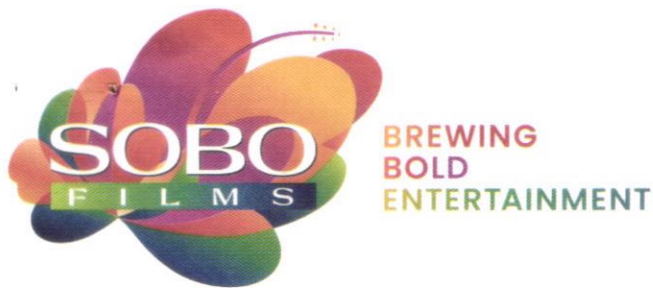


SOBO FILMS HOLDING LIMITED
(FORMERLY SOBO FILMS HOLDINGS PRIVATE LIMITED)
(FORMERLY KNOWN AS SOBO FILMS HOLDING PRIVATE LIMITED)
CIN: U73100MH2012PLC225824

Annual Report

Financial Year 2024-25



BOARD OF DIRECTORS

Ms. Smruti Sushilkumar Shinde	-	Managing Director
Mr. Harvinder Singh Arora	-	Director & CEO
Mr. Sanjay Kumar Rasiklal Doshi	-	Non-Executive Independent Director
Mr. Sachin Bhaidas Nagarale	-	Non-Executive Independent Director
Mr. Jawahar Sharma	-	Non-Executive Independent Director

KEY MANAGERIAL PERSON

Mr. Harvinder Singh Arora	-	Chief Executive Officer (CEO)
Mr. Deven Narendra Majithia	-	Chief Financial Officer (CFO)
Ms. Sakshi Saxena	-	Company Secretary (CS)

STATUTORY AUDITORS

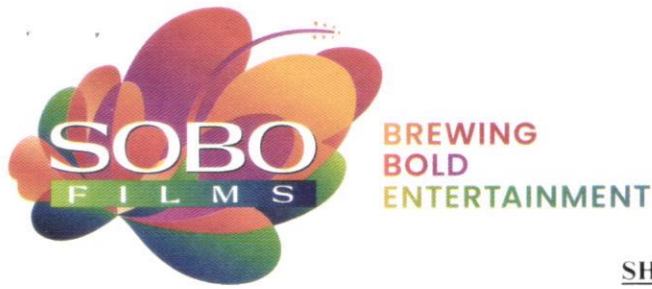
M/s. CGCA & Associates LLP,
Chartered Accountants (FRN: 123393W).

REGISTERED OFFICE

713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Road,
Off Veera Desai Road, Andheri (West), Andheri,
Mumbai- 400 053, Maharashtra, India.

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113



SHORTER NOTICE

Shorter Notice is hereby given that 13th Annual General Meeting (AGM) of members of SOBO Films Holding Limited (Formerly known as SOBO Films Holding Private Limited) will be held on Saturday, September 27, 2025, at 12.00 p.m. (IST), through Video Conferencing/Other Audio Visual Means (VC/OAVM) Facility to transact following business :

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements(Standalone and Consolidated) and restated Financial Statements (Standalone and Consolidated) of the Company for the Financial year ended March 31, 2025, together with the report of the Board of Directors' and Auditors' thereon.
2. To re-appoint a Director in place of Ms. Smruti Sushilkumar Shinde (DIN: 03185327), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To Approve Related Party Transactions:

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

“RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013, and rules and regulations made there under, consent of the members be and is hereby accorded to enter into contracts and/or agreements with Related Parties as defined under the Act with respect to purchase of services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate Company or any other transaction of whatever nature with related parties.

Following transactions of director(s)/KMPs of the company are interested be and is hereby approved:

Name of the Individual	Nature of Relationship	Date of Transaction	Description and tenure of Contract	Value in Rupees	Name of the Interested Director(s)/KMPs
Mr. Harvindar Singh Arora	Director and KMP	On Going Basis	Purchase of Services i.e. Professional Services.	Thirty Six Lakhs per annum	Mr. Harvindar Singh Arora

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113

Ms. Smruti Sushilkumar Shinde	Managing Director	On Going Basis	Purchase of Services i.e. Professional Services.	Sixty Lakhs per annum	Ms. Smruti Sushilkumar Shinde
-------------------------------	-------------------	----------------	--	-----------------------	-------------------------------

RESOLVED FURTHER THAT the particulars of the above said contracts be entered in the Register of contracts in which directors are interested kept in accordance with the provisions of section 189(1) and Rule 16(1) of the Companies Act, 2013.

