



**BASILIC FLY STUDIO LIMITED**

**Registered Office:** Tower A, KRC Commerzone, Mount Poonamallee Road, Porur Chennai Tamil Nadu 600116 India.

**Telephone No.:** +91 9500019440; **CIN:** L92100TN2016PLC103861

**Contact Person:** Ms. Swati Sharma, Company Secretary and Compliance Officer

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Our Company was incorporated as a private limited company under the name of "Basilic Fly Studio Private Limited" under the Companies Act, 2013 vide certificate of incorporation dated January 28, 2016, issued by the Registrar of Companies, Chennai, bearing Corporate Identification Number (CIN) U92100TN2016PTC103861. Subsequently, our Company was converted into a Public Limited Company pursuant to the special resolution passed by the Shareholders of our Company on December 29, 2022. Consequently upon conversion of our Company into public limited, the name of company was changed from "Basilic Fly Studio Private Limited" to "Basilic Fly Studio Limited" and a fresh Certificate of Incorporation dated May 19, 2023, was issued by the Registrar of Companies, Chennai. For further details, please read "General Information" on page 156.

Our Company is issuing 20,25,000 equity shares of face value ₹10/- each (the "Equity Shares") at a price of ₹ 419.72 per Equity Share (the "Issue Price"), including a premium of ₹ 409.72 per Equity Share, aggregating to ₹ 84.99 Crores (the "Issue"). For further details, see "Summary of the Issue" on page 30 of this Placement Document.

**THIS ISSUE IS BEING UNDERTAKEN IN RELIANCE UPON CHAPTER VI OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (THE "SEBI ICDR REGULATIONS") AND SECTION 42 OF THE COMPANIES ACT, 2013 READ WITH RULE 14 OF THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014, EACH AS AMENDED (THE "PAS RULES"), AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER, EACH AS AMENDED ("THE COMPANIES ACT").**

OUR COMPANY HAS PREPARED THIS PLACEMENT DOCUMENT SOLELY FOR PROVIDING INFORMATION IN CONNECTION WITH THE ISSUE. THE ISSUE AND THE DISTRIBUTION OF THIS PLACEMENT DOCUMENT TO ELIGIBLE QIBs (AS DEFINED BELOW) IS BEING DONE IN RELIANCE UPON SECTION 42 OF THE COMPANIES ACT, AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT AND THE RULES MADE THEREUNDER AND CHAPTER VI OF THE SEBI ICDR REGULATIONS. THIS PLACEMENT DOCUMENT IS PERSONAL TO EACH PROSPECTIVE INVESTOR AND DOES NOT CONSTITUTE AN OFFER OR INVITATION OR SOLICITATION OF AN OFFER TO THE PUBLIC OR ANY OTHER PERSON OR CLASS OR CATEGORY OF INVESTORS WITHIN OR OUTSIDE INDIA OTHER THAN ELIGIBLE QIBs. THIS PLACEMENT DOCUMENT SHALL BE CIRCULATED ONLY TO SUCH QIBs WHOSE NAMES ARE RECORDED BY OUR COMPANY PRIOR TO MAKING AN INVITATION TO SUBSCRIBE TO THE EQUITY SHARES. YOU MAY NOT AND ARE NOT AUTHORIZED TO (1) DELIVER THIS PLACEMENT DOCUMENT TO ANY OTHER PERSON; OR (2) REPRODUCE THIS PLACEMENT DOCUMENT IN ANY MANNER WHATSOEVER; OR (3) RELEASE ANY PUBLIC ADVERTISEMENT OR UTILISE ANY MEDIA, MARKETING OR DISTRIBUTION CHANNELS OR AGENTS TO INFORM THE PUBLIC AT LARGE ABOUT THE ISSUE. ANY DISTRIBUTION OR REPRODUCTION OF THIS PLACEMENT DOCUMENT IN WHOLE OR IN PART IS UNAUTHORIZED. FAILURE TO COMPLY WITH THIS INSTRUCTION MAY RESULT IN VIOLATION OF THE SEBI ICDR REGULATIONS, THE COMPANIES ACT AND THE RULES MADE THEREUNDER OR OTHER APPLICABLE LAWS OF INDIA AND OTHER JURISDICTIONS.

INVESTMENTS IN EQUITY SHARES INVOLVE A HIGH DEGREE OF RISK AND PROSPECTIVE INVESTORS SHOULD NOT INVEST IN THE ISSUE UNLESS THEY ARE PREPARED TO TAKE THE RISK OF LOSING ALL OR PART OF THEIR INVESTMENT. PROSPECTIVE INVESTORS ARE ADVISED TO CAREFULLY READ THE SECTION "RISK FACTORS" BEGINNING ON PAGE 39 BEFORE MAKING AN INVESTMENT DECISION RELATING TO THE ISSUE. EACH PROSPECTIVE INVESTOR IS ADVISED TO CONSULT ITS OWN ADVISORS ABOUT THE PARTICULAR CONSEQUENCES OF AN INVESTMENT IN THE EQUITY SHARES TO BE ISSUED PURSUANT TO THIS PLACEMENT DOCUMENT AND THE PLACEMENT DOCUMENT (AS DEFINED HEREINAFTER). PROSPECTIVE INVESTORS SHALL CONDUCT THEIR OWN DUE DILIGENCE ON THE EQUITY SHARES AND OUR COMPANY. IF YOU DO NOT UNDERSTAND THE CONTENTS OF THIS PLACEMENT DOCUMENT AND THE PLACEMENT DOCUMENT, YOU SHOULD CONSULT OWN ADVISORS.

The Equity Shares are listed on EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE"). The closing prices of the outstanding Equity Shares on NSE as on September 5, 2025 was ₹ 471.30 per Equity Share. Our Equity shares are traded in lots. In-principle approvals pursuant to Regulation 28(1)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, for listing of the Equity Shares to be issued pursuant to the Issue have been received from NSE on September 8, 2025. Our Company shall make applications to the Stock Exchange for obtaining the final listing and trading approvals for the Equity Shares to be issued pursuant to the Issue. The Stock Exchange assumes no responsibility for the correctness of any statements made, opinions expressed, or reports contained herein. Admission of the Equity Shares to be issued pursuant to the Issue for trading on the Stock Exchange should not be taken as an indication of the merits of our Company or of the Equity Shares.

A copy of the Preliminary Placement Document and Placement Document (which includes disclosures prescribed under Form PAS-4 (as defined hereafter) has been delivered to the Stock Exchange. Our Company shall also make the requisite filings with the Registrar of Companies, Chennai (the "RoC"), within the stipulated period as prescribed under the Companies Act and the PAS Rules. This Placement Document has not been reviewed by the Securities and Exchange Board of India ("SEBI"), the Stock Exchange, the RoC or any other regulatory or listing authority and is intended only for use by Eligible QIBs (as defined hereinafter). This Placement Document has not been and will not be filed as a prospectus with the RoC, will not be circulated or distributed to the public in India or any other jurisdiction, and will not constitute a public offer in India or any other jurisdiction.

Invitations for subscription, offers and sales of Equity Shares to be issued pursuant to the Issue shall only be made pursuant to the Preliminary Placement Document together with the Application Form, the Placement Document and the Confirmation of Allocation Note (each as defined hereinafter). For further details, see "Issue Procedure" beginning on page 114 of this Placement Document. The distribution of this Placement Document or the disclosure of its contents without our Company's prior consent to any person, other than Eligible QIBs to whom this Placement Document is specifically addressed, and persons retained by such Eligible QIBs to advise them with respect to their purchase of the Equity Shares is unauthorized and prohibited. Each prospective investor, by accepting delivery of this Placement Document, agrees to observe the foregoing restrictions and to make no copies of this Placement Document or any documents referred to in this Placement Document.

The Equity Shares offered in the Issue have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or the securities laws of any state of the United States and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any applicable state securities laws. The Equity Shares offered in the Issue are being offered and sold only outside the United States in "offshore transactions", as defined in and in reliance on Regulation S under the U.S. Securities Act ("Regulation S") and the applicable laws of the jurisdiction where those offers and sales are made. For the selling restrictions in certain other jurisdictions, please see "Selling Restrictions" on page 128 of this Placement Document. Also see, "Transfer Restrictions" on page 137 of this Placement Document for information about transfer restrictions that apply to the Equity Shares sold in the Issue.

The information on our Company's website or any website directly or indirectly linked to our Company's website or the websites of the BRLM (as defined thereunder) or any of their respective affiliates does not constitute nor form part of this Placement Document and prospective investors should not rely on such information contained in, or available through any such websites for their investment in this Issue.

**This Placement Document is dated September 11, 2025**



**GYR Capital Advisors Private Limited**  
**BOOK RUNNING LEAD MANAGER**

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## NOTICE TO INVESTORS

Our Company has furnished and accepts full responsibility for the information contained in this Placement Document and confirms that to the best of its knowledge and belief, having made all reasonable enquiries, this Placement Document contains all information with respect to our Company and the Equity Shares, which is material in the context of the Issue. The statements contained in this Placement Document relating to our Company and the Equity Shares are, in all material respects, true and accurate and not misleading, and the opinions and intentions expressed in this Placement Document with regard to our Company and the Equity Shares are honestly held, have been reached after considering all relevant circumstances, are based on reasonable assumptions and information presently available to our Company. There are no other facts in relation to our Company and the Equity Shares, the omission of which would, in the context of the Issue, make any statement in this Placement Document misleading in any material respect. Further, our Company has made all reasonable enquiries to ascertain such facts and to verify the accuracy of all such information and statements. The information contained in this Placement Document has been provided by our Company and other sources identified herein. Unless otherwise stated, all information in this Placement Document is provided as of the date of this Placement Document and neither our Company nor the BRLM has any obligation to update such information to a later date.

This Placement Document is being furnished on a confidential basis solely for the purpose of enabling a prospective investor to consider subscribing for the particular securities described herein. Distribution of this Placement Document to any person other than the Eligible QIBs specified by the Book Running Lead Manager or its representatives, and those persons, if any, retained to advise such investor with respect thereto, is unauthorized, and any disclosure of its contents, without prior written consent of our Company, is prohibited. Any reproduction or distribution of this Placement Document, in whole or in part, and any disclosure of its contents to any other person is prohibited. Each prospective investor, by accepting delivery of this Placement Document, agrees to observe the foregoing restrictions and make no copies of this Placement Document or any offering material in connection with the Equity Shares.

GYR Capital Advisors Private Limited (the "BRLM") has not separately verified all of the information contained in this Placement Document (financial, legal or otherwise). Accordingly, neither the BRLM nor any of their respective shareholders, employees, counsel, officers, directors, representatives, agents or affiliates make any express or implied representation, warranty or undertaking, and no responsibility or liability is accepted by the BRLM and/or any of their respective shareholders, employees, counsel, officers, directors, representatives, agents or affiliates as to the accuracy or completeness of the information contained in this Placement Document or any other information (financial, legal or otherwise) supplied in connection with our Company and the Equity Shares or distribution of this Placement Document. Each person receiving this Placement Document acknowledges that such person has not relied either on the BRLM or on any of their respective shareholders, employees, counsel, officers, directors, representatives, agents or affiliates in connection with such person's investigation of the accuracy of such information or such person's investment decision, and each such person must rely on its own examination of our Company and the merits and risks involved in investing in the Equity Shares issued pursuant to the Issue.

No person is authorized to give any information or to make any representation not contained in this Placement Document and any information or representation not so contained must not be relied upon as having been authorized by or on behalf of our Company or on behalf of the BRLM. The delivery of this Placement Document at any time does not imply that the information contained in it is correct as at any time subsequent to its date.

