirming their compliances with the applicable Code of Conduct. The declaration by the Chief Executive Officer under Schedule V sub-clause (D)of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 affirming compliance of the Code of Conduct by all members of the Board and the Senior Management Personnel for the year ended 31st March, 2026 is attached to this Corporate Report. The declaration received has been attached as **Annexure –IV** to this report.

The code has also been displayed on the Company's website https://bluegod.in/wp-content/uploads/2025/07/Code-Of-Conduct.pdf

j) Compliance Certificate from Practicing Company Secretary on Corporate Governance

As required under **Schedule V sub-clause (E) and Regulation 34 (3)** of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Certificate from Practicing Company Secretary is annexed and forms part of this Annual Report as **Annexure -B**

k) Disclosure regarding appointment/re-appointment of directors

Brief Details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard-2 on the General Meeting in respect of the Director seeking reappointment at Annual General Meeting is annexed and forms integral part of the notice of the Annual General Meeting. The director has furnished the requisite consent/declaration(s) for his reappointment.

l) Code for Prevention of Insider Trading Practices

In compliance with SEBI's regulations on Prevention of Insider Trading, the Company has instituted a comprehensive Code of Conduct for its Directors and Designated Employees. The code lays down guidelines which advise them on procedure to be followed and disclosures to be made while dealing with shares of the Company and cautioning them of consequences of violations.

Based on the recent amendments in the SEBI (Prevention of Insider Trading Regulations), 2015, the company has revised the "Code of Conduct for Prevention of Insider Trading" of the Company. Company Secretary is the Compliance Officer for the purpose of this code. During the year, there has been due compliance with the code by the Company and all insiders and requisite disclosures were made to the Stock Exchanges from time to time.

The Company has now adopted the new amended SEBI's(Prevention of Insider Trading) Regulations, 2015 duly approved by the Board of Directors at its meeting in term of which the Code of Practices Procedure for fair disclosure unpublished price sensitive information and the Code of Internal procedure and conduct for regulation, monitor and report of trading in the Securities for the designated employees and the connected persons have been adopted and have been posted on the Company's website https://bluegod.in/wp-content/uploads/2025/07/CODE-OF-FAIR-DISCLOSURE-AND-CODE-OF-CONDUCT-FOR-PREVENTION-OF-INSIDER-TRADING_IMEC-2021.pdf

m) Risk Management

The Company has adopted a Risk Management Policy. It has laid down the procedures to inform the Board members about potential risks, their assessment and control. These procedures are periodically reviewed to ensure that the executive management controls risks by means of properly defined framework of policies and strategies.

The Company also has a system of Internal Audit and the Internal Auditors report directly to the Audit Committee of the Company.

The Company has complied with all the mandatory requirements stipulated under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Company has also adopted non-mandatory requirements to the extent and in the manner as stated under the appropriate headings detailed elsewhere in this report.

n) Disclosure on demat Suspense Account/unclaimed Suspense Account

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disclose the details with respect to Demat Suspense Account/Unclaimed Suspense Account in its annual report, as long as there are shares in the unclaimed suspense account. There are no shares of the Company which lying in the demat suspense Account and Unclaimed Suspense Account.

o) The SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, vide its Regulation 46(1) stipulated that the company should maintain a functional website containing the basic information about the company and to update the contents of the said website periodically. In pursuance to this clause, the Company updates its website with all relevant information as envisaged in the said regulation and as per the provision of the companies Act,2013. The website of the company may be accessed at www.bluegod.in

p) Green Initiative in the Corporate Governance by the Ministry of Corporate Affairs

The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circulars stating that the service of official documents by a company to its members can be made through electronic mode.

To support this green initiative of the Government in full measure, all the members are requested to register/update their email IDs with their depository participants, in case shares are held in electronic mode, to ensure that Annual Report and other documents reach them at their preferred email IDs and, where the shares are held in physical mode, members are requested to get their email IDs updated in the records of the company.
All the official documents including Annual Report of the Company, circulated to the Members of the Company through electronic mode, will be made available on the Company's website www.bluegod.in

q) SEBI Complaints Redress System (SCORES)

The Company processes the investors' complaints received by it through a computerized complaints redressal system. The salient features of this system are computerized database of all the inward receipts and action taken on them, online submission of Action Taken Reports (ATRs) along with supporting documents electronically in SCORES. The investors' can view online the current status of their complaints submitted through SEBI Complaints Redress System (SCORES).

r) Discretionary Requirements

As required under Regulation 27(1) read with Part –E of Schedule II the details of discretionary requirements are given below:

I. The Board

The Company has not set up any office for the Non-executive Chairman and no reimbursement of expenses is incurred in the performance of his duties.

II. Shareholders Rights

The half yearly financial un-audited results of the Company after being subjected to a Limited Review by the Statutory Auditors are published in newspapers and on the Company's website www.bluegod.in

These results are not sent to shareholders individually.

III. Modified Opinion(s) in Audit Report

M/S S D P M & CO Chartered Accountants, Statutory Auditors of the Company have issued an Audit Report with an modified opinion on the Audited Financial Results of the Company for the quarter and year ended March 31, 2026.

The Audited Financial Results for the quarter and year ended March 31, 2026 along with Audit Report and Statement of Impact of Audit Qualifications are forming part of Annual Report, enclosed herewith.

IV. Reporting of Internal Auditor

The Internal Auditor reports directly to the Audit Committee.

s) Information disclosed under clause 5A of paragraph A of Part A of Schedule III of these regulations:

No such agreement has been entered by the listed entity that will impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity.

By the order of the Board of Directors
For STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)

Sd/-	**Sd/-**
Nitin Ashokkumar Khanna	**Afsana Mirose Kherani**
Managing Director	**Non - Executive Non-Independent Director**
(DIN: 09816597)	**(DIN: 09604693)**

Place: Indore
Date: 03.09.2026

ANNEXURE –A

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members
STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)
CIN: L46201MP1984PLC002592
41-42, 2nd Floor, PU4, Scheme No. 54,
Vijay Nagar, Indore (M.P.) – 452010.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **STARBEAM VENTURES LIMITED (Formerly Known as Bluegod Entertainment Limited),** having **CIN: L46201MP1984PLC002592** and having registered office at 41-42, 2nd Floor, PU4, Scheme No. 54, Vijay Nagar, Indore (M.P.) – 452010 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI) and Ministry of Corporate Affairs, or any such other Statutory Authority.

Details of the Directors

S. No	Name of Director	DIN No	Date of Appointment in Company*
1.	Ms. Afsana Mirose Kherani	09604693	29-04-2024
2.	Mr. Nitin Ashokkumar Khanna	09816597	29-04-2024
3.	Mrs. Saloni Mehra	10062907	07-05-2024
4.	Mr. Amit Bajaj	10122918	07-05-2024

*the date of appointment is as per the MCA portal.

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

For Vishakha Agrawal & Associates
Practising Company Secretaries

CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
P.R. No. 2575/2022
UDIN: A039298H001369968

Place: Indore
Date: 03.09.2026

ANNEXURE -B

CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE

To
The Members of
STARBEAM VENTURES LIMITED
(Formerly Known As Bluegod Entertainment Limited)
CIN: L46201MP1984PLC002592
41-42, 2nd Floor, PU4, Scheme No. 54,
Vijay Nagar, Indore (M.P.) - 452010

1. This report contains details of compliance of conditions of corporate governance by **Starbeam Ventures Limited (Formerly Known as Bluegod Entertainment Limited)** ('the Company') for the year ended 31st March, 2026 as stipulated in regulation 17-27, clause (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ('Listing Regulations') pursuant to Listing Agreement of the Company with Stock Exchanges.

Management's Responsibility for compliance with the conditions of Listing Regulations

2. The compliance with the terms and conditions contained in the corporate governance is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents.

Auditor's Responsibility

3. Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

4. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31st March, 2026.

5. We conducted our examination in accordance with the Guidance Note on Corporate Governance Certificate issued by the Institute of Company Secretaries of India (ICSI)

Opinion

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

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

Restriction on use

8. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For Vishakha Agrawal & Associates
Practising Company Secretaries

CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
P.R. No. 2575/2022
UDIN: A039298H001369990

Place: Indore
Date: 03.09.2026

ANNEXURE III

Compliance Certificate To The Board Pursuant To Regulation 17(8) Of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

To
Board of Directors
STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)

I, the undersigned, in our respective capacities as Chief Financial Officer of Starbeam Ventures Limited (Formerly Known as Bluegod Entertainment Limited) (the company), to the best of our Knowledge and belief certify for the financial year ended 31st March, 2026 that:

(a) I have reviewed the IND-AS financial statements and the cash flow statement for the year ended 31st March, 2026 and that to the best of our knowledge and belief.

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) I further state that to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

(c) I accept the responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) I have indicated to the auditors and the Audit committee

(i) Significant changes in internal control over financial reporting during the year;
(ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
(iii) That no instances of significant fraud have come to our notice.