RESOLVED FURTHER THAT anyone of the present Director of the Company be and is hereby authorized to complete all the necessary formalities including filing and executing necessary documents and forms with the Statutory Authorities to give effect of the above resolution.”

4. To Modify Remuneration of Ms. Smruti Sushilkumar Shinde (DIN: 03185327) As Managing Director and Chairperson of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 and all other applicable provisions applicable, if any, of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Companies (Appointment and Remuneration) Rules, 2014 along with other statutory approval, if any, and on the recommendation of Board of Directors, consent of the members be and is hereby accorded for modification in remuneration of Ms. Smruti Sushilkumar Shinde (DIN: 03185327) as Managing Director and Chairperson of the Company as recommended by the Board of Directors and mutually agreed with Ms. Smruti Sushilkumar Shinde.

Salary	Rs. 120,000/- per month; in the scale of Rs. 120,000 to Rs. 400,000 per month, with such annual increments / increases as may be decided by the Board of Directors from time to time.
Perquisites / Benefits	<p>Perquisites in accordance with the rules of the Company and any additional perquisites as may be decided by the Board of Directors of the Company from time to time.</p> <ul style="list-style-type: none"> • Earned Leave: As per the Rules of the Company. • Medical Reimbursement: Reimbursement of expenses incurred for self as per the policy of the Company.

	<ul style="list-style-type: none"> • Leave Travel Concession: Leave Travel Concession for self, once in a year in accordance with the Rules of the Company. Gratuity: Payable at the rate not exceeding half month salary for each completed year of service.
Commission/ Performance linked Incentive	Not exceeding 1% of the Net Profit of the Company in any Financial Year as the Board may determine from time to time but shall not exceed the amount equivalent to the salary for the relevant period; it may be paid pro-rata on a monthly basis at the absolute discretion of the Board.
Minimum Remuneration	In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the Managing Director shall, be paid remuneration by way of salary and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013, from time to time.

RESOLVED FURTHER THAT Ms. Smruti Sushilkumar Shinde be paid remuneration as stated above with powers to the Board of Directors to alter and vary terms and conditions and remuneration (including minimum remuneration in case of absence or inadequacy of profits) from time to time in such manner as the Board may deem fit and is acceptable to Ms. Smruti Sushilkumar Shinde, within the limits specified in Schedule V of the Companies Act, 2013 or any amendment thereto.

RESOLVED FURTHER THAT, in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and hereby authorized to vary or increase the remuneration including salary, perquisites, allowances etc. within such prescribed limits or ceiling, be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in the General meeting.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, and things and to execute any deeds, documents or instructions as may be required to give effects to the aforesaid resolution.”

5. **To modify remuneration of Mr. Harvinder Singh Arora (DIN: 00802852) as Chief Executive Officer(CEO) and Director of the Company:**

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, and 198 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Schedule V to the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and subject to such other statutory approvals as may be required, and on the recommendation of the Board of Directors, the consent of the members be and is hereby accorded for the modification in the remuneration of Mr. Harvinder Singh Arora (DIN: 00802852), CEO and Director of the Company as recommended by the Board of Directors and mutually agreed with Mr. Harvinder Singh Arora.

Salary	Rs. 100,000/- per month; in the scale of Rs. 100,000 to Rs. 200,000 per month, with such annual increments / increases as may be decided by the Board of Directors from time to time.
Perquisites / Benefits	<p>Perquisites in accordance with the rules of the Company and any additional perquisites as may be decided by the Board of Directors of the Company from time to time.</p> <ul style="list-style-type: none"> • Earned Leave: As per the Rules of the Company. • Medical Reimbursement: Reimbursement of expenses incurred for self as per the policy of the Company. • Leave Travel Concession: Leave Travel Concession for self, once in a year in accordance with the Rules of the Company. • Gratuity: Payable at the rate not exceeding half month salary for each completed year of service.
Commission/ Performance linked Incentive	Not exceeding 1% of the Net Profit of the Company in any Financial Year as the Board may determine from time to time but shall not exceed the amount equivalent to the salary for the relevant period; it may be paid pro-rata on a monthly basis at the absolute discretion of the Board.
Minimum Remuneration	In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the Managing Director shall, be paid remuneration by way of salary and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013, from time to time.