The distribution of this Placement Document and the issue of Equity Shares may be restricted in certain jurisdictions by applicable laws. As such, this Placement Document does not constitute, and may not be used for or in connection with, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorized or to any person to whom it is unlawful to make such offer or solicitation. In particular, except for India, no action has been taken by our Company and the BRLM that would permit an offering of the Equity Shares or distribution of this Placement Document in any jurisdiction, where action for that purpose is required. Accordingly, the Equity Shares may not be offered or sold, directly or indirectly, and neither this Placement Document nor any offering material in connection with the Equity Shares may be distributed or published in or from any country or jurisdiction, except under circumstances that will result in compliance with any applicable rules and regulations of any such country or jurisdiction. For a description of the restrictions applicable to the offer of the Equity Shares in the Issue in certain jurisdictions, see "Selling Restrictions" and "Transfer Restrictions" on page 128 and 137 respectively.

**The Equity Shares have not been approved, disapproved or recommended by any regulatory authority in any jurisdiction including the United States Securities and Exchange Commission, any other federal or state authorities in the United States, the securities authorities of any non-United States jurisdiction or any other United States or non-United States regulatory authority. No authority has passed on or endorsed the merits of the Issue or the accuracy or adequacy of this Placement Document. Any representation to the contrary may be a criminal offence in certain jurisdictions.**

The Equity Shares have not been and will not be registered under the U.S. Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. The Equity Shares offered in the Issue are being offered and sold only outside the United States in "offshore transactions", as defined in and in reliance on Regulation S under the U.S. Securities Act ("**Regulation S**") and the applicable laws of the jurisdiction where those offers and sales are made. For the selling restrictions in certain other jurisdictions, please see "Selling Restrictions" on page 128. Also please refer, "Transfer Restrictions" on page 137 for information about transfer restrictions that apply to the Equity Shares sold in the Issue.

In making an investment decision, the prospective investors must rely on their own examination of our Company and the Equity Shares and the terms of the Issue, including merits and risks involved. Prospective investors should not construe the contents of this Placement Document as legal, business, tax, accounting or investment advice. Prospective investors should consult their own counsel and advisors as to business, investment, legal, tax, accounting and related matters concerning this Issue. In addition, our Company and the BRLM are not making any representation to any investor, purchaser, offeree or subscriber of the Equity Shares in relation to this Issue regarding the legality of an investment in the Equity Shares by such investor, purchaser, offeree or subscriber under applicable legal, investment or similar laws or regulations. The prospective investors of the Equity Shares should conduct their own due diligence on the Equity Shares and our Company. If you do not understand the contents of this Placement Document, you should consult an authorized financial advisor and/or legal advisor.

Each investor, purchaser, offeree or subscriber of the Equity Shares in the Issue is deemed to have acknowledged, represented and agreed that it is an Eligible QIB and is eligible to invest in India and in our Company under applicable law, including Chapter VI of the SEBI ICDR Regulations, Section 42 of the Companies Act and other provisions of the Companies Act, and that it is not prohibited by SEBI or any other regulatory, statutory or judicial authority, in India or any other jurisdiction, from buying, selling or dealing in securities including the Equity Shares. Each investor, purchaser, offeree or subscriber of the Equity Shares in the Issue also acknowledges that it has been afforded an opportunity to request from our Company and review information relating to our Company and the Equity Shares.

The Company does not undertake to update the Placement Document to reflect subsequent events after the date of the Placement Document and thus it should not be relied upon with respect to such subsequent events without first confirming the accuracy or completeness with the Company. Neither the delivery of this Placement Document nor any issue of Equity Shares made hereunder shall, under any circumstances, constitute a representation or create any implication that there has been no change in the affairs of the Company since the date hereof.

Our Company and the BRLM are not liable for any amendment or modification or change to applicable laws or regulations, which may occur after the date of this Placement Document. QIBs are advised to make their independent investigations and satisfy themselves that they are eligible to apply. QIBs are advised to ensure that any single application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in the Placement Document. Further, QIBs are required to satisfy themselves that their Bids would not eventually result in triggering a tender offer under the Takeover Regulations and the QIBs shall be solely responsible for compliance with the provisions of the Takeover Regulations, SEBI Insider Trading Regulations and other applicable laws, rules, regulations, guidelines and circulars.

This Placement Document contains summaries of certain terms of certain documents, which are qualified in their entirety by the terms and conditions of such document. The information on our Company's website, viz, [www.basilicflystudio.com](http://www.basilicflystudio.com), or any website directly or indirectly linked to our Company or on the website of the BRLM or any of their respective affiliates, does not constitute nor form part of this Placement Document. Prospective investors should not rely on such information contained in, or available through, any such websites. The Company agrees to comply with any undertakings given by it from time to time in connection with the Equity Shares to the Stock Exchange and, without prejudice to the generality of foregoing, shall furnish to the Stock Exchange all such information as the rules of the Stock Exchange may require in connection with the listing of the Equity Shares on the Stock Exchange.

## **NOTICE TO INVESTORS IN CERTAIN OTHER JURISDICTIONS**

This Placement Document is not an offer to sell securities and is not soliciting an offer to subscribe to or buy securities in any jurisdiction where such offer, solicitation, sale or subscription is not permitted. For information to investors in certain other jurisdictions, see "Selling Restrictions" and "Transfer Restrictions" on page 128 and 137 respectively for information about transfer restrictions that apply to the Equity Shares sold in the Issue.

**Any information about our Company available on any website of the Stock Exchanges, our Company or the BRLM, other than this Placement Document, shall not constitute a part of this Placement Document and no investment decision should be made on the basis of such information.**

## REPRESENTATIONS BY INVESTORS

All references herein to "you" or "your" in this section are to the prospective investors in the Issue. By bidding for and/or subscribing to any Equity Shares under this Issue, you are deemed to have represented, warranted, acknowledged and agreements set forth in the sections "**Notice to Investors**", "**Selling Restrictions**" and "**Transfer Restrictions**" on pages 3, 128 and 137 respectively, and to have represented, warranted, acknowledged to and agreed with our Company and the BRLM, as follows:

- You are a "**Qualified Institutional Buyer**" as defined in Regulation 2(1)(ss) of the SEBI ICDR Regulations and not excluded pursuant to Regulation 179(2)(b) of the SEBI ICDR Regulations, having a valid and existing registration under applicable laws and regulations of India, and undertake to (i) acquire, hold, manage or dispose of any Equity Shares that are Allotted (hereinafter defined) to you in accordance with Chapter VI of the SEBI ICDR Regulations, the Companies Act, 2013, and all other applicable laws; and (ii) comply with all requirements under applicable law in this relation, including reporting obligations, requirements/ making necessary filings, if any, in connection with the Issue or otherwise accessing capital markets;
- You are eligible to invest in India under applicable laws, including the FEMA Rules (as defined hereinafter) and any notifications, circulars or clarifications issued thereunder, and have not been prohibited by SEBI or any other regulatory authority, statutory authority or otherwise, from buying, selling, or dealing in securities or otherwise accessing capital markets in India;
- If you are not a resident of India, but a QIB, you are an Eligible FPI (and are not an individual, corporate body or a family office), having a valid and existing registration with SEBI under the applicable laws in India or a multilateral or bilateral development financial institution, and are eligible to invest in India under applicable law, including the SEBI FPI Regulations, FEMA Rules, and any notifications, circulars or clarifications issued thereunder, and have not been prohibited by SEBI or any other regulatory authority, from buying, selling, dealing in securities or otherwise accessing the capital markets. You confirm that you are not an FVCI. You will make all necessary filings with appropriate regulatory authorities, including the RBI, as required pursuant to applicable laws;
- You are aware that in terms of the SEBI FPI Regulations and the FEMA Rules, the total holding by each FPI including its investor group (which means multiple entities registered as FPIs and directly or indirectly having common ownership of more than 50% or common control) shall be below 10% of the total paid-up Equity Share capital of our Company on a fully diluted basis and the total holdings of all FPIs put together shall not exceed the sectoral cap applicable to the sector in which our Company operates. In terms of the FEMA Rules, for calculating the total holding of FPIs in a company, holding of all registered FPIs shall be included. Hence, Eligible FPIs may invest in such number of Equity Shares in this Issue such that the individual investment of the FPI in our Company does not exceed 10% of the post-Issue paid-up Equity Share capital of our Company on a fully diluted basis and the aggregate investment by FPIs in our Company does not exceed the sectoral cap applicable to our Company. In case the holding of an FPI together with its investor group increases to 10% or more of the total paid-up Equity Share capital, on a fully diluted basis, such FPI together with its investor group shall divest the excess holding within a period of five trading days from the date of settlement of the trades resulting in the breach. If however, such excess holding has not been divested within the specified period of five trading days, the entire shareholding of such FPI together with its investor group will be re-classified as FDI, subject to the conditions as specified by SEBI and the RBI in this regard and compliance by our Company and the investor with applicable reporting requirements and the FPI and its investor group will be prohibited from making any further portfolio investment in our Company under the SEBI FPI Regulations;
- You will provide the information as required under the provisions of the Companies Act, 2013, the PAS Rules and applicable SEBI ICDR Regulations and rules for record keeping by our Company, including your name, complete address, phone number, e-mail address, permanent account number (if applicable) and bank account details and such other details as may be prescribed or otherwise required even after the closure of the Issue;
- If you are Allotted Equity Shares, you shall not, for a period of one year from the date of Allotment, sell the Equity Shares so acquired except on the floor of the Stock Exchanges;
- You are aware that the Preliminary Placement Document and this Placement Document has not been and will not be filed as a prospectus with the RoC under the Companies Act, the SEBI ICDR Regulations or under any other law in force in India and, no Equity Shares will be offered in India or overseas to the public or any members of the public in India or any other class of investors, other than Eligible QIBs. This Placement Document (which includes disclosures prescribed under Form PAS-4) has not been reviewed, verified or affirmed by the RBI, SEBI, the Stock Exchange, the RoC or any other regulatory or listing authority and is intended only for use by

Eligible QIBs;