By the order of the Board of Directors
For STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)

Sd/-
Nitin Ashokkumar Khanna
Managing Director & Chief Financial Officer

Place: Indore
Date: 03.09.2026

ANNEXURE IV

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. The Code of Conduct as adopted is available on the Company's website. I confirm that the Company has in respect of the Financial Year ended March 31, 2026, received from the senior management team of the Company and the Members of the Board, a declaration of compliance with the code of conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the President, Sr. Vice Presidents and Vice President Cadre as on March 31, 2026.

By the order of the Board of Directors
For STARBEAM VENTURES LIMITED
(Formerly Known as Bluegod Entertainment Limited)

Sd/-
Nitin Ashokkumar Khanna
Managing Director

Place: Indore
Date: 03.09.2026

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. INDUSTRY STRUCTURE AND DEVELOPMENTS

Global Growth:

The global economy demonstrated resilience during FY 2025–26 despite persistent geopolitical tensions, trade policy uncertainties, elevated borrowing costs and disruptions in commodity markets. According to the World Bank, global economic growth was estimated at **2.9% in 2025** and is projected to moderate to **2.5% in 2026**.

Growth across economies remained uneven, with emerging market and developing economies continuing to record stronger growth than advanced economies. However, the outlook remains subject to significant external risks, including geopolitical developments, changing trade policies and volatility in energy and commodity prices.

The global economy continued to benefit from private-sector adaptability, technology-led investment and resilient domestic demand in several major economies. At the same time, changing trade patterns, supply-chain adjustments and policy uncertainty continued to influence international trade and investment flows.

South Asia remained one of the fastest-growing regions globally. The World Bank projects regional growth at **6.3% in 2026**, although this represents a moderation from the estimated 7.0% growth in 2025

Inflation:

Global inflation remained a key area of concern during FY 2025–26. While inflationary pressures had moderated in several economies, renewed increases in energy and commodity prices during 2026 have contributed to a reversal in the disinflationary trend.

The World Bank estimates global inflation at approximately 3.3% in 2025 and expects it to rise to around 4.0% in 2026, primarily due to higher energy and commodity prices and disruptions in global supply chains.

Central banks across major economies continued to balance the objectives of maintaining price stability while supporting economic activity. The persistence of inflationary pressures is expected to influence monetary policy, borrowing costs and investment decisions globally.

Risks & Policy Backdrop:

The global economic outlook continues to be influenced by geopolitical conflicts, trade restrictions, energy-market disruptions, elevated commodity prices and financial-market volatility. These factors may affect global trade, investment flows, production costs and business confidence.

The outbreak and continuation of geopolitical tensions in the Middle East have increased uncertainty around energy supplies and commodity prices. The World Bank has highlighted that a prolonged disruption to energy supplies could further weaken global growth and intensify inflationary pressures.

Trade policy uncertainty and changing tariff structures continue to influence global supply chains and investment decisions. Businesses are increasingly focusing on supply-chain diversification, operational efficiency and greater resilience against external disruptions.

B. INDIAN ECONOMY OVERVIEW (FY 2025–26)

India continued to remain among the fastest-growing major economies in the world, supported by resilient domestic demand, strong investment activity and continued expansion across key sectors of the economy.

i. Real GDP growth for FY 2025–26 was estimated at 7.8%, according to the latest estimates released by the Ministry of Statistics and Programme Implementation (MoSPI). The growth reflects the continued resilience of the Indian economy amid global economic and geopolitical uncertainties.

ii. Economic activity remained broad-based, with services, manufacturing, construction and domestic consumption continuing to contribute significantly to overall economic growth. The Economic Survey 2025–26 highlighted India's strong growth momentum and continued expansion in productive capacity.

iii. Manufacturing activity strengthened during FY 2025–26, with manufacturing GVA recording robust growth during the first and second quarters of the year. The improvement reflects stronger industrial activity, domestic demand and investment-led expansion.

iv. The services sector continued to remain a key driver of economic activity, supported by information technology, financial services, professional services, trade, transport and other business services.

v. India's exports of merchandise and services reached a record level of approximately US$863.11 billion during FY 2025–26, compared with US$825.26 billion in FY 2024–25, registering growth of approximately 4.59%. Merchandise exports were approximately US$441.78 billion, while services exports were approximately US$421.32 billion.

vi. Domestic consumption remained an important pillar of growth, supported by improving household demand, rural activity, infrastructure development and continued government expenditure.

vii. Inflation remained relatively contained for a significant part of FY 2025–26. The moderation in inflationary pressures supported household purchasing power and provided greater flexibility for monetary and economic policy. However, food prices, energy costs and global commodity-price movements continued to remain important factors requiring monitoring.

viii. Government expenditure on infrastructure, connectivity, manufacturing capacity and other capital-intensive projects continued to support economic activity and create a favourable environment for private-sector investment.

ix. India continued to strengthen its position in global trade through diversification of export markets, expansion of services exports and greater integration with international supply chains. The country's recent trade agreements and increasing market access also supported export opportunities.

x. Despite the positive growth outlook, the Indian economy remained exposed to external risks including geopolitical tensions, global trade uncertainties, commodity-price volatility, changes in tariff structures and fluctuations in global financial conditions.

xi. Going forward, India's growth prospects are expected to remain supported by strong domestic demand, infrastructure investment, manufacturing expansion, digitalisation, technological advancement and the continued growth of the services sector.

C. EXTERNAL ENVIRONMENT & RISKS (FY 2025–26)

- The global economic environment during FY 2025–26 remained challenging, with geopolitical tensions, trade-policy uncertainty, elevated energy prices and disruptions in global supply chains affecting international trade, investment and business sentiment.
- Despite these headwinds, the global economy demonstrated resilience. The IMF estimated global economic growth at 3.5% in 2025, supported by resilient domestic demand and strong technology-related investment. However, global growth is projected to moderate to 3.0% in 2026, reflecting the impact of geopolitical tensions and higher energy costs.
- India continued to remain one of the fastest-growing major economies, supported by strong domestic consumption, services activity, investment and improving economic fundamentals. The latest official Indian estimate places India's real GDP growth at approximately 7.8% for FY 2025–26.
- The external environment remained exposed to significant downside risks, including prolonged geopolitical conflicts, volatility in crude oil and other commodity prices, changing tariff and trade policies, supply-chain disruptions and tightening global financial conditions.
- Rising energy prices remained a particular risk for energy-importing economies. Higher crude oil prices can increase transportation and production costs, exert pressure on inflation and widen external-sector vulnerabilities.
- Global inflationary pressures also remained a concern. According to the IMF's July 2026 update, global headline inflation was estimated at 4.1% in 2025 and is projected to increase to 4.7% in 2026, reflecting higher energy and food prices.
- Global trade growth is expected to moderate as the effects of tariffs, trade restrictions and adjustments in global supply chains become more pronounced. At the same time, investment in artificial intelligence, digitalisation and technology continued to provide an important source of economic resilience.

Key Table: FY 2025–26 Economic Summary

Economy / Region	GDP Growth (%)	Inflation (%)
World	3.0	4.7
Advanced Economies	1.7	2.6
Emerging Market & Developing Economies	3.8	5.5
United States	2.3	3.0
Eurozone	0.9	2.9
China	4.6	1.2
India	7.8	1.7

D. CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates; changes in the Government regulations; tax laws and other statutes and incidental factors.

MEDIA AND ENTERTAINMENT INDUSTRY

The Indian Media and Entertainment (M&E) industry is a sunrise sector for the economy and is making significant strides. The increasing availability of fast and cheap internet, rising incomes, and increasing purchases of consumer durables have significantly aided the industry. India's media and entertainment industry are unique as compared to other markets. The industry is well known for its extremely high volumes and rising Average Revenue Per User (ARPU).

India is rapidly emerging as a global creative powerhouse, driven by its talent pool, cultural richness, and technological advancements. According to the EY report titled "A Studio Called India", the country's media infrastructure is expanding, with animation and VFX costs in India being 40% to 60% lower than in the West, supported by a workforce of around 2,60,000 skilled professionals.

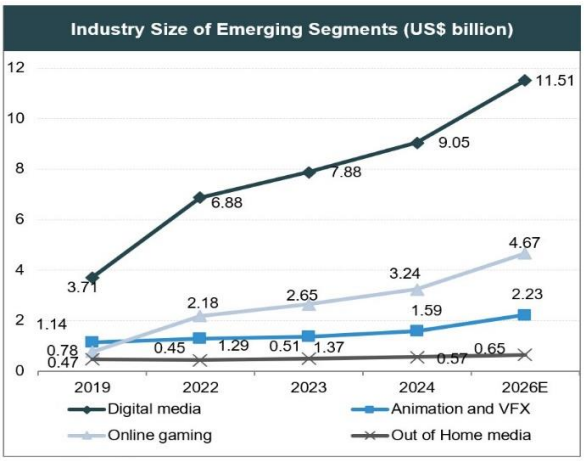
This significantly aided the country's industry and made India leading in terms of digital adoption and provided companies with uninterrupted rich data to understand their customers better. India has also experienced growing opportunities in the VFX sector as the focus shifted globally to India as a preferred content creator.