**BREWING
BOLD
ENTERTAINMENT**

RESOLVED FURTHER THAT Mr. Harvinder Singh Arora be paid remuneration as stated above with powers to the Board of Directors to alter and vary terms and conditions and remuneration (including minimum remuneration in case of absence or inadequacy of profits) from time to time in such manner as the Board may deem fit and is acceptable to Mr. Harvinder Singh Arora, within the limits specified in Schedule V of the Companies Act, 2013 or any amendment thereto.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and hereby authorized to vary or increase the remuneration including salary, perquisites, allowances etc. within such prescribed limits or ceiling, be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in the General meeting.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, and things and to execute any deeds, documents or instructions as may be required to give effects to the aforesaid resolution."

**By order of the Board of Directors
For SOBO FILMS HOLDING LIMITED**

(Formerly known as SOBO Films Holding Private Limited)

Harvinder Singh Arora

Director

DIN: 00802852

Place: Mumbai

Date: 26.09.2025

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824

Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,

MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113

:NOTES:

1. An Explanatory Statement pursuant to provisions of section 102 of the Companies Act, 2013 is annexed with the notice.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
3. Since the General Meeting will be held through VC or OAVM in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the General Meeting. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of General Meeting. Members seeking to inspect available documents can send an email to sakshi.saxena@sobofilms.com
6. Brief resume of the Director proposed to be re-appointed at this AGM, nature of his/her expertise in specific functional areas, names of Companies in which he holds the Directorship and Membership / Chairpersonship of Board and Committees, Shareholding and relationship between directors inter-se as per Secretarial Standard-2 on General Meetings, are attached herewith.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 3

Approval of Related party Transaction:

The Company intends to obtain Professional Services from Mr. Harvinder Singh Arora and Ms. Smruti Sushilkumar Shinde on a monthly basis, exclusive of applicable government taxes and out-of-pocket expenses.

Mr. Harvinder Singh Arora and Ms. Smruti Sushilkumar Shinde are Directors and Key Managerial Personnel (KMPs) of the Company, SOBO Films Holding Limited. As such, this arrangement falls within the purview of Section 188 of the Companies Act, 2013, which requires the approval of members in a general meeting.

Accordingly, it is proposed to obtain the approval of the shareholders of the Company by way of a special resolution. Members are, therefore, requested to approve the special resolution as set out above.

Except for Mr. Harvinder Singh Arora and Ms. Smruti Sushilkumar Shinde, none of the other directors are, in any way, interested or concerned in the said resolution.

Item No. 4

Modification in remuneration of Ms. Smruti Sushilkumar Shinde (DIN: 03185327) As Managing Director and Chairperson of the Company:

Ms. Smruti Sushilkumar Shinde (DIN: 03185327) was appointed as the Managing Director and Chairperson of the Company for a period of 5 years with effect from January 28, 2025. The Board of Directors, at its meeting held on September 11, 2025, after reviewing the performance of the Company and her contribution, approved the proposal to modify her remuneration as follows:

Salary	Rs. 120,000/- per month; in the scale of Rs. 120,000 to Rs. 400,000 per month, with such annual increments / increases as may be decided by the Board of Directors from time to time.
Perquisites / Benefits	<p>Perquisites in accordance with the rules of the Company and any additional perquisites as may be decided by the Board of Directors of the Company from time to time.</p> <ul style="list-style-type: none"> • Earned Leave: As per the Rules of the Company. • Medical Reimbursement: Reimbursement of expenses incurred for self as per the policy of the Company.

	<p>• Leave Travel Concession: Leave Travel Concession for self, once in a year in accordance with the Rules of the Company.</p> <p>Gratuity: Payable at the rate not exceeding half month salary for each completed year of service.</p>
Commission/ Performance Incentive	linked Not exceeding 1% of the Net Profit of the Company in any Financial Year as the Board may determine from time to time but shall not exceed the amount equivalent to the salary for the relevant period; it may be paid pro-rata on a monthly basis at the absolute discretion of the Board.
Minimum Remuneration	In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the Managing Director shall, be paid remuneration by way of salary and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013, from time to time.

The proposed remuneration is in line with the provisions of Sections 196, 197, and 198 read with Schedule V of the Companies Act, 2013 and does not exceed the limits prescribed therein.

Except Ms. Smruti Sushilkumar Shinde and her relatives (to the extent of their shareholding, if any), none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in this resolution.