- You are aware that the Preliminary Placement Document has been filed, and this Placement Document will be filed, with the Stock Exchange for record purposes only and the Preliminary Placement Document and this Placement Document will be displayed on the websites of our Company and the Stock Exchange;
- You are permitted to subscribe for and acquire the Equity Shares under the laws of all relevant jurisdictions that apply to you and that you have fully observed such laws and you have necessary capacity, have obtained all necessary consents, governmental or otherwise, and authorisations and complied and shall comply with all necessary formalities, to enable you to participate in the Issue and to perform your obligations in relation thereto (including, without limitation, in the case of any person on whose behalf you are acting, all necessary consents and authorisations to agree to the terms set out or referred to in this Placement Document), and will honour such obligations;
- You are aware that, our Company, the BRLM or any of their respective shareholders, directors, officers, employees, counsel, representatives, agents or affiliates are not making any recommendations to you or advising you regarding the suitability of any transactions that you may enter into in connection with the Issue and your participation in the Issue is on the basis that you are not, and will not, up to the Allotment, be a client of the BRLM. The BRLM or any of their respective shareholders, directors, officers, employees, counsel, representatives, agents, associates or affiliates do not have any duties or responsibilities to you for providing the protection afforded to their clients or customers or for providing advice in relation to the Issue and are not in any way acting in a fiduciary capacity;
- You confirm that, either: (i) you have not participated in or attended any investor meetings or presentations by our Company or its agents (the "Company Presentations") with regard to our Company or the Issue; or (ii) if you have participated in or attended any Company Presentations: (a) you understand and acknowledge that the BRLM may not have knowledge of the statements that our Company or its agents may have made at such Company Presentations and is therefore unable to determine whether the information provided to you at such Company Presentations may have included any material misstatements or omissions, and, accordingly you acknowledge that the BRLM have advised you not to rely in any way on any information that was provided to you at such Company Presentations, and (b) confirm that you have not been provided any material or price sensitive information relating to our Company and the Issue that was not publicly available;
- Your decision to subscribe to the Equity Shares to be issued pursuant to the Issue has not been made on the basis of any information, which is not set forth in this Placement Document;
- You are subscribing to the Equity Shares to be issued pursuant to the Issue in accordance with applicable laws and by participating in this Issue, you are not in violation of any applicable law, including but not limited to the SEBI Insider Trading Regulations, the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003, as amended, and the Companies Act;
- You understand that the Equity Shares issued pursuant to the Issue shall be subject to the provisions of the Memorandum of Association and Articles of Association of our Company and will be credited as fully paid and will rank pari passu in all respects with the existing Equity Shares including the right to receive dividend and other distributions declared;
- All statements other than statements of historical fact included in this Placement Document, including, without limitation, those regarding our Company, or our financial position, business strategy, plans and objectives of management for future operations (including development plans and objectives relating to our Company's business), are forward-looking statements. You are aware that such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause actual results to be materially different from future results, performance or achievements expressed or implied by such forward looking statements. Such forward-looking statements are based on numerous assumptions regarding our Company present and future business strategies and environment in which our Company will operate in the future. You should not place undue reliance on forward-looking statements, which speak only as at the date of this Placement Document. Neither our Company nor the BRLM or any of their respective shareholders, directors, officers, employees, counsel, representatives, agents or affiliates assume any responsibility to update any of the forward-looking statements contained in this Placement Document;
- You are aware and understand that the Equity Shares are being offered only to Eligible QIBs on a private placement basis and are not being offered to the general public, or any other category other than Eligible QIBs and the Allotment of the same shall be at the sole discretion of our Company, in consultation with the BRLM;

- You are aware that in terms of the requirements of the Companies Act, upon Allocation, our Company will be required to disclose names and percentage of post-Issue shareholding of the proposed Allottees in the Placement Document, as applicable. However, disclosure of such details in relation to the proposed Allottees in the Placement Document will not guarantee Allotment to them, as Allotment in the Issue shall continue to be at the sole discretion of our Company, in consultation with the BRLM;
- You are aware that if you are Allotted more than 5% of the Equity Shares in the Issue, our Company shall be required to disclose your name and the number of the Equity Shares Allotted to you to the Stock Exchange and the Stock Exchange will make the same available on their website and you consent to such disclosures;
- You have been provided a serially numbered copy of this Placement Document and have read it in its entirety; including, in particular, "Risk Factors" on page no. 39.
- In making your investment decision, you have (i) relied on your own examination of the Company, the Equity Shares and the terms of the Issue, including the merits and risks involved, (ii) made and will continue to make your own assessment of our Company, the Equity Shares and the terms of the Issue based solely on and in reliance of the information contained in this Placement Document and no other disclosure or representation by our Company or any other party, (iii) consulted your own independent counsel and advisors or otherwise have satisfied yourself concerning, without limitation, the effects of local laws (including tax laws), (iv) received all information that you believe is necessary or appropriate in order to make an investment decision in respect of our Company and the Equity Shares, and (v) relied upon your own investigation and resources in deciding to invest in the Issue;
- Neither our Company nor the BRLM nor any of their respective shareholders, directors, officers, employees, counsel, representatives, agents or affiliates have provided you with any tax advice or otherwise made any representations regarding the tax consequences of purchase, ownership and disposal of the Equity Shares (including but not limited to the Issue and the use of the proceeds from the Equity Shares). You will obtain your own independent tax advice from a reputable service provider and will not rely on the BRLM or any of their shareholders, directors, officers, employees, counsel, representatives, agents or affiliates, when evaluating the tax consequences in relation to the Equity Shares (including, in relation to the Issue and the use of proceeds from the Equity Shares). You waive, and agree not to assert any claim against, our Company, the BRLM or any of their respective shareholders, directors, officers, employees, counsel, representatives, agents or affiliates, with respect to the tax aspects of the Equity Shares or as a result of any tax audits by tax authorities, wherever situated;
- You are a sophisticated investor and have such knowledge and experience in financial, business and investment matters as to be capable of evaluating the merits and risks of an investment in the Equity Shares. You are experienced in investing in private placement transactions of securities of companies in a similar nature of business, similar stage of development and in similar jurisdictions. You and any accounts for which you are subscribing for the Equity Shares (i) are each able to bear the economic risk of your investment in the Equity Shares, (ii) will not look to our Company and/or the BRLM or any of their respective shareholders, directors, officers, employees, counsel, advisors, representatives, agents or affiliates for all or part of any such loss or losses that may be suffered in connection with the Issue, including losses arising out of non-performance by our Company of any of its respective obligations or any breach of any representations and warranties by our Company, whether to you or otherwise, (iii) are able to sustain a complete loss on the investment in the Equity Shares, (iv) have no need for liquidity with respect to the investment in the Equity Shares, (v) have no reason to anticipate any change in your or their circumstances, financial or otherwise, which may cause or require any sale or distribution by you or them of all or any part of the Equity Shares; and (vi) are seeking to subscribe to the Equity Shares in the Issue for your own investment and not with a view to resell or distribute. You are aware that investment in Equity Shares involves a high degree of risk and that the Equity Shares are, therefore a speculative investment;
- If you are acquiring the Equity Shares to be issued pursuant to the Issue for one or more managed accounts, you represent and warrant that you are authorized in writing, by each such managed account to acquire such Equity Shares for each managed account and hereby make the representations, warranties, acknowledgements, undertakings and agreements herein for and on behalf of each such account, reading the reference to "you" to include such accounts;
- You are not a "promoter" (as defined under the Companies Act and the SEBI ICDR Regulations) of our Company and are not a person related to any of our Promoters, either directly or indirectly and your Bid (hereinafter defined) does not directly or indirectly represent any of our 'Promoters', or members of our 'Promoter Group' (as defined under the SEBI ICDR Regulations) or persons or entities related thereto;

- You have no rights under a shareholders' agreement or voting agreement with the Promoters or members of the Promoter Group, no veto rights or right to appoint any nominee director on our Board, other than the rights acquired, if any, in the capacity of a lender not holding any Equity Shares;
- You will have no right to withdraw your Bid or revise your Bid downwards after the Bid/Issue Closing Date (as defined hereinafter);
- You are eligible to Bid for and hold the Equity Shares so Allotted, together with any Equity Shares held by you prior to the Issue. You further confirm that your aggregate holding after the Allotment of the Equity Shares shall not exceed the level permissible, as per any applicable regulation;
- The Bid made by you would not ultimately result in triggering an open offer under the SEBI Takeover Regulations (as defined hereinafter) and you shall be solely responsible for compliance, if any with all other applicable provisions of the SEBI Takeover Regulations;
- Your aggregate equity shareholding in our Company, together with other Allottees that belong to the same group or are under common control as you, pursuant to the Allotment under the Issue shall not exceed 50% of the Issue Size. For the purposes of this representation:
  - (i) Eligible QIBs "belonging to the same group" shall mean entities where (a) any of them controls, directly or indirectly, through its subsidiary or holding company, not less than 15% of the voting rights in the other; (b) any of them, directly or indirectly, by itself, or in combination with other persons, exercise control over the others; or (c) there is a common director, excluding nominee and independent directors, amongst an Eligible QIB, its subsidiary or holding company and any other Eligible QIB; and
  - (ii) 'Control' shall have the same meaning as is assigned to it by Regulation 2(1)(e) of the SEBI Takeover Regulations;
- You shall not undertake any trade in the Equity Shares credited to your beneficiary account until such time that the final listing and trading approvals for such Equity Shares to be issued pursuant to this Issue, are issued by the Stock Exchange;
- You are aware that (i) applications for in-principle approval, in terms of Regulation 28(1)(a) of the SEBI Listing Regulations, for listing and admission of the Equity Shares to be issued pursuant to the Issue and for trading on the Stock Exchange, were made and an in-principle approval has been received by our Company from each of the Stock Exchange, and (ii) the application for the final listing and trading approval will be made only after Allotment. There can be no assurance that the final listing and trading approvals for listing of the Equity Shares will be obtained in time or at all. Neither our Company nor the BRLM nor any of their respective shareholders, directors, officers, employees, counsel, representatives, agents or affiliates shall be responsible for any delay or non-receipt of such final listing and trading approvals or any loss arising from such delay or non-receipt;
- You are aware and understand that the BRLM have entered into a Placement Agreement with our Company whereby the BRLM have, subject to the satisfaction of certain conditions set out therein, undertaken to use their reasonable efforts to procure subscriptions for the Equity Shares on the terms and conditions set forth therein;
- You understand the contents of this Placement Document are exclusively the responsibility of our Company and that neither the BRLM nor any person acting on its behalf or any of the counsel or advisors to the Issue has, or shall have, any liability for any information, representation or statement contained in this Placement Document or any information previously published by or on behalf of our Company and will not be liable for your decision to participate in this Issue based on any information, representation or statement contained in this Placement Document or otherwise. By accepting a participation in this Issue, you agree to the same and confirm that the only information you are entitled to rely on, and on which you have relied in committing yourself to acquire the Equity Shares is contained in this Placement Document, such information being all that you deem necessary to make an investment decision in respect of the Equity Shares, you have neither received nor relied on any other information, representation, warranty or statement made by or on behalf of the BRLM or our Company or any other person, and the BRLM or our Company or any of their respective affiliates, including any view, statement, opinion or representation expressed in any research published or distributed by them, the BRLM and their affiliates will not be liable for your decision to accept an invitation to participate in the Issue based on any other information, representation, warranty, statement or opinion;
- You understand that the BRLM or any of their respective shareholders, directors, officers, employees, counsel, representatives, agents or affiliates do not have any obligation to purchase or acquire all or any part of the Equity

Shares purchased by you in the Issue or to support any losses directly or indirectly sustained or incurred by you for any reason whatsoever in connection with the Issue, including non-performance by our Company of any of its obligations or any breach of any representations or warranties by us, whether to you or otherwise;