MARKET DYNAMICS

As of 2025, India has 2–2.5 million active digital creators influencing over Rs. 29,60,300 crore (US$ 350 billion) in annual consumer spending, which is projected to exceed Rs. 84,58,000 crore (US$ 1 trillion) by 2030.

In the Union budget of FY26-27 the Ministry of Information and broadcasting received Rs. 4,551.94 crore (US$ 515.07 million).

The Indian entertainment sector could unlock an estimated Rs. 50,724 crore (US$ 6 billion) in unrealised value by FY30, according to a recent industry report. This growth potential is attributed to international collaboration, technology adoption, and strategic changes in content creation..



Source: EY report

According to a report published by Telecom Regulatory Authority of India (TRAI), India's broadband internet subscribers crossed 995.63 crore in September 2025.

Indian advertising revenues is projected to grow at a CAGR of 9.4% to reach Rs. 1,58,000 crore (US$ 19.2 billion) in FY28, which is 1.4x the global average of 6.7%.

The online gaming and sports sector in India is growing at a CAGR of 19.2% and is projected to reach Rs. 39,583 crore (US$ 4.8 billion) by FY28.

OTT platform revenues in India are projected to grow at a remarkable CAGR of 14.9%, the highest among the top 15 countries, to reach Rs. 35,061 crore (US$ 4.25 billion) by FY28.

India's Animation and VFX sector contributed approximately Rs. 10,300 crore (US$ 1.24 billion) in 2024 and is expected to scale to Rs. 14,700 crore (US$ 1.75 billion) by 2027.

Media companies are projected to achieve an 8% revenue growth, reaching US$ 7.14 billion (Rs. 60,000 crore) by FY27, driven by increasing contributions from the digital segment, according to a Crisil analysis of 20 companies that account for 55% of the media industry's revenue.

The Indian M&E sector grew to Rs. 2,78,500 crore (US$ 30.08 billion) in 2025 (a 9.1 % increase YoY). It is projected to grow ~2.8% in 2026 to Rs. 2,86,500 crore (US$ 30.91 billion), and at a ~5.8% CAGR to Rs. 3,30,000 crore (US$ 35.65 billion) by 2028. According to Media Partners Asia's Asia Pacific Video & Broadband Industry 2024 report, India's video market, encompassing both TV and digital, is projected to grow from US$ 13 billion in 2023 to US$ 17 billion by 2028.

In 2025, Digital Media market in India reached US$ 13.13 billion. It is expected to contribute ~38% to the overall advertising industry in India, on par with television.

OTT platform revenues in India are projected to grow at a remarkable CAGR of 14.9%, the highest among the top 15 countries, to reach Rs. 35,061 crore (US$ 4.25 billion) by FY28. In FY26, JioStar plans to invest Rs. 33,000 crore (US$ 3.85 billion) in new content, a move aimed at transforming India's media landscape with greater focus on Indian-language, localised entertainment and sports.

RECENT DEVELOPMENT/INVESTMENTS:

Recent Developments in the Media and Entertainment Industry are :

- As announced in the Union Budget FY27, AVGC Content Creator Labs (CCLs) are proposed to be set up in 15,000 secondary schools and 500 colleges across the country, with an allocated investment of Rs. 250 crore (US$ 0.03 billion.)

- A major strategic move includes the Rs. 1,25,000 crore (US$ 15 billion) partnership between Bharti Airtel and Google (2026–2030) to develop an AI hub and digital infrastructure, significantly bolstering content delivery and data processing capabilities.
- In January 2026, Universal Music Group acquired a stake in Excel Entertainment for Rs. 747 crore (US$ 0.09 billion), strengthening its presence in India's film and music ecosystem.
- In FY26, JioStar plans to invest Rs. 33,000 crore (US$ 3.85 billion) in new content, a move aimed at transforming India's media landscape with greater focus on Indian-language, localised entertainment and sports.
- FDI inflows in the information and broadcasting sector (including print media) stood at Rs. 82,201.29 crore (US$ 12,455.88 billion) between April 2000-December 2025.
- Pocket FM, an audio series platform, has raised $103 million in its Series D funding round, led by Lightspeed with participation from Stepstone Group.
- Disney-owned Star India secured the TV broadcasting rights for the Indian Premier League from 2023 to 2027 through an online bid. During the same period, Viacom 18 won the bid for the digital streaming rights of the Twenty20 League.
- Major tech and e-commerce firms, including Google, Meta, Amazon, and Flipkart, saw their collective ad revenues rise 9% to over Rs. 60,000 crore (US$ 7.13 billion) in FY24.
- The Star-Viacom18 merger deal signed on February 28 will create an US$ 8.5 billion media goliath with a dominating presence in both TV and digital segments.

GOVERNMENT INITIATIVES

The Telecom Regulatory Authority of India (TRAI) is set to approach the Ministry of Information and Broadcasting, Government of India, with a request to Fastrack the recommendations on broadcasting, in an attempt to boost reforms in the broadcasting sector. The Government of India has agreed to set up National Centre of Excellence for Animation, Gaming, Visual Effects and Comics industry in Mumbai. The Indian and Canadian Government have signed an audio-visual co-production deal to enable producers from both the countries exchange and explore their culture and creativity, respectively.

To ease filming in railways, the Film Facilitation Office (FFO) set up in the National Film Development Corporation (NFDC) collaborated with the Ministry of Railways to develop an integrated single window filming mechanism to streamline the permission process for filming across railway premises.

Digital audio–visual content including films and web shows on over-the-top (OTT) streaming platforms, as well as news and current affairs on online platforms, have been brought under the Ministry of Information and Broadcasting in November 2020.

ROAD AHEAD

The Indian M&E industry is on an impressive growth path. The industry is expected to grow at a much faster rate than the global average rate. This can be majorly credited to rising incomes, increasing internet penetration and a growing push toward digital adoption.

In the long run, growth is the M&E industry is expected in retail advertisement on the back of several players entering the food and beverages segment, E-commerce gaining more popularity in the country, and domestic companies testing out the waters. India's rural regions are expected to be the next regions for growth. India has also gotten on board with 5G and is already planning for 6G well ahead of the future. This push towards digital adoption especially in the rural regions will provide advertisers and publishers with an immense opportunity to capture untapped markets and help grow India's media and entertainment industry forward.

INDEPENDENT AUDITORS' REPORT

To,

The Members,

Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)

Report on the Audit of the Standalone Financial Statements

Qualified Opinion

We have audited standalone financial statements of **Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)** ("the company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including other Comprehensive Income), the Statement in Changes in Equity and the Cash Flow Statement for the year then ended, and notes to the financial statement, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statement").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in india, of the state of affairs of the company as at 31st March, 2026 and profit and total comprehensive income, change in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

- ***In our opinion and according to the information and explanations provided to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 is applicable the company, because the company's financial assets constitute more than 50 percent of the total assets and income from financial assets constitute more than 50 percent of the gross income. However, company does not obtain registration under the provisions of Section 45-IA of the Reserve Bank of India Act, 1934.***

- ***Outstanding balance of unsecured loans received, loans advanced and trade advances are subject to confirmation and supporting documents.***

- ***During the period, the company has accepted loans liability from individuals which are in the contravention under Section 73 of the Companies Act, 2013***

- ***Further, during the year, we noted that the Company has outstanding unsecured loans and advances recorded in its books of account. However, the management has not provided balance confirmations or other independent documentary evidences in respect of such loans & advances as at the reporting date. In the absence of such confirmations, we were unable to***

obtain sufficient and appropriate review evidence regarding the existence, accuracy and completeness of these unsecured loans and loans & advances. Accordingly, we are unable to determine the impact, if any, of this matter on the financials of the Company.

- ***During the year, the company has outstanding trade receivable for more than 6 months on the date of signing of this report. In our opinion, the sufficient appropriate audit evidence regarding recoverability of these balance could not be obtained and the management has not made adequate provision against such receivable.***

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

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

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

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 and presentation of these 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 Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the

company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statement.
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of written representations received from the directors as on 31st March, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026, 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 A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:

   i. The Company does not have any pending litigations to be disclosed in its Ind AS financial statements.

   ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts;

   iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.

   iv. (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   (ii) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party

("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, and

(iii) As per the information and explanation provided to us, the representation under sub clause (i) and (ii) is not contained any material misstatement.

v. The company has not declared or paid any dividend during the year under audit.

vi. Based on our examination which included test checks, performed by us on the Company, have used accounting software for maintaining their respective books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure B**" a statement on the matters Specified in paragraphs 3 and 4 of the Order.