Item No. 5

Modification in remuneration of Mr. Harvinder Singh Arora (DIN: 00802852) As Chief Executive Officer (CEO) and Director of the Company:

Mr. Harvinder Singh Arora (DIN: 00802852) was appointed as the Chief Executive Officer (CEO) of the Company for a period of five years with effect from May 1, 2021, and as an Executive Director on the Board with effect from December 7, 2022. The Board of Directors, at its meeting held on August 11, 2025, after reviewing the performance of the Company and his contribution, approved the proposal to modify his remuneration as follows:



**BREWING
BOLD
ENTERTAINMENT**

Salary	Rs. 100,000/- per month; in the scale of Rs. 100,000 to Rs. 200,000 per month, with such annual increments / increases as may be decided by the Board of Directors from time to time.
Perquisites / Benefits	<p>Perquisites in accordance with the rules of the Company and any additional perquisites as may be decided by the Board of Directors of the Company from time to time.</p> <ul style="list-style-type: none"> • Earned Leave: As per the Rules of the Company. • Medical Reimbursement: Reimbursement of expenses incurred for self as per the policy of the Company.
	<ul style="list-style-type: none"> • Leave Travel Concession: Leave Travel Concession for self, once in a year in accordance with the Rules of the Company. • Gratuity: Payable at the rate not exceeding half month salary for each completed year of service.
Commission/ Performance Incentive linked	Not exceeding 1% of the Net Profit of the Company in any Financial Year as the Board may determine from time to time but shall not exceed the amount equivalent to the salary for the relevant period; it may be paid pro-rata on a monthly basis at the absolute discretion of the Board.
Minimum Remuneration	In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the Managing Director shall, be paid remuneration by way of salary and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013, from time to time.

The proposed remuneration is in line with the provisions of Sections 196, 197, and 198 read with Schedule V of the Companies Act, 2013 and does not exceed the limits prescribed therein.

Except Mr. Harvinder Singh Arora and his relatives (to the extent of their shareholding, if any), none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in this resolution.

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113

Annexure-A

Details of Directors seeking re-appointment as mentioned above are as under:

Name of the Director	Ms. Smruti Sushilkumar Shinde
Age	54 years
Director Identification Number (DIN)	03185327
Date of Appointment on the Board	06/01/2012
Qualifications	B.com
Expertise in specific functional area	Content Ideation, Creative and Operation Expertise
Number of shares held in the Company	5207300 equity shares of Rs. 10/- each
Terms and Conditions	As decided between Board of Directors and Ms. Smruti Sushilkumar Shinde
List of the directorships held in other entities	NIL
Chairman / Member in the Committees of the Boards of companies in which he is Director	NIL
Relationships between Directors inter-se	NA

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113

DIRECTORS' REPORT

To,
The Members,
SOBO FILMS HOLDING LIMITED ("The Company")
(Formerly Known as SOBO Films Holding Private Limited)

Your Directors have pleasure in presenting their 13th Annual Report together with the Audited Statement of Accounts for the Financial Year ended March 31, 2025.

FINANCIAL HIGHLIGHTS:

(Amount In "Lakhs")

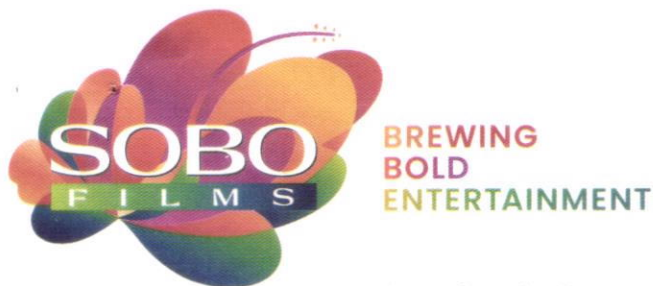
PARTICULARS	For the year ended 31.03.2025	For the year ended 31.03.2024
Revenue from Operations	6,032.67	1,788.31
Other Income	97.52	58.36
Total Income	6130.19	1,846.67
Total Expenses	5,581.01	1,779.18
Profit before exceptional items & tax	549.18	67.49
Exceptional Items	NIL	(174.04)
Profit before tax	549.18	241.53
Tax Expenses		
(a) Current Tax	144.64	69.44
(b) Short / Excess provision	0.88	(0.64)
(c) Current tax relating to prior years	NIL	NIL
(d) Deferred Tax	(17.08)	(0.96)
Profit/(Loss) after tax	420.74	173.69
Earnings Per Share (Equity Shares of Rs.10/- each)		
Basic	5.25	2.17
Diluted	5.25	2.17

STATE OF AFFAIRS / HIGHLIGHTS:

The Company is engaged in the business of production of feature films, audio visual content and other related activities. Further, the Company was converted from private limited to public limited vide fresh certificate of incorporation dated 27th January, 2025 issued by the Registrar of Companies, Central Processing Centre.