- You are able to purchase the Equity Shares in accordance with the restrictions described in "Selling Restrictions" on page 128 and you have made, or are deemed to have made, as applicable, the representations, warranties, acknowledgements, undertakings and agreements in "Selling Restrictions" on page 128;
- You understand and agree that the Equity Shares are transferable only in accordance with the restrictions described in "Transfer Restrictions" on page 137 and you have made, or are deemed to have made, as applicable, the representations, warranties, acknowledgements, undertakings and agreements in "Transfer Restrictions" on page 137;
- You understand that the Equity Shares have not been and will not be registered under the U.S. Securities Act or any state securities laws of the United States and may not be offered, sold or delivered within the United States, except in reliance on an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any applicable U.S. state securities laws. You are outside the United States and are subscribing to the Equity Shares in an "offshore transaction" as defined in and in reliance on, Regulation S and the applicable laws of the jurisdictions where those offers and sales are made;
- You are not acquiring or subscribing for the Equity Shares as a result of any "directed selling efforts" (as defined in Regulation S) and you understand and agree that offers and sales are being made in reliance on an exemption to the registration requirements of the U.S. Securities Act;
- You agree that any dispute arising in connection with the Issue will be governed by and construed in accordance with the laws of Republic of India, and the courts in Tamil Nadu, India shall have exclusive jurisdiction to settle any disputes which may arise out of or in connection with this Placement Document and the Placement Document;
- Each of the representations, warranties, acknowledgements and agreements set out above shall continue to be true and accurate at all times up to and including the Allotment, listing and trading of the Equity Shares in the Issue;
- You agree to indemnify and hold our Company, the BRLM and their respective directors, officers, employees, affiliates, associates, controlling persons and representatives harmless from any and all costs, claims, liabilities and expenses (including legal fees and expenses) arising out of or in connection with any breach of the foregoing representations, warranties, acknowledgements and undertakings made by you in this Placement Document. You agree that the indemnity set out in this paragraph shall survive the resale of the Equity Shares by, or on behalf of, the managed accounts;
- You acknowledge that this Placement Document does not, and the Placement Document shall not confer upon or provide you with any right of renunciation of the Equity Shares offered through the Issue in favour of any person;
- You will make the payment for subscription to the Equity Shares pursuant to this Issue from your own bank account. In case of joint holders, the monies shall be paid from the bank account of the person whose name appears first in the application;
- You confirm that neither is your investment as an entity of a country which shares land border with India nor is the beneficial owner of your investment situated in or a citizen of such country (in each which case, investment can only be through the Government approval route), and that your investment is in accordance with consolidated FDI Policy and press note no. 3 (2020 Series), dated April 17, 2020, issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India, and Rule 6 of the FEMA Rules;
- You are aware and understand that you are allowed to place a Bid for Equity Shares. Please note that submitting a Bid for Equity Shares should not be taken to be indicative of the number of Equity Shares that will be Allotted to a successful Bidder. Allotment of Equity Shares will be undertaken by our Company, in its absolute discretion, in consultation with the BRLM;
- You represent that you are not an affiliate of our Company or the BRLM or a person acting on behalf of such affiliate. However, affiliates of the BRLM, which are Eligible FPIs, may purchase, to the extent permissible

under law, the Equity Shares in the Issue, and may issue Offshore Derivative Instruments in respect thereof. For further details, please see “Offshore Derivative Instruments” on page 12;

- Our Company, the BRLM, their respective affiliates, directors, officers, employees, shareholders, representatives, agents, controlling persons and others will rely on the truth and accuracy of the foregoing representations, warranties, acknowledgements and undertakings, and are irrevocable. It is agreed that if any of such representations, warranties, acknowledgements and undertakings are no longer accurate, you will promptly notify our Company and the BRLM; and
- You will make all necessary filings with appropriate regulatory authorities, including the RBI, as required pursuant to applicable laws.

## OFFSHORE DERIVATIVE INSTRUMENTS

Subject to compliance with all applicable Indian laws, rules, regulations, guidelines and approvals in terms of Regulation 21 of the SEBI FPI Regulations, an Eligible FPI including the affiliates of the BRLM, which is registered as a category I FPIs may issue, subscribe to or otherwise deal in offshore derivative instruments (as defined under the SEBI FPI Regulations as any instrument, by whatever name called, which is issued overseas by a FPI against securities held by it in India, as its underlying, and all such offshore derivative instruments are referred to herein as "**P-Notes**"), and persons who are eligible for registration as Category I FPIs can subscribe to or deal in such P-Notes provided that in the case of an entity that has an investment manager who is from the Financial Action Task Force member country, such investment manager shall not be required to be registered as a Category I FPI. The above-mentioned category I FPIs may receive compensation from the purchasers of such instruments. In terms of Regulation 21 of SEBI FPI Regulations, P-Notes may be issued only by such persons who are registered as Category I FPIs and they may be issued only to persons eligible for registration as Category I FPIs subject to exceptions provided in the SEBI FPI Regulations and compliance with 'know your client' requirements, as specified by SEBI and subject to compliance with such other conditions as may be specified from the SEBI from time to time. An Eligible FPI shall also ensure that no transfer of any instrument referred to above is made to any person unless such FPIs are registered as Category I FPIs and such instrument is being transferred only to person eligible for registration as Category I FPIs subject to requisite consents being obtained in terms of Regulation 21 of SEBI FPI Regulations. Such P-Notes can be issued subject to compliance with the KYC norms and such other conditions as specified by SEBI from time to time, including payment of applicable regulatory fee. P-Notes have not been and are not being offered or sold pursuant to this Placement Document. This Placement Document does not contain any information concerning P-Notes or the issuer(s) of any P- Notes, including without limitation any information regarding any risk factors relating thereto.

Subject to certain relaxations provided under Regulation 22(4) of the SEBI FPI Regulations, investment by a single FPI including its investor group (multiple entities registered as FPIs and directly or indirectly, having common ownership of more than 50% or common control,) is not permitted to be 10% or above of our post-Issue Equity Share capital on a fully diluted basis ("**Investment Restrictions**"). The SEBI has issued the operational guidelines to facilitate implementation of the SEBI FPI Regulations. In terms of such FPI Operational Guidelines, the Investment Restrictions shall also apply to subscribers of offshore derivative instruments and two or more subscribers of offshore derivative instruments having common ownership, directly or indirectly, of more than 50% or common control shall be considered together as a single subscriber of the offshore derivative instruments. Further, in the event a prospective investor has investments as an FPI and as a subscriber of offshore derivative instruments, these Investment Restrictions shall apply on the aggregate of the FPI and offshore derivative instruments investments held in the underlying company.

Further, in accordance with Press Note No. 3 (2020 Series), dated April 17, 2020, read with Consolidated FDI Policy, issued by the Department for Promotion of Industry and Internal Trade, Government of India, investments where the entity is of a country which shares land border with India or where the beneficial owner of the Equity Shares is situated in or is a citizen of a country which shares land border with India, can only be made through the Government approval route, as prescribed in the Consolidated FDI Policy and FEMA Rules. These investment restrictions shall also apply to subscribers of offshore derivative instruments.

Affiliates of the BRLM which are Eligible FPIs may purchase, to the extent permissible under law, the Equity Shares in the Issue, and may issue P-Notes in respect thereof. Any P-Notes that may be issued are not securities of our Company and do not constitute any obligation of, claims on or interests in our Company. Our Company has not participated in any offer of any P-Notes, or in the establishment of the terms of any P-Notes, or in the preparation of any disclosure related to any P-Notes. Any P-Notes that may be offered are issued by, and are the sole obligations of, third parties that are unrelated to our Company. Our Company and the BRLM do not make any recommendation as to any investment in P-Notes and do not accept any responsibility whatsoever in connection with any P-Notes. Any P-Notes that may be issued are not securities of the BRLM and do not constitute any obligations of or claims on the BRLM.

**Prospective investors interested in purchasing any P-Notes have the responsibility to obtain adequate disclosure as to the issuer(s) of such P-Notes and the terms and conditions of any such P-Notes from the issuer(s) of such P-Notes. Neither SEBI nor any other regulatory authority has reviewed or approved any P-Notes or any disclosure related thereto. Prospective investors are urged to consult with their own financial, legal, accounting and tax advisors regarding any contemplated investment in P-Notes, including whether P-Notes are issued in compliance with applicable laws and regulations.**

## DISCLAIMER CLAUSE OF THE STOCK EXCHANGE

As required, a copy of this Placement Document has been submitted to the Stock Exchange. The Stock Exchange do not in any manner:

1. warrant, certify or endorse the correctness or completeness of any of the contents of this Placement Document;
2. warrant that the Equity Shares to be issued pursuant to this Issue will be listed or will continue to be listed on the Stock Exchange; or
3. take any responsibility for the financial or other soundness of our Company, our Promoters, our management or any scheme or project of our Company;

and it should not for any reason be deemed or construed to mean that this Placement Document has been cleared or approved by the Stock Exchange. Every person who desires to apply for or otherwise acquire any Equity Shares of our Company may do so pursuant to an independent inquiry, investigation and analysis and shall not have any claim against the Stock Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/acquisition, whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever.

## PRESENTATION OF FINANCIAL AND OTHER INFORMATION

### Certain Conventions

In this Placement Document, unless otherwise specified or the context otherwise indicates or implies, references to 'you', 'your', 'bidder(s)', 'offeree', 'purchaser', 'subscriber', 'recipient', 'investor(s)', 'prospective investor(s)' and 'potential investor(s)' are to the Eligible QIBs who are the prospective investors in the Issue, and references to 'our Company', 'Company', 'the Company' and the 'Issuer', are to Basilic Fly Studio Limited and references to 'we', 'us' or 'our' are to our Company and its subsidiaries.

### Currency and units of presentation

In this Placement Document, references to 'US\$', 'USD' and 'U.S. dollars' are to the legal currency of the United States of America, references to '₹', 'INR', 'Rs.', 'Indian Rupees' and 'Rupees' are to the legal currency of Republic of India. All references herein to the 'US' or 'U.S.' or the 'United States' are to the United States of America and its territories and possessions. All references herein to "India" are to the Republic of India and its territories and possessions and all references herein to the 'Government' or 'GoI' or the 'Central Government' or the 'State Government' are to the Government of India, central or state, as applicable.

References to the singular also refer to the plural and one gender also refers to any other gender, wherever applicable.

All the numbers in this Placement Document have been presented in Lakhs, unless stated otherwise. The amounts derived from financial statements included herein are presented in Rs. Crores. Our Audited Financial Statements are presented in Rs. Crores and Lakhs.

Certain figures contained in this Placement Document, including financial information, have been subject to rounding adjustments. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given, and (ii) the sum of the figures in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Any such discrepancies between the totals and the sum of the amounts listed are due to rounding off adjustments. All figures in decimals have been rounded off to the second decimal.

Unless otherwise specified, all financial numbers in parenthesis represent negative figures.

### Page numbers

Unless stated otherwise, all references to page numbers in this Placement Document are to the page numbers of this Placement Document.

### Financial Data and Other Information

Our Company publishes its financial statements in Indian Rupees. The financial year of our Company commences on April 1 of each calendar year and ends on March 31 of the following calendar year, and, unless otherwise specified or if the context requires otherwise, all references to a particular 'financial year', 'Fiscal Year', 'fiscal' or 'FY' are to the twelve-month period ended on March 31 of that year and references to a particular 'year' are to the calendar year ending on December 31 of that year.

Our Company has published its Audited Consolidated and Standalone Financial Statements for the Fiscal 2025, Fiscal 2024 and Fiscal 2023. As required under applicable regulations, and for the convenience of prospective investors, we have included the following in this Placement Document:

- Consolidated and Standalone Audited Financial Statements of our Company as at and for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023, prepared in accordance with the Accounting Standards as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended and other accounting principles generally accepted in India and other relevant provisions of the Companies Act (collectively, the "**Audited Financial Statements**");

The Audited Financial Statements as at and for the Fiscals 2025, 2024 and 2023 have been audited by our statutory auditors M/s. L. U. Krishnan & Co., Chartered Accountants on which they have issued audit reports dated May 30, 2025, April 30, 2024 and June 14, 2023 respectively.

The Audited Financial Statements should be read along with the respective audit reports.

Except as specifically indicated otherwise and unless the context requires otherwise, all the financial information included in this Placement Document have been derived from the Audited Financial Statements.

Our Company prepares its financial statements in accordance with Indian GAAP. Indian GAAP differs from accounting principles with which prospective investors may be familiar in other countries, including generally accepted accounting principles followed in the U.S. ("U.S. GAAP") or International Financial Reporting Standards ("IFRS") and the reconciliation of the financial information to other accounting principles has not been provided. No attempt has been made to explain those differences or quantify their impact on the financial data included in this Placement Document and investors should consult their own advisors regarding such differences and their impact on our Company's financial data. Accordingly, the degree to which the financial information included in this Placement Document will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting policies and practices, Indian GAAP, the Companies Act and the SEBI ICDR Regulations. Any reliance by persons not familiar with Indian GAAP, the Companies Act, the SEBI ICDR Regulations and practices on the financial disclosures presented in this Placement Document should accordingly be limited.