Date : 04/07/2026
Place : Ahmedabad

For S D P M & Co.
Chartered Accountants

SD/-
Sunil Dad (Partner)
M.No. 120702
FRN : 126741W
UDIN: 26120702VIYBPR7145

ANNAEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)** of even date)

Report on the Internal Financial Controls over Financial Reporting 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 **Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)** as of 31st March, 2026 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 Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI').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 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 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.

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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an **inadequate** internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2026, 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.

Date : 04/07/2026
Place : Ahmedabad

For S D P M & Co.
Chartered Accountants

SD/-
Sunil Dad (Partner)
M.No. 120702
FRN : 126741W
UDIN: 26120702VIYBPR7145

ANNAEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited) of even date)

i. In respect of company's fixed assets:

a. (A) The Company has maintained proper records showing full particulars including quantitative details and the situation of Property Plant & Equipment.

(B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not possess any Intangible assets. Hence, paragraph 3(i)(a)(B) of the Order is not applicable.

b. Majority of the assets have been physically verified by the management according to a program designed to cover substantial items, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the fixed assets during the year, no material discrepancies between the book records and physical inventory are noticed on such verification.

c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not possess any immovable properties. Hence, paragraph 3(i)(c) of the Order is not applicable.

d. The Company has not revalued its Property Plant & Equipment (including Right of Use assets) or Intangible Assets or both during the year ended March 31, 2026.

e. There are no proceedings initiated or are pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii. a) We have been informed that, inventories have been physically verified by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable with regard to the size of company. According to information and explanations given to us by the management, no material discrepancy was noticed on such verification.

b) The company is not having any working capital limited from any bank. So the clause 3(ii)(b) of the Companies (Auditor's Report) Order, 2020 is not applicable.

iii. The Company has not made investments in, provided any guarantee or security but granted loans or advances in the nature of unsecured loans, to companies, in respect of which,

(Amount in Lacs)

Particulars	Investments	Loans
A. Aggregate amount granted / provided during the year:		
Subsidiary	0.00	0.00
Associate	0.00	0.00
Others	0.00	7904.90
B. Balance outstanding as at balance sheet date in respect of above cases:		
Subsidiary	0.00	0.00
Associate	0.00	0.00
Others	0.00	5721.63

- In respect of loans granted by the Company, the schedule of repayment of principal and any terms regarding repayment of loans are not specified by the company.
- In respect of unavailability of repayment of loans, it is not possible to report on overdue amount remaining outstanding at the balance sheet date.

iv. According to the information and explanations given to us, in respect of the loans provided by the company, the company has exceed the limits given under Section 186 of the companies act, 2013.

v. According to the information and explanation given to us, the company has not accepted the any deposits and does not have any unclaimed deposits as at 31st March, 2026 and therefore, the provisions of the clause 3(v) of the Order are not applicable to the company.

vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the company. Thus reporting under clause 3(vi) of the order is not applicable to the company.

vii. **(a)** According to the information and explanation given to us, the company is regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Goods & Service Tax, Duty of Customs, Cess and any other statutory dues with the appropriate authorities and no such undisputed amounts were in arrears for a period of more than six months from the date they became.

(b) As per the information and explanation given to us, there are no disputed dues outstanding on account of *Provident Fund, Employees' State Insurance, Income-tax, Goods & Service Tax, Duty of Customs, Cess and any other statutory dues* except as under :

Name of Statute	Nature of Dues	Period to which relates	Amount (Rs.)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	A.Y. 2020-21	150.72 Lacs	Demand Issued under Section 154. No action has been taken.

viii. According to the information and explanation given to us, there are no transactions which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix. **(a)** According to the records made available to us and information and explanation given to us by the management, in our opinion the company has not defaulted in repayment of dues to a bank or financial institution.

(b) the company has not been declared wilful defaulter by any bank of financial institution.

(c) According to the records made available to us, the term loans were applied for the purpose for which the loans were obtained.

(d) No funds have been raised on short term basis by the company. Thus the reporting under clause 3(ix)(d) of order is not applicable.

(e) According to the information and explanation given to us, the company does not have any subsidiary. Thus the reporting under clause 3(ix)(e) of order is not applicable.

x. According to the information and explanation given to us and based on our examination of the records of the company, the company has not raised money through right issue during the year. The most of the amount has been utilized as giving loans or advances for services and expenses.

xi. **(a)** According to the information and explanation given to us, no fraud by the company or no material fraud on the company by its officers or employees has been noticed or reported during course of our audit.

(b) According to the information and explanation given to us, no report has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) The company has not received any whistle-blower complaints during the year. So the clause 3(xi)(c) of the order is not applicable.

xii. According to the information and explanation given to us the company is not a nidhi company

hence clause 3(xii) of companies (auditor's Report) order 2020 is not applicable.

xiii. According to the information and explanation given to us and based on our examination of the records of the company, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.

xiv. The company have an internal audit system. The reports of internal auditors have been considered by us.

xv. According to the information and explanation given to us and based on our examination of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with him. So the clause 3(xv) of the companies (auditor's Report) order 2020 is not applicable.

xvi. The company is not required to be registered under section 45-IA of the Reserve Bank of India, 1934.

xvii. According to information and explanation given to us and based on our examination of the records of the company, the company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

xviii. Based on our examination of the records of the company, there has not been any resignation of the statutory auditors during the year. hence clause 3 (xviii) of companies (auditor's Report) order 2020 is not applicable.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, there is no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. As per the information and explanation given to us, the provisions of Section 135 of the Companies Act, 2013 about the Corporate Social Responsibility (CSR) is applicable to the company. However, the company has not made any provision or did not spent any money towards the same.

xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

Date : 04/07/2026
Place : Ahmedabad

For S D P M & Co.
Chartered Accountants

SD/-
Sunil Dad (Partner)
M.No. 120702
FRN : 126741W
UDIN: 26120702VIYBPR7145

Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)

CIN: L74202MP1984PLC002592

Registered Office : 301-G Goyal Vihar, Gate No. 2 Khajrana Road, Indore (M.P).

Statement of Audited Standalone Financial results for the Quarter/Year Ended on March 31, 2026

(Rs. in Lacs)

SR.NO.	PARTICULARS	Quarter Ended			Year Ended	
		31/03/2026 Audited	31/12/2025 Unaudited	31/03/2025 Audited	31/03/2026 Audited	31/03/2025 Audited
	INCOMES					
I	Revenue from Operations (Net of Taxes)	-	1,200.00	204.21	1,200.00	229.71
II	Other Business Income	0.41	-	0.15	0.71	6.50
III	Total Income (I + II)	**0.41**	**1,200.00**	**204.36**	**1,200.71**	**236.21**
IV	EXPENSES.					
(a)	Cost of Materials Consumed				-	-
(a)	Purchase of Stock in Trade.	-	-	-	-	0.75
(b)	Changes of Inventories of Finished Goods, Work in Progress, Work in Trade	-	162.66	-	162.66	-
(C)	Employees Cost	1.91	1.65	1.21	10.47	4.89
(d)	Finance Cost	-	-	-	-	-
(e)	Depreciation and Amortisation Expenses	127.38	377.44	-	507.07	-
(f)	Other Expenses	64.48	24.45	15.80	202.34	48.43
	TOTAL EXPENSES (IV (a to f)	**193.77**	**566.20**	**17.01**	**882.54**	**54.07**
V	**Profit/(Loss) before Exceptional Items and Tax (III-IV)**	**(193.36)**	**633.80**	**187.35**	**318.17**	**182.14**
VI	Exceptional Items. & Extraordinary Item	38.91	-	-	67.48	-
VII	**Profit/ (Loss) Before Tax (V-VI)**	**(232.26)**	**633.80**	**187.35**	**250.69**	**182.14**
VIII	**TAX EXPENSES**					
(a)	Current Tax	(59.84)	125.57	-	65.74	-
(b)	Deferred Tax	-		-	-	-
	Total Tax Expenses	**(59.84)**	**125.57**	**-**	**65.74**	**-**
IX	**NET PROFIT AFTER TAX FROM BUSINESS OPERATIONS**	**(172.43)**	**508.23**	**187.35**	**184.96**	**182.14**
X	Other Comprehensive Income	-	-	-	-	-
XI	Total Comprehensive Income (IX+X)	**(172.43)**	**508.23**	**187.35**	**184.96**	**182.14**
XII	Paid up Equity Share Capital (Amount in lacs)	6,536.31	5,505.51	647.71	6,536.31	647.71
	Re. 1 Face value per share)					
XIII	Other Equity Capital (Reserve & Surplus)	-	-	-	1,134.62	(1,111.90)
XIV	Earning Per Share (In Rupees) from					
	Continuing Operations (Not Annualized).					
(i)	Basic	(0.03)	0.09	2.89	0.03	2.81
(ii)	Diluted	(0.03)	0.09	2.89	0.03	2.81
XV	Income from Discontinuing Operations	-	-	-	-	-
XVI	Profit /(Loss) from Discontinuing Operations	-	-	-	-	-
XVII	Profit/(loss) for the period After Adjustment of discontinuing Operations with Current Operations	**(172.43)**	**508.23**	**187.35**	**184.96**	**182.14**

NOTES:

1. The above Financial Results have been reviewed by Audit Commiittee and have been approved and taken on record by Board of Directors in their respective meetings held on 04th July, 2026 and are based on Financial Statement audited by Statutory Auditor.
2. The above financial results for the quarter and year ended on March 31,2026 have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.
3. Figures for the quarter ended 31st March, 2026 and 31st March, 2025 represent the difference between the audited figures in respect of full financial year and published figures of nine months ended 31st December 2025 and 31st December 2024 respectively which were subject to a limited review by the statutory auditors.
4. Outstanding balance of unsecured loans, sundry creditors, sundry debtors and loans & advances are subject to confirmation.
5. Figures for the previous period have been regrouped/ rearranged/ reclassfied wherever considered necessary to correspond with the current period's classification/group's disclosure.
6. During this quarter, the company has raised money through right issue, out of the total Rs. 30.36 Crs, the company has utilized the amount received giving Rs. 29.50 Crs to Laddu Gopal Ventures Private Limited as Loans & Advances.