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113



During the year under review, the Company has generated revenue from operations of Rs. 6,032.67/- Lakhs as against revenue of Rs. 1,788.31/- Lakhs in the previous year 2023-24. The company has earned net profit of Rs. 420.74/- Lakhs during the financial year under review as against profit of Rs. 173.69/- Lakhs during the previous year 2023-24.

The preparation of financial statements is in conformity with Generally Accepted Accounting Principles (GAAP) and are prepared under historical cost convention on an accrual basis.

TRANSFER TO RESERVE:

There is no amount transferred to reserves during the year under review. However, credit balance of profit and loss Account is transferred to Reserves and surplus in Balance Sheet.

DIVIDEND:

In order to conserve the resources of the Company for future growth and expansion, the Board has not recommended any dividend on equity shares for the financial year ended March 31, 2025.

CHANGE IN THE NATURE OF THE BUSINESS:

During the period under review, there has been no change in the nature of business of the Company. However, the Company was converted from private limited to public limited vide fresh certificate of incorporation dated 27th January, 2025 issued by the Registrar of Companies, Central Processing Centre.

CHANGE OF NAME:

During the period under review, the Company was converted from private limited to public limited vide fresh certificate of incorporation dated 27th January, 2025 issued by the Registrar of Companies, Central Processing Centre and the name of the Company was changed from **SOBO FILMS HOLDING PRIVATE LIMITED** to **SOBO FILMS HOLDING LIMITED**. During the period under review, the company underwent a change in its name.

SHARE CAPITAL:

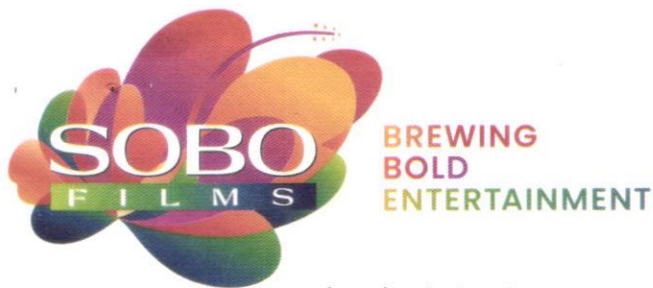
During the financial year 2024-25, the authorized share capital of the Company was increased from ₹1,00,000/- (Rupees One Lakh Only) to ₹15,00,00,000/- (Rupees Fifteen Crore Only) pursuant to the approval of the members at the Extra Ordinary General Meeting held on August 16, 2024. During the financial year 2024-25, the authorized share capital of the Company was increased from ₹1,00,000/- (Rupees One Lakh Only) divided into 10,000 Equity Shares of Rs. 10/- each to ₹15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 Equity Shares of Rs. 10/- pursuant to the approval of the members at the Extra Ordinary General Meeting held on August 16, 2024.

i) Issue of share warrant with differential Rights

The Company has not Issued any equity shares with differential right as to dividend, voting or

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113



otherwise during the Financial Year.

ii) Issue of Sweat Equity shares

The Company has not issued any sweat equity shares to employees of the Company under any scheme during the Financial Year.

iii) Bonus shares

During the year under review, the Company issued bonus shares in the ratio of 800:1 to the eligible shareholders. Accordingly, 80,00,000 (Eighty Lakhs) equity shares of ₹10/- (Rupees Ten only) each were issued as fully paid-up bonus shares to existing equity shareholders of the Company.

iv) Employee Stock Option

The Company has not issued any shares under the Stock option Scheme to employees of the Company during the Financial Year.

v) Right issue of shares

The company has not issued any right shares during the Financial Year.

BOARD EVALUATION:

The provisions of the Companies Act, 2013 requiring Board Evaluation, are not applicable to the Company, therefore evaluation of the Board is not required during the Financial Year.

DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY:

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

INTERNAL FINANCIAL CONTROL:

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company follows all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113

- i. In the preparation of the annual accounts for the financial year ended 31st March, 2025 the applicable accounting standard had been followed along with proper explanation relating to material departures.
- ii. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that were 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 of loss of the Company for the year under review.
- iii. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The directors had prepared the accounts for the financial year ended 31st March, 2025 on a going concern basis.
- v. The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively.
- vi. 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.