All numerical and financial information as set out and presented in this Placement Document, except for the information in the section "Industry Overview", for the sake of consistency and convenience have been rounded off or expressed in two decimal places. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures which precede them and the sum or percentage change of such numbers may not conform exactly to the total figure given.

The information on our Company's website shall not form a part of this Placement Document.

#### **Non-GAAP financial measures**

Certain non-GAAP measures and certain other statistical information such as EBITDA, EBITDA Margins, ROE, Debt/Equity, Interest Coverage Ratio, ROCE, RONW, PAT Margins, etc. (together referred as "Non-GAAP Measures") presented in this Placement Document are a supplemental measure of our performance and liquidity that are not required by, or presented in accordance with, Ind AS, Indian GAAP, or IFRS. We compute and disclose such non-GAAP financial measures and such other statistical information relating to our operations and financial performance as we consider such information to be useful measures of our business and financial performance. Further, these Non-GAAP Measures are not a measurement of our financial performance or liquidity under Ind AS, Indian GAAP, or IFRS and should not be considered in isolation or construed as an alternative to cash flows, profit/ (loss) for the year/ period or any other measure of financial performance or as an indicator of our operating performance, liquidity, profitability or cash flows generated by operating, investing or financing activities derived in accordance with Indian GAAP, or IFRS. In addition, these Non-GAAP Measures are not a standardized term, hence a direct comparison of similarly titled Non-GAAP Measures between companies may not be possible. Other companies may calculate the Non-GAAP Measures differently from us, limiting its usefulness as a comparative measure. Although the Non-GAAP Measures are not a measure of performance calculated in accordance with applicable accounting standards, our Company's management believes that it is useful to an investor in evaluating us because it is a widely used measure to evaluate a company's operating performance or liquidity. Prospective investors should read this information in conjunction with the financial statements included in "*Financial Statements*" starting on page 158 of this Placement Document.

## INDUSTRY AND MARKET DATA

Information regarding market size, market share, market position, growth rates and other industry data pertaining to our business contained in this Placement Document consists of estimates based on data reports compiled by governmental bodies, professional organisations and / or analysts and on data from other external sources, and on our knowledge of markets in which we compete. The statistical information included in this Placement Document relating to the sector in which we operate has been reproduced from various trade, industry and regulatory/ government publications and websites, more particularly described in “Industry Overview” on page 77.

Unless stated otherwise, statistical information, industry and/ or market data used throughout this Placement Document has been derived from publicly available sources. While our Company has taken reasonable care in the reproduction of the information from such publicly available sources. None of our Company, the BRLM, any of our Companies or their respective affiliates or advisors or any other person connected with the Issue has independently verified data and statistics obtained from such publicly available sources. Industry sources and / or publications generally state that the information contained therein has been obtained from sources generally believed to be reliable, but that their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured.

Therefore, discussions of matters relating to India, its economy and the industry in which we currently operate are subject to the caveat that data and statistics upon which such discussions are based may be inaccurate, incomplete or unreliable. Statements from third-parties that involve estimates are subject to change, and actual amounts may differ materially from those included in this Placement Document. Similarly, while we believe our internal estimates to be reasonable, such estimates have not been verified by any independent sources, and neither we nor the BRLM can assure potential Investors as to their accuracy.

This information is subject to change and cannot be certified with complete certainty due to limits on the availability and reliability of raw data and other limitations and uncertainties inherent in any statistical survey. Neither our Company nor any of the BRLM have independently verified the industry and market data and do not make any representation regarding accuracy or completeness of such data. In many cases, there is no readily available external information (whether from trade or industry associations, government bodies or other organizations) to validate market-related analysis and estimates, so our Company has relied on internally developed estimates. Similarly, while our Company believes its internal estimates to be reasonable, such estimates have not been verified by any independent sources and neither our Company nor any of the BRLM can assure Bidders as to their accuracy.

Accordingly, investors must rely on their independent examination of, and should not place undue reliance on, or base their investment decision solely on information contained in this Placement Document.

## FORWARD-LOOKING STATEMENTS

Certain statements contained in this Placement Document that are not statements of historical fact constitute 'forward-looking statements'. Investors can generally identify forward-looking statements by terminology such as "aim", "anticipate", "believe", "continue", "can", "could", "estimate", "expect", "intend", "may", "will", "plan", "objective", "potential", "project", "pursue", "seek", "shall", "should", "will", "would", "will likely result", "will continue", "will achieve", "is likely" or other words or phrases of similar import. Similarly, statements that describe the strategies, objectives, plans or goals of our Company are also forward-looking statements. However, these are not the exclusive means of identifying forward-looking statements.

The forward-looking statements appear in a number of places throughout this Placement Document and include statements regarding the intentions, beliefs or current expectations of our Company concerning, among other things, the expected results of operations, financial condition, liquidity, prospects, growth, strategies and dividend policy of our Company and the industry in which we operate. In addition, even if the results of operations, financial conditions, liquidity and dividend policy of our Company, and the development of the industry in which we operate, are consistent with the forward-looking statements contained in this Placement Document, those results or developments may not be indicative of results or developments in subsequent periods.

All statements regarding our Company's expected financial conditions, results of operations, business plans and prospects are forward-looking statements. These forward-looking statements and any other projections include statements as to our Company's business strategy, revenue and profitability (including, without limitation, any financial or operating projections or forecasts), new business and other matters discussed in this Placement Document regarding matters that are not historical facts. These forward-looking statements contained in this Placement Document (whether made by our Company or any third party), are predictions and involve known and unknown risks, uncertainties, assumptions and other factors that may cause the actual results, performance or achievements of our Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or other projections. All forward-looking statements are subject to risks, uncertainties and assumptions about our Company that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement.

Important factors that could cause the actual results, performances and achievements of our Company to be materially different from any of the forward-looking statements include, among others:

- any disruption in our sources of funding or increase in costs of funding;
- our ability to attract and retain qualified personnel;
- our ability to successfully implement strategy, growth and expansion plans and technological initiatives;
- Market fluctuations and industry dynamics beyond our control;
- changes in the competition landscape;
- loss of one or more of our key customers and/or suppliers;
- General economic and business conditions in the markets in which we operate and in the local, regional, national and international economies;
- The occurrence of natural disasters or calamities;
- changes in laws and regulations relating to the industry in which we operate;
- Our failure to keep pace with rapid changes in technology; and
- Changes in government policies and regulatory actions that apply to or affect our business.

Additional factors that could cause actual results, performance or achievements of our Company to differ materially include, but are not limited to, those discussed under the sections "Risk Factors", "Management's Discussion and Analysis of Financial Condition and Results of Operations", "Industry Overview" and "Our Business" and on pages 39, 66, 77 and , 88 respectively.

By their nature, market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains, losses or impact on net interest income and net income could materially differ from those that have been estimated, expressed or implied by such forward looking statements or other projections.

The forward-looking statements contained in this Placement Document are based on the beliefs of the management, as well as the assumptions made by, and information currently available to, the management of our Company. Although our Company believes that the expectations reflected in such forward-looking statements are reasonable at this time, it cannot assure investors that such expectations will prove to be correct. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements. In any event, these statements speak only as of the date of this Placement Document or the respective dates indicated in this Placement Document, and neither our Company nor the Book Running Lead Manager undertakes any obligation to update or revise any of them, whether as a result of

new information, future events or otherwise, changes in assumptions or changes in factors affecting these forward-looking statements or otherwise. If any of these risks and uncertainties materialise, or if any of our Company's underlying assumptions prove to be incorrect, the actual results of operations or financial condition of our Company could differ materially from that described herein as anticipated, believed, estimated or expected. All subsequent forward-looking statements attributable to our Company are expressly qualified in their entirety by reference to these cautionary statements.

## ENFORCEMENT OF CIVIL LIABILITIES

Our Company is a public company with limited liability incorporated under the laws of India. All the key managerial personnel of our Company named herein are residents of India and all of the assets of our Company are located in India. As a result, it may be difficult or may not be possible for the prospective investors outside India to affect service of process upon our Company or such persons in India, or to enforce judgments obtained against such parties outside India.

India is not a signatory to any international treaty in relation to the recognition or enforcement of foreign judgments. However, recognition and enforcement of foreign judgments is provided for under Section 13 and Section 44A, respectively, of the Civil Procedure Code (as defined below), on a statutory basis. Section 13 of the Civil Procedure Code provides that a foreign judgment shall be conclusive regarding any matter directly adjudicated upon between the same parties or parties litigating under the same title, except: (i) where the judgment has not been pronounced by a court of competent jurisdiction; (ii) where the judgment has not been given on the merits of the case; (iii) where it appears on the face of the proceedings that the judgment is founded on an incorrect view of international law or a refusal to recognise the law of India in cases in which such law is applicable; (iv) where the proceedings in which the judgment was obtained were opposed to natural justice; (v) where the judgment has been obtained by fraud; and (vi) where the judgment sustains a claim founded on a breach of any law then in force in India.

Section 44A of the Civil Procedure Code provides that a foreign judgment rendered by a superior court (within the meaning of that section) in any jurisdiction outside India which the Government has by notification declared to be a reciprocating territory, may be enforced in India by proceedings in execution as if the judgment had been rendered by a district court in India. Under Section 14 of the Civil Procedure Code, a court in India will, upon the production of any document purporting to be a certified copy of a foreign judgment, presume that the foreign judgment was pronounced by a court of competent jurisdiction, unless the contrary appears on record but such presumption may be displaced by proving want of jurisdiction. However, Section 44A of the Civil Procedure Code is applicable only to monetary decrees not being in the nature of any amounts payable in respect of taxes or other charges of a like nature or in respect of a fine or other penalties and does not include arbitration awards.

Each of the United Kingdom, United Arab Emirates, Singapore and Hong Kong, amongst others has been declared by the Government to be a reciprocating territory for the purposes of Section 44A of the Civil Procedure Code, but the United States of America has not been so declared. A foreign judgment of a court in a jurisdiction which is not a reciprocating territory may be enforced only by a fresh suit upon the judgment and not by proceedings in execution. The suit must be filed in India within three years from the date of the foreign judgment in the same manner as any other suit filed to enforce a civil liability in India. Accordingly, a judgment of a court in the United States may be enforced only by a fresh suit upon the foreign judgment and not by proceedings in execution.

It is unlikely that a court in India would award damages on the same basis as a foreign court if an action is brought in India. Furthermore, it is unlikely that an Indian court would enforce foreign judgments if it views the amount of damages awarded as excessive or inconsistent with public policy of India and it is uncertain whether an Indian court would enforce foreign judgments that would contravene or violate Indian law. Further, any judgment or award denominated in a foreign currency would be converted into Indian Rupees on the date of such judgment or award and not on the date of payment. A party seeking to enforce a foreign judgment in India is required to obtain approval from the RBI to repatriate outside India any amount recovered, and any such amount may be subject to income tax pursuant to execution of such a judgment in accordance with applicable laws.

## EXCHANGE RATES INFORMATION

Fluctuations in the exchange rate between the Rupee and foreign currencies will affect the foreign currency equivalent of the Rupee price of the Equity Shares traded on the Stock Exchange. These fluctuations will also affect the conversion into foreign currencies of any cash dividends paid in Rupees on the Equity Shares.