By order of the Board of Directors of
Starbeam Ventures Limited
(Formerly known as Bluegod Entertainment Limited)

NITIN KHANNA
Digitally signed by NITIN KHANNA
Date: 2026.07.04 18:51:09 +05'30'

Nitin Ashokkumar Khanna
Managing Director
DIN: 09816597

Date : 04th July, 2026
Place : Indore

Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)

CIN: L74202MP1984PLC002592

Registered Office : 301-G Goyal Vihar, Gate No. 2 Khajrana Road, Indore (M.P).

Audited Statement of Assets and Liabilities as at 31.03.2026

(Rs. In Lacs)

Particulars	Standalone	
	As at 31 March 2026 (Audited)	As at 31 March 2025 (Audited)
ASSETS		
(1) Non - Current Assets		
(a) Property, Plant and Equipment	75.48	-
(b) Intangible Assets	1,500.00	-
(c) Goodwill	-	-
(d) Financial Assets		
i) Investments	-	-
(e) Other Non Current Assets	0.10	0.10
(f) Deferred Tax Asset	-	-
(2) Current Assets		
(a) Inventories	-	162.66
(b) Financial assets		
(i) Loans	5,721.63	182.74
(ii) Trade receivables	1,417.61	244.61
(iii) Cash and cash equivalents	117.44	9.27
(iv) Bank Balance other than (iii) above	-	2.07
(d) Other current assets	204.06	36.54
TOTAL ASSETS	**9,036.32**	**638.00**
EQUITY AND LIABILITIES		
EQUITY		
(a) Equity share capital	6,536.31	647.71
(b) Reserves and Surplus	1,134.62	(1,111.90)
LIABILITIES		
(1) Non Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	701.47	535.47
(b) Deferred tax liabilities (Net)	-	-
(2) Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	-	-
(ii) 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	410.61	405.14
(iii) Other financial Liabilities	9.00	6.00
(b) Other current liabilities	178.57	155.57
(c) Provisions	-	-
(d) Current tax liabilities (Net)	65.74	-
TOTAL EQUITY AND LIABILITIES	**9,036.32**	**638.00**

By order of the Board of Directors of
Starbeam Ventures Limited
(Formerly known as Bluegod Entertainment Limited)

NITIN KHANNA Digitally signed by NITIN KHANNA Date: 2026.07.04 18:51:28 +05'30'

Nitin Ashokkumar Khanna
Managing Director
DIN: 09816597

Date : 04th July, 2026
Place : Indore

Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)

CIN: L74202MP1984PLC002592

Registered Office : 301-G Goyal Vihar, Gate No. 2 Khajrana Road, Indore (M.P).

Statement of Cash Flow Annexed to the Balance Sheet as at 31st March 2026

(Rs. In Lacs)

Particulars	Standalone	
	31/03/2026	31/03/2025
A. Cash Flow from Operating Activities		
Net Profit before tax and extraordinary Items	250.69	182.14
Adjustments for	-	-
Depreciation and amortization expense	507.07	-
(Profit)/Loss on sale of Fixed assets	-	-
Interest Received	-	(4.24)
Finance Cost	-	-
Operating profit before working capital changes	**757.76**	**177.90**
Adjustments for		
Decrease (Increase) in Trade and other Receivables	(1,173.00)	(119.54)
Decrease (Increase) in Inventories	162.66	(0.00)
Decrease (Increase) in Loans	(5,538.88)	(182.74)
Decrease (Increase) in Other Current Assets	(167.52)	(13.51)
Increase (Decrease) in Trade Payable	5.46	(25.38)
Increase/ (Decrease) in Other Liabilities	22.99	(75.15)
Increase/ (Decrease) in Other Financial Liabilities and provisions	3.00	2.31
Cash Generated from operations	**(5,927.53)**	**(236.10)**
Adjustment for extraordinary items	-	-
Net Cash From Operating Activites	**(5,927.53)**	**(236.10)**
B. **Cash Flow From Investing Activities**		
Proceeds from sale of property, plant and equipments	(2,082.55)	-
Interest Received	-	4.24
Net Cash from Investing Activities	**(2,082.55)**	**4.24**
C. **Cash flow From Financing Activities**		
Issue of share Capital	7,950.17	-
Proceeds/(repayment) of Unsecured Loan	166.00	239.27
Net Cash used in Financing Activities	**8,116.17**	**239.27**
Net Increase in Cash & Cash Equivalents	106.09	7.41
Opening Balance of Cash & Cash Equivalents	11.34	3.93
Closing Balance of Cash & Cash Equivalents	**117.44**	**11.34**

By order of the Board of Directors of
Starbeam Ventures Limited
(Formerly known as Bluegod Entertainment Limited)

NITIN KHANNA Digitally signed by NITIN KHANNA Date: 2026.07.04 18:51:45 +05'30'

Nitin Ashokkumar Khanna
Managing Director
DIN: 09816597

Date : 04th July, 2026
Place : Indore

ANNEXURE I

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (*Standalone and Consolidated separately)*

(Amount Rs. in Lakhs)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2026 [*See* Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	**Sl. No.**	**Particulars**	**Audited Figures (as reported before adjusting for qualifications)**	**Adjusted Figures (audited figures after adjusting for qualifications)**
	1.	Turnover / Total income	1200.71	1200.71
	2.	Total Expenditure	950.01	950.01
	3.	Net Profit/(Loss)	184.96	184.96
	4.	Earnings Per Share	0.03	0.03
	5.	Total Assets	9,036.32	9,036.32
	6.	Total Liabilities	1,365.39	1,365.39
	7.	Net Worth	7,670.93	7,670.93
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-

II. **Audit Qualification (each audit qualification separately):**

i. **In our opinion and according to the information and explanations provided to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 is applicable the company, because the company's financial assets constitute more than 50 percent of the total assets and income from financial assets constitute more than 50 percent of the gross income. However, company does not obtain registration under the provisions of Section 45-IA of the Reserve Bank of India Act, 1934.**

ii. **Outstanding balance of unsecured loans received, loans advanced and trade advances are subject to confirmation and supporting documents.**

iii. **During the period, the company has accepted loans liability from individuals which are in the contravention under Section 73 of the Companies Act, 2013**

iv. **Further, during the year, we noted that the Company has outstanding unsecured loans and advances recorded in its books of account. However, the management has not provided balance confirmations or other independent documentary evidences in respect of such loans & advances as at the reporting date. In the absence of such confirmations, we were unable to obtain sufficient and appropriate review evidence regarding the existence, accuracy and completeness of these unsecured loans and loans & advances. Accordingly, we are unable to determine the impact, if any, of this matter on the financials of the Company.**

v. **During the year, the company has outstanding trade receivable for more than 6 months on the date of signing of this report. In our opinion, the sufficient appropriate audit evidence regarding recoverability of these balance could not be obtained and the management has not made adequate provision against such receivable.**

b. **Type of Audit Qualification : Qualified**

c. **Frequency of qualification:** Whether appeared first time ~~/ repetitive / since how long continuing~~

d. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable**

e. **For Audit Qualification(s) where the impact is not quantified by the auditor:**

(i) **Management's estimation on the impact of audit qualification: Not Applicable**

(ii) **If management is unable to estimate the impact, reasons for the same:**

- **The qualification is regarding statutory non-compliance which does not impact on financial statement.**
- **The qualification regarding documentary evidence is also not having any impact on financial statement.**
- **We believe that the amount outstanding from trade receivables is recoverable.**

(iii) **Auditors' Comments on (i) or (ii) above: No comments**

III. **Signatories:**

NITIN KHANNA Digitally signed by NITIN KHANNA Date: 2026.07.04 17:59:45 +05'30'

NITIN ASHOKKUMAR KHANNA
CFO and Managing Director

Saloni Mehra

SALONI MEHRA
Audit Committee Chairman

SUNIL DAD Digitally signed by SUNIL DAD Date: 2026.07.04 18:44:42 +05'30'

SDPM & Co.
Sunil Dad (Partner)
Statutory Auditor

Place: Indore
Date: 04.07.2026

Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)

CIN: L74202MP1984PLC002592

Registered Office : 301-G Goyal Vihar, Gate No. 2 Khajrana Road, Indore (M.P).