DIRECTORS & COMMITTEES:

The composition of the Board as on 31st March 2025 is follows:

Sr. No.	Name	Designation	DIN
1.	Smruti Sushilkumar Shinde	Managing Director	03185327
2.	Harvinder singh Arora	Director	00802852
3.	Sanjay Kumar Rasiklal Doshi	Independent Director	00004274
4.	Sachin Bhaidas Nagarale	Independent Director	00636655
5.	Jawahar Sharma	Independent Director	03026641

During the year under review, following were the changes in the composition of the Board ;

• **Appointment during the year:**

- Mr. Jawahar Sharma (DIN: 03026641) was appointed as an Non-Executive Independent with effect from January 04, 2025.
- Mr. Sanjay Kumar Rasiklal Doshi (DIN: 00004274) was appointed as an Non-ExecutiveIndependent Director with effect from January 22, 2025.
- Mr. Sachin Bhaidas Nagarale (DIN: 00636655) was appointed as an Non-Executive Independent Director with effect from January 22, 2025.

None of the directors of the Company are disqualified in terms of section 164 from being appointed as Directors of the Company. Further, Ms. Smruti Sushilkumar Shinde, (DIN: 03185327), shall retire by rotation and being eligible, seeks re-appointment at the ensuing Annual General Meeting. The Company has received declarations from the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under the provisions of Companies Act, 2013. The Board after taking these declarations/ disclosures on record and acknowledging the veracity of the same, is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience, expertise, hold highest standards of integrity and are Independent of the Management of the Company. Further, all the independent directors are registered with data bank maintained by the Indian Institute of Corporate Affairs ("IICA").

• **Key Managerial Personnel's (KMPs) Personnel (KMP)**

Although the provisions related to Key Managerial Personnel under Section 203 of the Companies Act, 2013 were not applicable to the Company during the financial year 2024-25, the composition of the KMP's as on 31st March 2025 is follows

Sr. No.	Name	Designation
1.	Harvindar Singh Arora	Chief Executive officer (CEO)
2.	Devendra Raikwar	Chief Financial officer (CFO)
3.	Sakshi Saxena	Company Secretary (CS)

During the year under review, following were the changes in the composition of the KMP's; the following appointments were made:

- Ms. Sakshi Saxena was appointed as the Company Secretary with effect from January 28, 2024.
- Mr. Devendra Raikwar was appointed as the Chief Financial Officer (CFO) with effect from January 28, 2024.

• **Changes after the closure of the financial year:**

- Mr. Devendra Raikwar resigned from the position of CFO with effect from May 31, 2025.
- Mr. Deven Narendra Majithia was appointed as the new CFO with effect from September 1, 2025.

MEETINGS OF BOARD OF DIRECTORS:

During the financial year 2024-25, the Board of Directors met Fourteen (14) times. The intervening gap between two meetings was within the period as prescribed under the Companies Act, 2013 read with Secretarial Standard -1 (SS-1) issued by the Institute of Company Secretaries of India.

The provisions of Companies Act, 2013 and SS-1 were adhered to while considering the time gap between two meetings.



**BREWING
BOLD
ENTERTAINMENT**

Sr. No	Date of the Meeting	Sr. No	Date of the Meeting
1	01/04/2024	8	26/10/2024
2	25/06/2024	9	04/01/2025
3	27/06/2024	10	07/01/2025
4	22/07/2024	11	14/01/2025
5	30/07/2024	12	23/01/2025
6	28/09/2024	13	28/01/2025
7	01/10/2024	14	21/03/2025

COMMITTEES OF THE BOARD :

- **AUDIT COMMITTEE:**

In accordance with the provisions of Section 177 of the Companies Act, 2013, the Company has constituted an Audit Committee w.e.f. **28th January 2025**. The Audit Committee comprises of minimum three directors as members, of which majority shall be Independent Directors and majority of members and chairperson shall be persons with ability to read and understand financial statements.

The Audit Committee is entrusted with the responsibility of overseeing the Company's financial reporting process, internal controls, and audit functions. It plays a key role in ensuring the integrity of financial statements and compliance with applicable legal and regulatory requirements.

Following is the Composition of the Committee:

Name	Category	Designation
Jawahar Sharma	Independent Director	Chairperson
Sanjay Kumar Rasiklal Doshi	Independent Director	Member
Smruti Sushilkumar Shinde	Managing Director	Member

During the financial year, the Audit Committee met two times as follows:

Sr. No	Date of the Meeting
1	29/01/2025
2	21/03/2025

The Board of Directors has accepted all the recommendations made by the Audit Committee during the year.