The following table sets forth information, for or as of the end of the period indicated with respect to the exchange rates between the Indian Rupees and certain of the foreign currencies (in ₹ per foreign currencies), for the periods indicated. The exchange rates are based on the reference rates released by the RBI, which are available on the website of the RBI, Financial Benchmarks India Private Limited (the “FBIL”), which are available on the website of the FBIL and on the websites of xe.com and www.currency-convertor.org.uk. No representation is made that any Indian Rupees amounts, could have been, or could be, converted into foreign currencies at any particular rate, the rates stated below, or at all.

### US Dollar (US\$):

(₹ per US\$)

	Period End <sup>(1)</sup>	Average <sup>(2)</sup>	High <sup>(3)</sup>	Low <sup>(4)</sup>
<b>Fiscal Ended:</b>				
March 31, 2025	85.58	84.57	87.59	83.07
March 31, 2024	83.32	82.79	83.40	81.65
March 31, 2023	82.22	80.51	83.20	76.09
<b>Months ended:</b>				
August 2025	87.85	87.51	87.85	86.97
July 2025	87.55	86.11	87.55	85.39
June 2025	85.54	85.90	86.81	85.44
May 2025	85.48	85.19	85.69	83.86
April 2025	85.05	85.56	86.62	85.05
March 2025	85.58	86.64	87.38	85.58

Source: [www.rbi.org.in](http://www.rbi.org.in)

Period end, high, low and average rates are based on the FBIL reference rates and rounded off to two decimal places.

Notes:

1. The price for the period end refers to the price as on the last trading day of the respective fiscal year or monthly periods;
2. Average of the official rate for each Working Day of the relevant period.
3. Maximum of the official rate for each Working Day of the relevant period.
4. Minimum of the official rate for each Working Day of the relevant period.

In the case of holidays, the exchange rate on the last traded day of the month has been considered as the rate for the period end.

### Euro (€):

(₹ per Euro €)

	Period End <sup>(1)</sup>	Average <sup>(2)</sup>	High <sup>(3)</sup>	Low <sup>(4)</sup>
<b>Fiscal Ended:</b>				
March 31, 2025	92.33	90.76	95.14	88.11
March 31, 2024	90.22	89.80	92.45	87.07
March 31, 2023	89.61	83.72	90.26	78.34
<b>Months ended:</b>				
August 2025	102.47	101.80	102.48	99.88
July 2025	100.25	100.54	101.73	99.55
June 2025	100.45	92.34	100.45	88.11
May 2025	96.94	96.15	97.13	94.30
April 2025	96.74	96.23	98.04	92.39
March 2025	92.33	93.51	95.14	90.95

Source: [www.rbi.org.in](http://www.rbi.org.in)

Period end, high, low and average rates are based on the FBIL reference rates and rounded off to two decimal places.

Notes:

1. The price for the period end refers to the price as on the last trading day of the respective fiscal year or monthly periods;
2. Average of the official rate for each Working Day of the relevant period.
3. Maximum of the official rate for each Working Day of the relevant period.

4. *Minimum of the official rate for each Working Day of the relevant period.*

In the case of holidays, the exchange rate on the last traded day of the month has been considered as the rate for the period end.

#### **Pound Sterling- GBP (£)**

(₹ per GBP £)

	<b>Period End <sup>(1)</sup></b>	<b>Average <sup>(2)</sup></b>	<b>High <sup>(3)</sup></b>	<b>Low <sup>(4)</sup></b>
<b>Fiscal Ended:</b>				
March 31, 2025	110.74	107.89	112.81	102.88
March 31, 2024	105.29	104.07	107.64	100.39
March 31, 2023	101.87	96.77	102.23	86.62
<b>Months ended:</b>				
August 2025	118.58	117.57	118.82	115.34
July 2025	116.23	116.35	117.73	114.99
June 2025	117.47	116.43	117.55	115.23
May 2025	115.14	113.92	115.74	111.61
April 2025	113.88	112.70	114.29	109.87
March 2025	110.74	111.73	112.81	110.07

Source: [www.rbi.org.in](http://www.rbi.org.in)

Period end, high, low and average rates are based on the FBIL reference rates and rounded off to two decimal places.

Notes:

1. *The price for the period end refers to the price as on the last trading day of the respective fiscal year or monthly periods;*
2. *Average of the official rate for each Working Day of the relevant period.*
3. *Maximum of the official rate for each Working Day of the relevant period.*
4. *Minimum of the official rate for each Working Day of the relevant period.*

In the case of holidays, the exchange rate on the last traded day of the month has been considered as the rate for the period end.

## DEFINITIONS AND ABBREVIATIONS

This Placement Document uses the definitions and abbreviations set forth below which you should consider when reading the information contained herein. The following list of certain capitalised terms used in this Placement Document is intended for the convenience of the reader / prospective investor only and is not exhaustive.

Unless otherwise specified, the capitalised terms used in this Placement Document shall have the meaning as defined hereunder. Further, any references to any statute, rules, guidelines, regulations, agreement, document or policies shall include amendments thereto, from time to time.

The words and expressions used in this Placement Document but not defined herein, shall have, to the extent applicable, the meaning ascribed to such terms under the Companies Act, the SEBI ICDR Regulations, the SCRA, the Depositories Act, or the rules and regulations made thereunder. Notwithstanding the foregoing, terms used in the section "Statement of Possible Special Tax Benefits", "Industry Overview", "Financial Statements" and "Legal Proceedings" beginning on page 148, 77, 158 and 152 respectively, shall have the meaning given to such terms in such sections.

### General and Company Related Terms

Term	Description
Our Company / the Company / the Issuer /	Basilic Fly Studio Limited, a company incorporated in India under the Companies Act, 2013, having its registered office situated at Tower A, KRC Commerzone, Mount Poonamallee Road, Porur Chennai Tamil Nadu 600116 India.
the Group / us / we / our	Unless the context otherwise indicates or implies, refers to our Company and its subsidiaries
Articles / Articles of Association / AoA	The articles of association of our Company, as amended from time to time
Audit Committee	The audit committee of our Board of Directors as disclosed in the section entitled "Board of Directors and Senior Management Personnel" on page 103
Audited Financial Statements	The audited financial statements of our Company as at, and for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 prepared in accordance with Indian GAAP prescribed under Section 133 of the Companies Act, including the notes thereto
Auditors / Statutory Auditors / Independent Auditors	The current statutory auditors of our Company, namely, M/s L U Krishnan & Co, Chartered Accountants
Board of Directors / Board	The Board of Directors of our Company or any duly constituted committee thereof
Chief Financial Officer	The Chief Financial Officer of our Company, being Mr. Gaurav Mehra
Company Secretary and Compliance Officer	Company Secretary and Compliance Officer of our Company, being Ms. Swati Sharma
Corporate Social Responsibility Committee	The corporate social responsibility committee constituted by our Board of Directors as disclosed in the section entitled "Board of Directors and Senior Management Personnel" on page 103
Director(s)	Director(s) on the Board of our Company, unless otherwise specified
Equity Shares	The equity shares of our Company of face value ₹ 10 each.
Executive Director	Executive directors of our Company. For details, see the section entitled "Board of Directors and Senior Management Personnel" on page 103
Independent Director(s)	The non-executive and independent Directors of our Company appointed as per the Companies Act, 2013 and the SEBI Listing Regulations, as disclosed in the section entitled "Board of Directors and Senior Management Personnel" on page 103
Key Managerial Personnel / KMP(s)	Key managerial personnel of our Company identified in terms of Regulation 2(bb) of the SEBI ICDR Regulations, as disclosed in the section entitled "Board of Directors and Senior Management Personnel" on page 103
Memorandum/ Memorandum of Association / MoA	The memorandum of association of our Company, as amended from time to time
Nomination and Remuneration Committee	The nomination and remuneration committee constituted by our Board of Directors as disclosed in the section entitled "Board of Directors and Senior Management Personnel" on page 103

Non-Executive Director	Non-Executive Directors of our Company. For details, see the section entitled “Board of Directors and Senior Management Personnel” on page 103
Non- Executive Non-Independent Director	Non-Executive Non-Independent Directors of our Company. For details, see the section entitled “Board of Directors and Senior Management Personnel” on page 103
Promoter Group	The members of the promoter group of our Company as determined in terms of Regulation 2(1) (pp) of the SEBI ICDR Regulations
Promoter	The Promoter of our Company namely Mr. Balakrishnan and Ms. Yogalakshmi S
Registered Office	Tower A, KRC Commerzone, Mount Poonamallee Road, Porur, Chennai Tamil Nadu 600116 India
Risk Management Committee	The risk management committee constituted by our Board of Directors as disclosed in the section entitled “Board of Directors and Senior Management Personnel” on page 103
RoC / Registrar of Companies	Registrar of Companies Chennai at Tamil Nadu
Shareholder(s)	The holders of the Equity Shares of our Company, from time to time
Stakeholders’ Relationship Committee	The stakeholders’ relationship committee constituted by our Board of Directors as disclosed in the section entitled “Board of Directors and Senior Management Personnel” on page 103.
Subsidiary	Subsidiaries of our Company, as per section 2(87) of the Companies Act, 2013, being: Basilic Fly Studio Canada Limited and Basilic Fly Studio UK Private Limited

#### Issue related Terms

Term	Description
Allocated/ Allocation	The allocation of Equity Shares by our Company, following the determination of the Issue Price to Eligible QIBs on the basis of Application Forms submitted by them, in consultation with the BRLM and in compliance with Chapter VI of the SEBI ICDR Regulations.
Allot/ Allotment/ Allotted	Unless, the context otherwise requires, allotment of Equity Shares to be issued pursuant to the Issue
Allottees	Eligible QIBs to whom Equity Shares are issued and Allotted pursuant to the Issue.
Application Amount	The aggregate amount determined by multiplying the price per Equity Share indicated in the Bid by the number of Equity Shares Bid for by Eligible QIBs and payable by the Eligible QIBs in the Issue on submission of the Application Form
Application Form	The form (including any revisions thereof) which will be submitted by an Eligible QIB for registering a Bid in the Issue during the Bid/ Issue Period. An indicative format of such form is set forth in "Sample Application Form" on page 164.
Application Lot Size	300 Equity Shares and in multiples of 300 Equity Shares thereafter
Bid(s)	Indication of an Eligible QIB’s interest, including all revisions and modifications thereto, as provided in the Application Form, to subscribe for the Equity Shares, pursuant to the Issue. The term "Bidding" shall be construed accordingly
Bid/Issue Closing Date	September 11, 2025 the date after which our Company (or BRLM on behalf of our Company) shall cease acceptance of Application Forms and the Application Amount
Bid/Issue Opening Date	September 8, 2025 the date on which our Company (or the BRLM on behalf of our Company) shall commence acceptance of the Application Forms and the Application Amount.
Bid/Issue Period	Period between the Bid/ Issue Opening Date and the Bid/ Issue Closing Date, inclusive of both days during which Eligible QIBs can submit their Bids including any revision and/or modifications thereof.
Bidder(s)	Any prospective investor, being an Eligible QIB, who makes a Bid pursuant to the terms of the Preliminary Placement Document and the Application Form.
Book Running Lead Manager / BRLM	GYR Capital Advisors Private Limited
CAN / Confirmation of Allocation Note	Note or advice or intimation to successful Bidders confirming Allocation of Equity Shares to such successful Bidders after determination of the Issue Price and shall include details of amount to be refunded, if any, to such Bidders
Closing Date	The date on which the Allotment of Equity Shares pursuant to the Issue shall be made,