A. Equity Share Capital **(Rs. in Lacs)**

Particulars	Amount
Balance as at April 1, 2024	647.71
Changes in Equity Share Capital during the year	-
Balance as at March 31, 2025	**647.71**
Balance as at April 1, 2025	647.71
Changes in Equity Share Capital during the year	5,888.60
Balance as at March 31, 2026	**6,536.31**

B. Other Equity **(Rs. in Lacs)**

Particulars	Reserve & Surplus			Items of other Comprehensive Income	Money received against share application money	Total
	Retained Earnings	Capital reserve	Securities Premium			
Balance as at 01st April 2025	-1,121.64	9.73	-	-	-	-1,111.91
Profit/(loss) for the year	184.96	-	-	-	-	184.96
Total Comprehensive Income for the current year	-	-	-	-	-	-
Dividends	-	-	-	-	-	-
Right Issue			2,061.60		-0.04	2,061.56
Balance as at 31st March 2026	**-936.68**	**9.73**	**2,061.60**	**-**	**-0.04**	**1,134.61**
Balance as at 01st April 2024	-1,303.77	9.73		-	-	-1,294.04
Profit/(loss) for the year	182.14	-		-	-	182.14
Total Comprehensive Income for the current year	-	-		-	-	-
Dividends	-	-		-	-	-
Balance as at 31st March 2025	**-1,121.63**	**9.73**		**-**	**-**	**-1,111.90**

STARBEAM VENTURES LIMITED (FORMERLY KNOWN AS BLUEGOD ENTERTAINMENT LIMITED)

(CIN: L74202MP1984PLC002592)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

A. Company Overview

Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)("the Company") is public limited company and domiciled in india and is incorporated as per the provisions of the Companies Act with its registered office located at 301-G, Goyal Vihar, Gate No. 2, Khajrana Road, Indore, Madhya Pradesh - 452016. The Company is listed on the Bombay Stock Exchange (BSE). The company is providing services regarding creating, producing & distributing movie.

B. Significant Accounting Policies

B.1 Basis of Preparation and Presentation

B.1.1 Statement of Compliance

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Amendment Rules, 2016. The financial statements up to year ended March 31, 2026 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act. Previous period figures in the financial statements have been restated in Ind AS.

B.1.2 Basis of Measurement

The standalone financial statements have been prepared on a historical cost basis, on the accrual basis of accounting except for certain financial assets and liabilities measured at fair value at the end of each reporting period, as explained in relevant schedule notes.

B.1.3 Functional and presentation currency

Indian rupee is the functional and presentation currency.

B.1.4 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions.

These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements are:

- Useful lives of Property, plant and equipment
- Valuation of financial instruments
- Provisions and contingencies

- Income tax and deferred tax
- Measurement of defined employee benefit obligations
- Export Incentive

B.2 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

B.2.1 Sale of Services

Revenue from sale of services is recognized when the Company transfers all significant risks and rewards of ownership to the buyer, while the Company retains neither continuing managerial involvement nor effective control over the products sold.

Revenue is exclusive of excise duty and is reduced for estimated customer returns, commissions, rebates and discounts and other similar allowances.

B.2.2 Other Operating Revenue

Other Operating Revenue comprises of income from ancillary activities incidental to the operations of the company and is recognised when the right to receive the income is established as per the terms of contracts.

B.2.3 Dividend and Interest income

Dividend income is recognized when the right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the revenue can be measured reliably).

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable (provided that it is probable that the economic benefits will flow to the Company and the revenue can be measured reliably).

B.3 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

B.4 Income Taxes

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

Current tax:

Current tax is determined on taxable profits for the year chargeable to tax in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 including other applicable tax laws that have been enacted or substantively enacted.

Provisions for current income taxes are presented in the balance sheet after off-setting advance taxes paid and TDS/TCS receivables.

Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India. MAT Credit Entitlement, is classified as unused tax credits under deferred tax by way of a credit to the statement of profit and loss.

Deferred tax:
Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Deferred tax asset is recognised for the carry forward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

B.5 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursements will be received and the amount of the receivable can be measured reliably.

Contingent liability is disclosed for possible obligations which will be confirmed only by future events not within the control of the Company or present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent Assets are not recognized since this may result in the recognition of income that may never be realized.

B.6 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets:

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Classification of financial assets

The financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition of financial assets are added to the fair value of the financial assets on initial recognition.

After initial recognition:

(i) Financial assets (other than investments) are subsequently measured at amortised cost using the effective interest method.

Effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Investments in debt instruments that meet the following conditions are subsequently measured at amortised cost:

- The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments on principal and interest on the principal amount outstanding.

Income on such debt instruments is recognised in profit or loss and is included in the “Other Income”.

The Company has not designated any debt instruments as fair value through other comprehensive income.

(ii) Financial assets (i.e. investments in instruments other than equity of subsidiaries) are subsequently measured at fair value.

Such financial assets are measured at fair value at the end of each reporting period, with any gains (e.g. any dividend or interest earned on the financial asset) or losses arising on re-measurement recognised in profit or loss and included in the “Other Income”.

Investments in equity instruments of subsidiaries

The Company measures its investments in equity instruments of subsidiaries at cost in accordance with Ind AS 27. At transition date, the Company has elected to continue with the carrying value of such investments measured as per the previous GAAP and use such carrying value as its deemed cost.

Impairment of financial assets:

A financial asset is regarded as credit impaired when one or more events that may have a detrimental effect on estimated future cash flows of the asset have occurred. The Company applies the expected credit loss model for recognising impairment loss on financial assets (i.e. the shortfall between the contractual cash flows that are due and all the cash flows (discounted) that the Company expects to receive).

De-recognition of financial assets:

The Company de-recognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in the Statement of profit and loss.

Financial liabilities and equity instruments

Equity instruments

Equity instruments issued by the Company are classified as equity in accordance with the substance and the definitions of an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the "Finance Costs".

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

De-recognition of financial liabilities

The Company de-recognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

B.7 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity

shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

C. Critical Accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with Ind AS requires the Company's Management to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities recognised in the financial statements that are not readily apparent from other sources. The judgements, estimates and associated assumptions are based on historical experience and other factors including estimation of effects of uncertain future events that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates (accounted on a prospective basis) and recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods of the revision affects both current and future periods.

The following are the key estimates that have been made by the Management in the process of applying the accounting policies:

Fair value measurement of financial instruments

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

Allowance for doubtful trade receivables

Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts.

Estimated irrecoverable amounts are derived based on a provision matrix which takes into account various factors such as customer specific risks, geographical region, product type, currency fluctuation risk, repatriation policy of the country, country specific economic risks, customer rating, and type of customer, etc.

Individual trade receivables are written off when the management deems them not to be collectable.

Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

1.1 Property, Plant & Equipments

Particulars	Computer & Peripherals	Office Equipments	Vehicle	Intangible Assets	Total
Gross Carrying Amount					
Deemed Cost as on April 01, 2024	-	-	-	-	-
Additions	-	-	-	-	-
Disposal	-				-
As on March 31, 2025	**-**	**-**	**-**	**-**	**-**
Additions	0.47	6.06	76.02	2,000.00	2,082.55
Disposal	-				-
As on March 31, 2026	**0.47**	**6.06**	**76.02**	**2,000.00**	**2,082.55**
Accumulated Depreciation					
As on April 01, 2024	-	-	-	-	-
Depreciation charged during the year	-	-	-	-	-
Accumulated Depreciation on disposal		-			-
As on March 31, 2025	**-**	**-**	**-**	**-**	**-**
Depreciation charged during the year	0.11	0.30	6.66	500.00	507.07
Accumulated Depreciation on disposal					-
As on March 31, 2026	**0.11**	**0.30**	**6.66**	**500.00**	**507.07**
Net Carrying Amount					
As on April 01, 2024	**-**	**-**	**-**	**-**	**-**
As on April 01, 2025	**-**	**-**	**-**	**-**	**-**
As on March 31, 2026	**0.36**	**5.75**	**69.36**	**1,500.00**	**1,575.48**

Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

1.2 Other Financial Assets **(Rs. In Lacs)**

Particulars	As at 31/03/2026	As at 31/03/2025
Deposits		
(Unsecured, Considered Good)		
- Fixed Deposits	0.10	0.10
- Rent Deposit	7.50	-
Total	**7.60**	**0.10**

1.3 Inventories **(Rs. In Lacs)**

Particulars	As at 31/03/2026	As at 31/03/2025
Raw Material	-	99.45
Work in Progress	-	7.16
Finished Goods	-	56.05
Total	**-**	**162.66**