- **NOMINATION AND REMUNERTION COMMITTEE:**

In accordance with the provisions of Section 178 of the Companies Act, 2013, the Company has constituted Nomination and Remuneration Committee w.e.f. **28th January 2025**. The Nomination and Remuneration

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113

Committee comprises of minimum three Non-Executive Directors as members of which half of them shall be Independent Directors.

Following is the Composition of the Committee:

Name	Category	Designation
Sachin Bhaidas Nagarale	Independent Director	Chairperson
Jawahar Sharma	Independent Director	Member
Sanjay Kumar Rasiklal Doshi	Independent Director	Member

• **STAKEHOLDERS' RELATIONSHIP COMMITTEE:**

In accordance with the provisions of Section 178 of the Companies Act, 2013, the Company has constituted Stakeholders' Relationship Committee w.e.f. **28th January 2025**. Following is the Composition of the Committee:

Name	Category	Designation
Jawahar Sharma	Independent Director	Chairperson
Sachin Bhaidas Nagarale	Independent Director	Member
Harvinder Singh Arora	Director	Member
Smruti Sushilkumar Shinde	Managing Director	Member

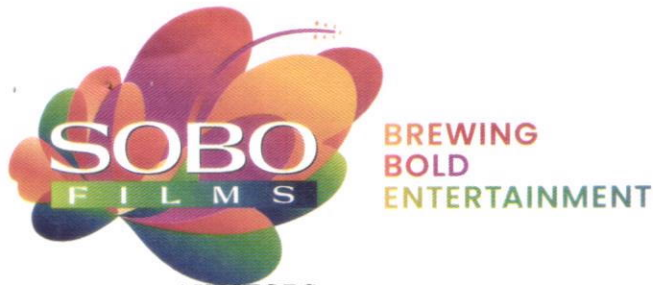
REMUNERATION TO DIRECTORS AND KMPs:

Details of remuneration paid to Directors for the year ended 31.03.2025 are as follows.

(Amount in Lakhs)	
Name of the Director	Amount in Rs.
Mr. Smruti Sushilkumar Shinde	14.40
Mr. Harvinder Singh Arora	12.00

PARTICULAR OF EMPLOYEE REMUNERATION UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2016 IS AS UNDER:

Pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2016, the Company has not appointed any Employee(s), in receipt of remuneration exceeding Rs. 8,50,000/- per month, when employed for a part of the year or 1,02,00,000/- per annum, when employed throughout the year. Hence, disclosure is not required during the year under review.



AUDITORS:

i) Statutory Auditors:

At the previous Annual General Meeting held on September 30, 2025, M/s CGCA & Associates LLP, Chartered Accountants (FRN 109371S/W101013), were appointed as Statutory Auditor of the Company, to for a period of five years (i.e. to hold office till the conclusion of the Annual General Meeting of the company to be held in the financial year 2029-30)..

Further, the aforesaid Statutory Auditor has confirmed that it is not disqualified to act as Auditor and is eligible to hold office as Auditor of your Company.

BOARD'S COMMENT ON THE AUDITORS' REPORT:

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification or explanation. The Notes on financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. Further, the Directors of the Company confirm that during the year under review, no instances of fraud were reported by the Auditors under Section 143(12) of the Companies Act, 2013 and the Rules made there under either to the Company or to the Central Government.

WEB LINK OF ANNUAL RETURN, IF ANY:

The Annual Return of the Company as on 31st March, 2025, will be available on the Company's website post filing of the same with the Registrar of Company, Ministry of Corporate Affairs is completed and the same can be thereafter accessed at www.sobofilms.com.

COST AUDIT REPORT:

As per the Cost Audit Order, Cost Audit is not applicable to the company during the Current Financial Year.

SECRETARIAL AUDIT REPORT:

provisions of Section 204 of the Companies Act, 2013 requiring Secretarial Audit is not applicable during the Year.

INTERNAL AUDIT:

As per the provisions of section 138 of the Companies Act, 2013 requiring Internal Audit is not applicable the Company.

ESTABLISHMENT OF VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The provisions of the section 177(9) and (10) of the companies Act, 2013 requiring establishment of a Vigil Mechanism for Directors and Employees are not applicable the Company.

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113

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

Conservation of energy and technology absorption information pursuant to section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is not applicable.

Particulars of Foreign Exchange Earnings and Outgoes during the year are as follows;

Foreign Exchange Earnings: Rs. 16,75,30,700

Foreign Exchange Outgo: Rs. 1,40,820

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

During the year under review, the Company has entered into material contracts or arrangements within the purview of section 188 of the Companies Act, 2013 with related parties under section 188 of the Companies Act, 2013 and accordingly Form AOC-2 is attached herewith.