	i.e. on or about September 11, 2025, 2025.
Designated Date	The date of credit of Equity Shares, pursuant to the Issue, to the Allottee's demat account, as applicable to the respective Allottee
Eligible FPIs	FPIs that are eligible to participate in the Issue in terms of applicable law, other than individuals, corporate bodies and family offices
Eligible QIBs	QIBs that are eligible to participate in the Issue and which are not excluded pursuant to Regulation 179(2)(b) of the SEBI ICDR Regulations and are not restricted from participating in the Issue under applicable law. In addition, Eligible QIBs are QIBs who are outside the United States, to whom Equity Shares are being offered in "offshore transactions", as defined in, and in reliance on Regulation S and the applicable laws of the jurisdiction where those offers, and sales are made.
Escrow Agent/ Escrow Bank	Canara Bank
Escrow Agreement	Agreement dated August 21, 2025 entered into amongst our Company, the Escrow Agent and the BRLM for collection of the Application Amounts and for remitting refunds, if any, of the amounts collected, to the Bidders.
Escrow Account	Special non-interest bearing, no-lien, escrow bank account without any cheques or overdraft facilities, opened with the Escrow Agent by our Company in the name and style of "BASILIC FLY STUDIO LIMITED QIP ESCROW ACCOUNT" to the terms of the Escrow Agreement, into which the Application Amount shall be deposited by Eligible QIBs and from which refunds, if any, shall be remitted, as set out in the Application Form.
Floor Price	The floor price of ₹ 441.81 per Equity Share, calculated in accordance with Chapter VI of the SEBI ICDR Regulations. Our Company may offer a discount of not more than 5% on the Floor Price in accordance with the approval of the Shareholders of our Company accorded through their special resolution passed EGM on August 9, 2025 and in terms of Regulation 176(1) of the SEBI ICDR Regulations
Fraudulent Borrower	An entity or person categorised as a fraudulent borrower by any bank or financial institution or consortium thereof, in terms of Regulation 2(1)(III) of the SEBI ICDR Regulations
Issue	The offer, issue and allotment of 20,25,000 Equity Shares at a price of ₹ 419.72 per Equity Share, including a premium of ₹ 409.72 per Equity Share, aggregating ₹ 84.99 crores to Eligible QIBs, pursuant to Chapter VI of the SEBI ICDR Regulations and the applicable provisions of Companies Act, 2013 and the rules made thereunder.
Issue Price	₹ 419.72 per Equity Share
Issue Size	The issue of 20,25,000 Equity Shares aggregating to ₹ 84.99 Crores.
Lot Size	300 Equity Shares
Monitoring Agency	The appointment of the Monitoring Agency is not applicable to our Company since the Issue Size is below INR 10,000.00 Lakhs.
Mutual Fund	A mutual fund registered with SEBI under the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996.
Net Proceeds	The net proceeds from the Issue, after deducting fees, commissions and expenses of the Issue.
Placement Agreement	Agreement dated August 21, 2025 entered into amongst our Company and the BRLM.
Placement Document	This placement document to be issued by our Company in accordance with Chapter VI of the SEBI ICDR Regulations and other applicable provisions of the Companies Act, 2013 and rules made thereunder.
Preliminary Placement Document	The preliminary placement document cum application form dated September 8, 2025 issued in accordance with Chapter VI of the SEBI ICDR Regulations and other applicable provisions of the Companies Act, 2013 and rules made thereunder.
QIBs or Qualified Institutional Buyers	Qualified institutional buyers as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations.
QIP	Qualified institutions placement, being a private placement to Eligible QIBs under Chapter VI of the SEBI ICDR Regulations and other applicable sections of the Companies Act, 2013, read with applicable provisions of the Companies (Prospectus and Allotment of Securities) Rules, 2014.
Refund Amount	The aggregate amount to be returned to the Bidders who have not been Allocated

	Equity Shares for all or part of the Application Amount submitted by such Bidder pursuant to the Issue.
Refund Intimation	The letter from the Company to relevant Bidders intimating them of the Refund Amount, if any, to be refunded to their respective bank accounts.
Relevant Date	September 5, 2025 is the date of the meeting of the Board of Directors, deciding to open the Issue
Stock Exchange	National Stock Exchange and Emerge Platform of National Stock Exchange, as the context may require
Successful Bidders	The Bidders who have Bid at or above the Issue Price, duly paid the Application Amount along with the Application Form and who will be Allocated Equity Shares pursuant to the Issue.
Wilful Defaulter	An entity or person categorised as a wilful defaulter by any bank or financial institution or consortium thereof, in terms of Regulation 2(1)(III) of the SEBI ICDR Regulations.
Working Day	Any day other than second and fourth Saturday of the relevant month or a Sunday or a public holiday or a day on which scheduled commercial banks are authorised or obligated by law to remain closed in Mumbai Chennai, India or a trading day of the Stock Exchanges, as applicable.

### Technical and Industry Related Terms

Terms	Description
AI	Artificial Intelligence
USD	Universal Scene Description (3D graphics framework developed by Pixar)
R&D	Research and Development
HDRI	High Dynamic Range Imaging
LiDAR	Light Detection and Ranging
RPM	Rotoscoping, Paint & Matchmove
ACES	Academy Color Encoding System
OTT	Over-The-Top
DCC	Digital Content Creation (software applications)
TPN	Trusted Partner Network (content security certification)
VFX	Visual Effects
MPA	Motion Picture Association
MFA	Multi-Factor Authentication
ML	Machine Learning
FMX	Film & Media Exchange

### Conventional and General Terms/Abbreviations

Terms	Description
₹ / Rs. / Re./ Rupees /INR	Indian Rupee
AGM	Annual General Meeting
AIF(s)	Alternative investment funds, as defined and registered with SEBI under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012
AS	Accounting Standards issued by the Institute of Chartered Accountants of India, as required under the Companies Act.
CAGR	Compounded Annual Growth Rate
CDSL	Central Depository Services (India) Limited
CIN	Corporate Identification Number
Civil Procedure Code	The Code of Civil Procedure, 1908, as amended
Companies Act, 1956	The erstwhile Companies Act, 1956 along with the rules made thereunder

Companies Act / Companies Act, 2013	Companies Act, 2013, as amended and the rules, regulations, circulars, modifications and clarifications thereunder, to the extent notified
Consolidated FDI Policy	The consolidated FDI Policy, issued by the Department of Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India, and any modifications thereto or substitutions thereof, issued from time to time
CSR	Corporate social responsibility.
Depositories Act	The Depositories Act, 1996, as amended
Depository	NSDL and CDSL, depositories registered with SEBI under the Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018, as amended
Depository Participant/ DP	A depository participant as defined under the Depositories Act
DIN	Director Identification Number
EBIT	Earnings Before Interest and Tax
EGM	Extraordinary General Meeting
EBITDA	Earnings Before Interest, Tax, Depreciation and Amortization less Other Income
ESG	Environment, social and governance
EPS	Earnings per share
FBIL	Financial Benchmark India Private Limited
FDI	Foreign Direct Investment
FEMA	The Foreign Exchange Management Act, 1999, as amended and the Regulations issued Thereunder
FEMA Non-Debt Rules/ FEMA Rules	The Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, as amended and any notifications, circulars or clarifications issued thereunder
Financial Year /Fiscal Year / Fiscal / FY	Unless otherwise stated, the period of 12 months commencing on April 1 of a year and ending on March 31 of the next year
Form PAS-4	Form PAS-4 as prescribed under the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended
FPI/ Foreign Portfolio Investor(s)	Foreign Portfolio Investors, as defined under the SEBI FPI Regulations and includes a person who has been registered under the SEBI FPI Regulations.
FPI Operational Guidelines	SEBI circular dated November 5, 2019 which issued the operational guidelines for FPIs
Fugitive Economic Offender	An individual who is declared a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018, as amended
FVCI	Foreign venture capital investors as defined and registered with SEBI under the Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000, as amended
GAAP	Generally accepted accounting principles
GBP	Great Britain Pound Sterling
GDP	Gross domestic product
GoI / Government	Government of India, unless otherwise specified
GST	Goods and services tax
HUF	Hindu Undivided Family
ICAI	The Institute of Chartered Accountants of India
IFRS	International Financial Reporting Standards of the International Accounting Standards Board
Ind AS	Indian accounting standards as notified by the MCA pursuant to Section 133 of the Companies Act read with the IAS Rules
Indian GAAP	Generally accepted accounting principles in India
Income Tax Act/IT Act	The Income tax Act, 1961
Lakh/ Lac	Lakhs
MCA	Ministry of Corporate Affairs, GoI
Mn/ mn	Million
N.A./ NA	Not Applicable
NAV	Net Asset Value

NCLT	National Company Law Tribunal
NR/ Non-resident	A person resident outside India, as defined under the FEMA and includes an NRI
Non-Resident Indian(s) / NRI	A person resident outside India who is a citizen of India as defined under the Foreign Exchange Management (Deposit) Regulations, 2016 or is an 'Overseas Citizen of India' cardholder within the meaning of section 7(A) of the Citizenship Act, 1955, as amended.
NRO	Non-resident ordinary account
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
P.A.	Per annum
P/E Ratio	Price/Earnings Ratio
PAN	Permanent Account Number
PAT	Profit after tax / profit for the respective period / year
PBT	Profit before tax
PAS Rules	Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended
RBI	The Reserve Bank of India
RBI Act	The Reserve Bank of India Act, 1934
SCRA	Securities Contracts (Regulation) Act, 1956, as amended
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended
SEBI	Securities and Exchange Board of India
SEBI Act	The Securities and Exchange Board of India Act, 1992, as amended
SEBI AIF Regulations	The Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012
SEBI ESOP Regulations	Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity), Regulations 2021.
SEBI FPI Regulations	The Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019, as amended
SEBI Insider Trading Regulations	The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended
SEBI ICDR Regulations	The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended
SEBI Listing Regulations	The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended
SEBI Takeover Regulations	The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended
SENSEX	Index of 30 stocks traded on the BSE representing a sample of large and liquid listed companies
STT	Securities Transaction Tax
TDS	Tax deducted at source
USA or U.S. or United States	United States of America
U.S. GAAP	Generally accepted accounting principles in the United States of America
\$/ U.S.\$ / USD / U.S. Dollar	United States Dollar, the legal currency of the United States of America
U.S. Securities Act / Securities Act	The United States Securities Act of 1933, as amended
VCF	Venture capital fund as defined and registered with SEBI under the Securities and Exchange Board of India (Venture Capital Fund) Regulations, 1996 or the SEBI AIF Regulations, as the case may be
Year/Calendar Year	Unless context otherwise requires, shall refer to the twelve-month period ending December 31.

## SUMMARY OF BUSINESS

Our Company was incorporated as a private limited company under the name of “Basilic Fly Studio Private Limited” under the Companies Act, 2013 vide certificate of incorporation dated January 28, 2016, issued by the Registrar of Companies, Chennai, bearing Corporate Identification Number (CIN) U92100TN2016PTC103861. Subsequently, our Company was converted into a Public Limited Company pursuant to the special resolution passed by the Shareholders of our Company on December 29, 2022. Consequent upon conversion of our Company into public limited, the name of company was changed from “Basilic Fly Studio Private Limited” to “Basilic Fly Studio Limited” and a fresh Certificate of Incorporation dated May 19, 2023, was issued by the Registrar of Companies, Chennai. The CIN of the Company changed to U92100TN2016PLC103861. The Equity Shares of our company got listed on EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE") on September 11, 2023. Consequently, the CIN of the company changed to L92100TN2016PLC103861.