1.4 Current Financial Assets - Loans **(Rs. In Lacs)**

Particulars	As at 31/03/2026	As at 31/03/2025
Unsecured - considered good		
To Corporates	5,204.63	182.74
To Others	499.85	-
Total	**5,704.48**	**182.74**

1.5 Trade Receivables **(Rs. In Lacs)**

Particulars	As at 31/03/2026	As at 31/03/2025
Unsecured - considered good		
Receivables	1,417.61	244.61
Less : Allowance for Expected Credit Loss	-	-
Total	**1,417.61**	**244.61**
Age analysis of trade receivables		
Outstanding for more than six months	12.61	12.61
Others	1,405.00	232.00
	1,417.61	**244.61**

Notes:

1. Ageing of Trade Receivables **(Rs. In Lacs)**

F.Y. 2025-2026	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1,405.00	-	-	-	12.61	**1,417.61**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	**-**
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	**-**

(Rs. In Lacs)

F.Y. 2024-2025	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	232.00	-	-	7.71	4.91	**244.61**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	**-**
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	**-**

1.6 Cash & Cash Equivalents (Rs. In Lacs)

Particulars	As at 31/03/2026	As at 31/03/2025
Cash on Hand *(as certified by the management)*	5.72	5.72
Balance With Banks		
- In Current Accounts	111.72	3.55
Total	**117.44**	**9.27**

1.7 Other Bank Balance (Rs. In Lacs)

Particulars	As at 31/03/2026	As at 31/03/2025
Fixed Deposit	-	2.07
Total	**-**	**2.07**

1.8 Other Current Assets (Rs. In Lacs)

Particulars	As at 31/03/2026	As at 31/03/2025
(Unsecured, considered good)		
a) Subsidy Receivable	2.65	2.65
b) Balance with Revenue Authorities	183.76	24.38
c) Advance to Suppliers	9.50	9.50
d) Staff Advances	1.15	-
e) Advance against Property	16.00	-
Total	**213.06**	**36.53**

1.9 Equity Share Capital

A. Share Capital **(Rs. in Lacs)**

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Number	Amount	Number	Amount
Authorized Share Capital				
Equity shares at Re. 1/- each (P.Y. Face Value of Rs. 10/- each)	90,00,00,000	9,000.00	75,00,000	750.00
	90,00,00,000	**9,000.00**	**75,00,000**	**750.00**
Issued, subscribed and paid up Share Capital				
Equity shares at Re. 1/- each (P.Y. Face Value of Rs. 10/- each)	65,36,31,132	6,536.31	64,77,070	647.71
Total	**65,36,31,132**	**6,536.31**	**64,77,070**	**647.71**

B. The reconcilation of the number of outstanding shares is set out below: **(Rs. in Lacs)**

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Number	Amount	Number	Amount
At the beginning of the year	6,47,70,700	647.71	64,77,070	647.71
Add: Issue of shares during the year (right issue)	58,88,60,432	5,888.60	-	-
Add: Alteration in Shares During the year	-	-	-	-
Less : Shares bought back during the year	-	-		-
Share outstanding at the end of the year	**65,36,31,132**	**6,536.31**	**64,77,070**	**647.71**

C. Terms & Rights attached to equity shares :

(A) The company has only one class of equity shares having a par value of Re. 1 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting . During the year ended March 31, 2026, the amount per share of dividend recognised as distributions to equity share holders was Rs. NIL.

(B) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

D. The details of shareholders holding more than 5% shares in the company :

Name of the shareholder	As at 31st March, 2026		As at 31st March, 2025	
	Number	% of holding	Number	% of holding
Pragnesh Jindas Doshi	7,73,44,428	11.83	-	-
Nimit Jayendrabhai Shah	3,36,88,011	5.15	-	-
Ravi Somani	8,03,22,088	12.29	-	-

As per records of the company, including its register of shareholder/members and other declarations received from share holders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of the shares.

1.10 Other Equity (Rs. in Lacs)

Particulars	As at 31/03/2026	As at 31/03/2025
Retained Earnings	-936.68	-1,121.63
Capital Reserve	9.73	9.73
Securities Premium	2,061.60	-
Money Received against share application money	-0.04	-
Total	**1,134.61**	**-1,111.90**

Refer Statement of changes in Equity for additions/deletions in each reserve

Notes

I. Securities Premium reserve represents premium received on equity shares issued, which can be utilised only in accordance with the provisions of the Companies Act, 2013 (the Act) for specified purpose.

II. Retained Earnings are the profits that the company has earned till date, less any transfer to general reserves, dividends or other distributions paid to the shareholders.

1.11 Non Current Financial Liabilities - Borrowings (Rs. in Lacs)

Particulars	As at 31/03/2026	As at 31/03/2025
Unsecured Borrowings		
II. Loans		
- From Directors	194.90	194.90
- From Corporates	345.57	340.57
- From Others	161.00	-
Total	**701.47**	**535.47**

1.12 Trade Payables (Rs. in Lacs)

Particulars	As at 31/03/2026	As at 31/03/2025
Trade Payables		
Outstanding dues of micro and small enterprises	-	-
Outstanding dues other than micro and small enterprises	410.61	405.14
Total	**410.61**	**405.14**

Notes:

1. Trade payables are recognized at their original invoices amounts which present their fair value on initial recognition. The trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

2. The information as required to be disclosed pursuant under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) has been determined to the extent such parties have been identified on the basis of information available with the Company.

Particulars	31/03/2026	31/03/2025
Amount Remaining unpaid		
Principal	-	-
Interest	-	
Interest paid by the Company under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day	-	-
Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006);	-	-
Interest accrued and remaining unpaid at the end of the year	-	-
Interest remaining due and payable (pertaining to prior years), until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of MSMED Act 2006	-	-

3. Trade Payables ageing schedule

(Rs. In Lacs)

F.Y. 2025-2026	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	9.08	-	-	401.53	410.61
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

(Rs. In Lacs)

F.Y. 2024-2025	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	4.62	-	-	400.53	405.14
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

1.13 Other Current financial Liabilities **(Rs. in Lacs)**

Particulars	As at 31/03/2026	As at 31/03/2025
a) Audit Fees Payable	8.60	5.60
b) Other Payable	0.40	0.40
Total	**9.00**	**6.00**

1.14 Other current liabilities **(Rs. in Lacs)**

Particulars	As at 31/03/2026	As at 31/03/2025
a) Statutory Dues Payable	44.26	21.26
b) Advance from Customers	134.31	134.31
Total	**178.57**	**155.57**

Starbeam Ventures Limited (Formerly known as Bluegod Entertainment Limited)

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

2.1 Revenue from Operations **(Rs. in Lacs)**

Particulars	2025-2026	2024-2025
Sales	-	4.21
Sales of Scrap	-	-
Sales of Services	-	225.50
Sales of Movie Rights	1,200.00	-
Total	**1,200.00**	**229.71**

2.2 Other Income **(Rs. in Lacs)**

Particulars	2025-2026	2024-2025
Interest Income	-	4.24
Interest Reverse	-	2.14
Interest on Income Tax refund	0.41	-
Miscellaneous Income	0.29	0.12
Total	**0.71**	**6.50**

2.3 Purchases of Stock in trade **(Rs. in Lacs)**

Particulars	2025-2026	2024-2025
Purchase		
Import	-	-
Indeginous	-	0.75
Total	**-**	**0.75**

2.4 Change in Inventories of Stock in Trade **(Rs. in Lacs)**

Particulars	2025-2026	2024-2025
Inventory at the beginning	162.66	162.66
Inventory at the end	-	162.66
Total	**162.66**	**-0.00**

2.5 Employee Benefit Expenses **(Rs. in Lacs)**

Particulars	2025-2026	2024-2025
Salaries and Wages Expenses	8.32	4.89
Staff Welfare Expenses	2.15	-
Gratuity	-	-
	10.47	**4.89**

2.6 Other Expenses (Rs. in Lacs)

Particulars	2025-2026	2024-2025
Selling and distribution expenses :		
Advertisement and Sales Promotion Expenses	41.21	5.82
Administrative Expenses :		
Annual Listing fees	3.48	3.25
Audit Fees		
Statutory and Tax	3.00	3.00
Internal	-	-
Brokerage	1.40	
Bank charges	0.09	0.04
BSE Penalty Expenses	-	2.03
Electricity Expenses	0.02	0.25
Software Expenses	0.18	-
Legal & Professional Charges	55.90	4.95
Consultancy Fees	38.19	0.45
Office Expenses	15.31	2.39
Rent, Rates & Taxes	14.36	0.40
ROC Expenses	-	22.45
Printing & Stationery	1.42	0.02
Telephone & Internet Expenses	0.06	-
Repair & Maintenance	1.40	
Stamp Duty Expenses	4.03	3.38
Director Remuneration	18.90	-
Default in Statutory Dues		
Interest on late payment TDS	0.05	-
GST Late Fees	1.26	
	200.26	**48.43**