Further, all the Related Party Transactions entered are at arm's length price and in the ordinary course of Business.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:

The Company has one subsidiary in the form of a Limited Liability Partnership, i.e., SB Filmz Venturez LLP. Details of the same is provided under AOC-1 and the same is attached herewith. Further, The Company does not have any Associates and Joint Ventures.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The details of Loans, Guarantees, Securities and Investments as required under the provision of section 186 of the Companies Act, 2013 are given in the notes to Standalone Financial Statements forming part of this Report.

DEPOSITS FROM PUBLIC:

During the financial year, your Company has not accepted any public deposit within the meaning of section 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014. Further, the details of exempted deposits are provided under Notes to the Financial Statements.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

Pursuant to the provisions of Section 135 of the Companies Act, 2013, and the rules made thereunder, the provisions relating to Corporate Social Responsibility (CSR) are not applicable to the Company, during the financial year.

However, the Company, as a responsible corporate citizen, has voluntarily undertaken CSR initiatives in alignment with its commitment to social welfare and sustainable development. These voluntary contribution reflect the Company's dedication to making a positive impact on society.

Further, the Company has also adopted a Corporate Social Responsibility Policy that outlines its areas of focus and guiding principles.

COMPLIANCE WITH SECRETARIAL STANDARD:

The Directors state that 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.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at the workplace and accordingly has adopted a policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During year under review, the Company has not received any complaints pertaining to sexual harassment.

1	<i>Number of complaints of sexual harassment received in the year;</i>	Nil
2	<i>Number of complaints disposed off during the year</i>	Nil
3	<i>Number of cases pending for more than ninety days</i>	Nil

GENERAL:

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

- Material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.
- Significant and material order/s passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- The Company has complied with the provisions relating to the Maternity Benefit Act, 1961.
- Details of any 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.
- Details of difference between 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.



**BREWING
BOLD
ENTERTAINMENT**

ACKNOWLEDGMENT:

Your directors wish to thank Bankers, Government authorities and various stakeholders, such as, shareholders, customers and suppliers, among others for their support and valuable guidance to the Company. Your directors also wish to place on record their appreciation for the committed services of all the Employees of the Company.

**Place: Mumbai
Date: 23/09/2025**

**For and on behalf of the Board of Directors
of Sobo Films Holding Private Limited
(Formerly Known As Sobo Films Holding Private Limited)**



**Smruti Sushilkumar Shinde
Managing Director
DIN: 03185327**



**Harvinder Singh Arora
Director
DIN: 00802852**

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Details of Subsidiaries

(Amount in lakhs)

1.	Name of the subsidiary	SB FILMZ VENTUREZ LLP
2.	Reporting period for the subsidiary concerned	Financial Year 2024-25
3.	Partners' capital contribution	10
4.	Total assets	357.61
5.	Total Liabilities	353.72

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations: NA
- Names of subsidiaries which have been liquidated or sold during the year: NA

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113

FORM NO. AOC -2

(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 at Arm's length basis.:

No Such Transactions

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

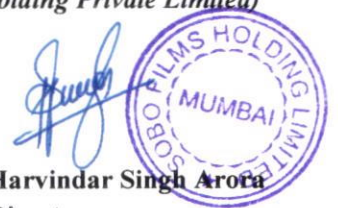
Name(s) of the related party	nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts /arrangements/transaction	Salient terms of the contracts or arrangements or transactions including the value, if any:		Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
				Amount(in INR)	Salient terms		
Mr. Harvinder Singh Arora	Director & KMP	Professional Fees	Ongoing	48,00,000	As mutually agreed	26/05/2022	-

Place: Mumbai
Date: 23/09/2025

**For and on behalf of the Board of Directors
of SOBO Films Holding Private Limited
(Formerly Known As Sobo Films Holding Private Limited)**



Smruti Sushilkumar Shinde
Managing Director
DIN: 03185327



Harvinder Singh Arora
Director
DIN: 00802852

SOBO FILMS HOLDING LIMITED

(Formerly Known as SOBO FILMS HOLDING PRIVATE LIMITED) CIN NO: U73100MH2012PLC225824
Reg. Office:- 713, 7th Floor, Crystal Paradise Mall, Dattaji Salvi Marg, Off Veera Desai Road, Andheri (W), Mumbai,
MH - 400 053, IN, Tel. No.: +91 22 40227111 / 40327113