2.7 Exceptional Items (Rs. in Lacs)

Particulars	2025-2026	2024-2025
Sundry balance written off	2.08	-
IPO Monitoring Charges	9.00	-
Right Issue Processing Charges	8.36	-
ROC Expenses	50.12	-
	69.56	**-**

2.8 Earnings per Share (EPS) (Rs. in Lacs)

Particulars	2025-2026	2024-2025
Earning per share		
Basic	0.03	2.81
Diluted	0.03	2.81
Face value per share	1	10
Basic & Diluted EPS		
Profit for the year attributable to equity shareholders	184.96	182.14
Weighted average number of equity shares used in the calculation of earnings per share	65,36,31,132	64,77,070

Note 3.1 : Income Taxes

(1) Components of Income Tax Expense

The major component of Income Tax Expense for the year ended on March 31, 2026 and March 31, 2025 are as follows: **(Rs. in Lacs)**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Statement of Profit and loss		
Current Tax		
Current Income Tax	65.74	-
Adjustment of tax relating to earlier periods	-	-
Deferred Tax		
Deferred Tax Expense	-	-
	65.74	**-**
Other Comprehensive Income		
Deferred Tax on		
Net loss/(gain) on actuarial gains and losses	-	-
	-	**-**
Income Tax Expense as per the statement of profit and loss	**65.74**	**-**

(2) Reconciliation of effective Tax **(Rs. in Lacs)**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before tax from continuing and discountinued operations	250.69	182.14
Applicable Income Tax Rate	26.22%	-
Income Tax Expense	**65.74**	**-**
Adjustment for :		
Adjustment for tax relating to earlier periods	-	-
Difference of Depreciation	-	-
MAT Credit Entitlement	-	-
Tax Expense/(benefit)	**65.74**	**-**
Effective Tax Rate	**26.22%**	**-**

(3) Current Tax Assets and Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current Tax Asset	-	-
Current Tax Liabilities	65.09	-

Note 3.2 : Capital Management

For the purpose of the company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objectives of the Company's capital managmement is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise return to stakeholders through the optimisation of the debt and equity balance.

The Company determines the amount of capital required on the basis of annual planning and budgeting and corporate plan for working capital, capital outlay and longterm product and strategic involvements. The funding requirements are met through internal accruals and a combination of both long-term and short-term borrowings.

The Company monitors the capital structure on the basis of total debt (long term and short term) to equity and maturity profile of the overall debt portfolio of the Company.

(Rs. in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Total Debt (Inclusive of current maturities of long term debt)	701.47	535.47
Total Equity	7,670.92	-464.19
Debt Equity Ratio	0.09	-1.15

Note 3.3 : Financial Risk Management

In course of its business, the Company is exposed to certain financial risks that could have significant influence on the Company's business and operational/ financial performance. These include market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and monitors suitable mitigating actions taken by the management to minimise potential adverse effects and achieve greater predictability to earnings. In line with the overall risk management framework and policies, the management monitors and manages risk exposure through an analysis of degree and magnitude of risks.

(i) Market Risk

Market risk is the risk that changes in market prices, liquidity and other factors that could have an adverse effect on realizable fair values or future cash flows to the Company. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates as future specific market changes cannot be normally predicted with reasonable accuracy.

(a) Foreign Currency Risk Management:

The Company undertakes transactions denominated in foreign currencies and thus it is exposed to exchange rate fluctuations. The Company actively manages its currency rate exposures, arising from transactions entered and denominated in foreign currencies, and uses derivative instruments such as foreign currency forward contracts to mitigate the risks from such exposures. The company does not use derivative instruments to hedge risk exposure.

(b) Interest Rate Risk Management:

The Company is exposed to interest rate risk pertaining to funds borrowed at both fixed and floating interest rates. The Company's risk management activities are subject to management, direction and control under the framework of risk management policy of interest rate risk. The management ensures risk governance framework for the company through appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

For the company's total borrowings, the analysis is prepared assuming that amount of the liability outstanding at the end of the reporting period was outstanding for the whole year.

Particulars	As at March 31, 2026	As at March 31, 2025
Total Borrowings	701.47	535.47

(ii) Credit Risk

Credit risk refers to the risk that a counterparty or customer will default on its obligation resulting in a loss to the company. Financial instruments that are subject to credit credit risk principally consist of Loans, Trade and Other Receivables, Cash and Cash Equivalents, Investments and Other Financial Assets.

Credit risk encompasses both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risk. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in independent markets. Ongoing credit evaluation is performed on the financial condition of accounts receivable and, where appropriate. The average credit period are generally in the range of 14 days to 90 days. Credit limits are established for all customers based on internal rating criteria.

Age analysis of Trade Receivables **(Rs. in Lacs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Gross Trade Receivables		
Due Less than 6 Months	1,405.00	232.00
Due greater than 6 Months	12.61	12.61
Allowance for doubtful debts	-	-
Net Trade Receivables	**1,417.61**	**244.61**

(iii) Liquidity Risk

The Company monitors its risk of shortage of funds through using a liquidity planning process that encompasses an analysis of projected cash inflow and outflow.

The Company’s objective is to maintain a balance between continuity of funding and flexibility largely through cash flow generation from its operating activities and the use of bank loans. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding.

Note 3.4 : Categories of Financial Assets and Liabilities

(Rs. in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Financial Assets		
a. Measured at Cost:		
Investment		
Equity shares (Unquoted)	-	-
b. Measured at amortised cost:		
Cash and Cash Equivalents (including other bank balances)	117.44	9.27
Trade Receivables	1,417.61	244.61
Loans	5,704.48	182.74
Other Financial Assets	213.06	36.53
Financial Liabilities		
a. Measured at amortised cost:		
Borrowings	701.47	535.47
Trade payables	410.61	405.14
Other Current Financial Liabilities	178.57	155.57

Note 3.5 : Related Party Transactions
Related party disclosures, as required by Ind AS 24, " Related Party Disclosures", are given below

(A) Particulars of related parties and nature of relationships
I. Companies/ partnership firms over which Key Management Personnel and their relatives are able to exercise significant influence
Laddu Gopal Online Services Limited

II. Key Management Personnel
1. Nitin Khanna (Managing Director and CFO)
2. Afsana Kherani (Director)
3. Sweety Purohit (Compnay Secretary)

(B) Related Party transactions and balances
The details of material transactions and balances with related parties (including those pertaining to discontinued operations) are given below:

(Rs. in Lacs)

a) Transaction during the year	As at March 31, 2026	As at March 31, 2025
Salary Expenses		
Sweety Purohit	1.20	0.72
	1.20	**0.72**

(Rs. in Lacs)

b) Balance at the end of the year	As at March 31, 2026	As at March 31, 2025
Loans & Advances		
Laddu Gopal Online Services Limited	108.24	114.24
	108.24	**114.24**

Note 3.6: Contingent Liabilities

(Rs. in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Contigent Liabilities		
Income Tax	150.72	150.72

1. Other than above, The company does not anticipate any liability on account of pending income tax and sales tax assessments.

Note 3.7: Other Notes
1. Outstanding Balance of unsecured loans, borrowings, trade receivables, trade payables and any other outstanding balances including all squared up accounts are subject to confirmation and reconciliation.

2. Previous Year Figures have been regrouped, rearranged, recalculated and reclassified whenever required.

3. Ratio

Ratios	Numerator	Denominator	FY 2025-26	FY 2024-25	% of Change	Reason
Debt Equity Ratio	Debt Capital	Shareholder's Equity	0.09	-1.15	-107.93	Increase in share capital
Debt Service coverage ratio	EBITDA-CAPEX	Debt Service (Int+Principal)	-1.89	0.34	-655.22	
Return on Equity Ratio	Profit for the year	Average Shareholder's Equity	0.05	-0.33	-115.65	Increase in share capital
Inventory Turnover Ratio	COGS	Average Inventory	NA	NA	NA	
Trade Receivables turnover ratio	Net Sales	Average trade receivables	1.44	1.24	16.18	
Net capital turnover ratio	Sales	Working capital (CA-CL)	0.18	3.23	-94.52	Increase in sales
Net profit ratio	Net Profit	Sales	0.15	0.79	-80.56	Increase in sales
Return on Capital employed	Earnings before interest and tax	Capital Employed	0.03	-0.39	-108.33	Increase in share capital
Return on investment	Net Profit	Investment	0.00	0.00	NA	
Current Ratio	Current Assets	Current Liabilities	11.24	1.13	898.23	Increase in sales

4. Additional Regulatory Information

a. The Company does not have any benami property where any proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and rules made thereunder.

b. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

c The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

d. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiary) or
- provide any guarantee, security or the like to or on behalf of the ultimate beneficiary.

e. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

f. The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income tax Act, 1961.

g. The Company has not traded or invested in crypto currency or virtual currency during the year under review.

h. There are no charges or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period.

i. The Company has no transactions with the Companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.