Our company is a creative powerhouse delivering visual effects (VFX), animation, and post-production solutions., Our company has rapidly evolved into a major player in the global VFX ecosystem with a strong presence in India, Canada, and the United Kingdom. The Company caters to clients across the entertainment spectrum, including feature films, television series, digital streaming platforms, and commercials.

At our Company, we have established a strong presence in the industry by forging direct partnerships with diverse production houses, as well as collaborating with prominent VFX companies and studios through sub-contracting arrangements. Many VFX companies and studios choose to outsource certain aspects to specialized teams who are equipped with expertise, infrastructure, and technology to manage large-scale VFX projects.

Our passion for creativity, combined with cutting-edge technology and an unwavering focus on excellence, has enabled us to complete over 11,300+ projects across formats and genres. Our company leverages its technological capabilities and skilled workforce to deliver compelling and immersive visual content. As of 31<sup>st</sup> March, 2025, our team of 382 skilled professionals works across modern and well-equipped facilities in India. We have generated major revenue from VFX companies and Studios.

### **Visual Effects Workflow and Industry Integration**

The VFX lifecycle begins long before cameras roll. In pre-production, directors and VFX supervisors collaborate to define the visual grammar of a project. This phase involves technical planning, asset forecasting, creative design, and simulation testing. Early engagement ensures that every shot requiring visual effects is integrated into the film’s storytelling and production design from the outset.

Once principal photography begins, our on-set teams work closely with cinematographers and directors to capture essential data, camera lensing, lighting references, HDRIs, Lidar scans, witness cameras, and more. These datasets are critical to ensure fidelity between physical footage and digital enhancements. Green screen plates, motion capture sessions, and tracking markers are all captured and documented with precision for seamless downstream use.

Post-production involves highly specialised teams working in parallel tracks across multiple disciplines. These include match moving, layout, 3D asset creation, character rigging, FX simulations, animation, digital matte painting, lighting, rendering, and compositing. Complex VFX sequences are delivered through a deeply iterative process involving dailies, versioning, cross-department reviews, and directorial feedback loops. This meticulous coordination is supported by robust production tracking systems and artist toolchains designed to scale for feature films, episodic content, and global delivery timelines.

### **Strategic Role of Outsourcing in the VFX Ecosystem**

In today’s high-output entertainment landscape, production studios, including Disney, Marvel, Paramount, Netflix, and Apple, rely on strategic outsourcing to manage both scale and complexity. Studios like Basilic Fly Studio are selected not just for capacity, but for its technical strengths, artistic quality, data security, and proven pipeline compatibility. Outsourced work includes key components such as complex fluid and crowd simulations, character animation, digital doubles, environmental builds, and high-end compositing along with preparatory services tasks like Roto, Prep and Tracking.

### **Studio Specialisation as a Competitive Advantage**

The global VFX market is increasingly defined by studio specialisation. One of Us and Basilic Fly Studio have developed deep proficiency across several technical domains through sustained investment in R&D, proprietary tool development, and artist training. These include design sensibilities with photorealistic environments, detailed character creation and

intricate character animation, stylised effects, and simulation-heavy sequences.

This specialisation enables both studios to act as critical contributors to large-scale productions, often in collaboration with multiple vendors across time zones. Studios are evaluated not just on delivery timelines, but on their ability to innovate within technical constraints and preserve creative intent.

Each project follows a rigorous workflow pipeline:

- Shot breakdown and bidding
- Preparatory services of RPM
- Asset creation, Texturing, and rigging
- FX development, fluid & Cloth, and animation passes
- Lighting and rendering
- Compositing and review cycles
- Quality control, colour pipeline integration, and final delivery

## Services Offered by our Company

### *Structured. Scalable. End-to-End.*

Full-spectrum VFX services, supporting international productions from concept to final composite. Our pipeline is optimised for quality control, global collaboration, and efficient throughput, meeting the evolving demands of feature films, series, and streaming platforms.

#### 1. Pre-Production Visual Planning

We engage early in the production lifecycle to align technical feasibility with creative intent.

- Storyboarding: Sequence breakdown and visual continuity planning
- Concept Art: Environment, character, and asset design
- Design Development: Mood boards, look references, and style frames

#### 2. On-Set and Production Integration

We enable seamless data capture and creative alignment during live-action production.

- VFX Supervision: Shot-level planning and technical advisory on set
- Plate & Data Capture: Lens, camera, and HDRI acquisition for post-processing
- Virtual Production Interface: Support for LED wall workflows and camera tracking

#### 3. Preparatory Services

Foundational services to enable downstream production with precision.

- Rotoscopy & Paint: Isolation mattes, wire removal, and cleanup
- Matchmove & Body Tracking: Camera tracking and movement replication
- Layout: Scene setup with camera, proxy assets, and blocking

#### 4. Asset Development

Creating technically sound, high-fidelity digital assets for seamless integration.

- Modelling & Texturing: CG characters, props, and environments
- Surfacing & Lookdev: Material setup for render consistency and visual appeal

#### 5. Simulation & Animation FX

Dynamic effects and animated content grounded in physical realism.

- Rigging & Animation: Skeletal setup and performance-based animation
- FX Simulations: Fluids, fire, destruction, cloth, hair, and creature FX

#### 6. Lighting, Rendering & Compositing

Final shot assembly with focus on fidelity, integration, and delivery readiness.

- Lighting & Rendering: Physically-based rendering using show LUTs and ACES
- Compositing: Layered integration of CG and plates using industry-standard tools

Motion Graphics Enhancements: Main titles, Visual overlays, HUDs, and transitional effects

## SUMMARY OF THE ISSUE

The following is a general summary of this Issue. This summary should be read in conjunction with, and is qualified in its entirety by, more detailed information appearing elsewhere in this Placement Document, including under the sections "Risk Factors", "Use of Proceeds", "Issue Procedure" and "Description of the Equity Shares" on pages 39, 56, 114 and 143, respectively of this Placement Document.

<b>Issuer</b>	Basilic Fly Studio Limited
<b>Issue Size</b>	20,25,000 Equity Shares aggregating to ₹84.99 Cr. A minimum of 10% of the Issue Size, or at least 2,02,500 Equity Shares, was available for Allocation to Mutual Funds only, and the balance 18,22,500 Equity Shares was available for Allocation to all QIBs, including Mutual Funds.  In case of under-subscription or no subscription in the portion available for Allocation only to Mutual Funds, such portion or part thereof may be Allocated to other QIBs.
<b>Lot Size</b>	300 Equity Shares
<b>Face Value</b>	₹ 10 per Equity Share
<b>Issue Price</b>	₹ 419.72 per Equity Share
<b>Date of Board Resolution</b>	July 12, 2025
<b>Date of Shareholders' Resolution</b>	August 9, 2025
<b>Floor Price</b>	The floor price of ₹ 441.81 per Equity Share. In terms of the SEBI ICDR Regulations, the Issue Price cannot be lower than the Floor Price.  However, our Company may offer a discount of not more than 5% on the Floor Price in accordance with the approval of the Shareholders granted at the extra- ordinary general meeting held on August 9, 2025, and in terms of Regulation 176(1) of the SEBI ICDR Regulations.
<b>Eligible Investors</b>	Eligible QIBs, to whom the Preliminary Placement Document and the Application Form are delivered and who are eligible to bid and participate in the Issue.  For further details, see "Issue Procedure", "Selling Restrictions" and "Transfer Restrictions" on pages 114 , 128 and 137 respectively. The list of Eligible QIBs to whom the Preliminary Placement Document and Application Form is delivered has been determined by our Company in consultation with the BRLM.
<b>Issue procedure</b>	This Issue is being made only to Eligible QIBs in reliance on Section 42 of the Companies Act, read with Rule 14 of the PAS Rules, and all other applicable provisions of the Companies Act and Chapter VI of the SEBI ICDR Regulations. For further details, see "Issue Procedure" on page 114.
<b>Equity Shares issued and outstanding immediately prior to this Issue</b>	2,32,40,000 Equity Shares.
<b>Equity Shares issued and outstanding immediately after this Issue</b>	2,52,65,000 Equity Shares.
<b>Listing</b>	Our Company has obtained in-principal approval, dated September 8, 2025 from the NSE, in terms of Regulation 28(1)(a) of the SEBI Listing Regulations, for listing of the Equity Shares issued pursuant to the Issue.  Our Company will make applications to the Stock Exchange to obtain final listing and trading approvals for the Equity Shares after Allotment and after the credit of Equity Shares to the beneficiary account with the Depository Participant, respectively.
<b>Lock-up</b>	For details of the lock-up, see " <i>Placement and Lock Up</i> " on page 126
<b>Transferability Restrictions</b>	The Equity Shares to be issued pursuant to this Issue shall not be sold for a period of one year from the date of Allotment, except on the floor of the Stock Exchanges. Allotments made to VCFs, and AIFs in the Issue are subject to the rules and regulations that are applicable to each of them respectively, including in relation to lock-in requirement.  See the " <i>Transfer Restrictions</i> " on page 137 of this Placement Document.

<b>Use of Proceeds</b>	The gross proceeds from this Issue will be approximately ₹84.99 Cr. The net proceeds from this Issue, after deducting fees, commissions and expenses of this Issue, is ₹80.48 Cr. See " <i>Use of Proceeds</i> " on page 56 of this Placement Document for information regarding the use of net proceeds from this Issue.	
<b>Risk Factors</b>	See the " <i>Risk Factors</i> " beginning on page 39 of this Placement Document for a discussion of risks that prospective investors should consider before investing in the Equity Shares.	
<b>Taxation</b>	Please see the section entitled "Statement of Possible Tax Benefits" on page 148.	
<b>Pay-In Date</b>	Last date specified in the CAN sent to the QIBs for payment of application money for Equity Shares issued pursuant to the Issue.	
<b>Closing Date</b>	The Allotment of the Equity Shares, offered pursuant to the Issue has made on September 11, 2025.	
<b>Ranking</b>	The Equity Shares to be issued pursuant to this Issue shall be subject to the provisions of the Memorandum of Association and Articles of Association and shall rank <i>pari passu</i> in all respects with the existing Equity Shares of the Company, including rights in respect of dividends. The shareholders of the Company (who hold Equity Shares as on the record date) will be entitled to participate in dividends and other corporate benefits, if any, declared by the Company after the Closing Date, in compliance with the Companies Act, SEBI Listing Regulations and other applicable laws and regulations. Shareholders may attend and vote in shareholders' meetings in accordance with the provisions of the Companies Act. See " <i>Dividend Policy</i> " and " <i>Description of the Equity Shares</i> " on page 64 and 143, respectively of this Placement Document.	
<b>Voting Rights</b>	See " <i>Description of the Equity Shares – Voting Rights</i> " on page 143	
<b>Security Codes for the Equity Shares</b>	<b>ISIN</b>	<b>INE0OCC01013</b>
	<b>NSE Scrip Code</b>	<b>BASILIC</b>

## SELECTED FINANCIAL INFORMATION

*The following selected financial information is extracted from and should be read in conjunction with the consolidated & standalone audited financial statements for Fiscals ended March 31, 2025, March 31, 2024 and March 31, 2023, included elsewhere in this Placement Document. Please see the sections entitled “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and “Financial Statements”, on pages 66 and 158, respectively, for further details.*

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Summary of Audited Consolidated balance sheet as at March 31, 2025, March 31, 2024 and March 31, 2023

(₹ in Crores)

PARTICULARS		As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2023
<b>A)</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1.</b>	<b>Shareholders' Funds</b>			
(a)	Share Capital	23.24	23.24	17.00
(b)	Reserves and Surplus	179.00	99.90	14.67
(c)	Money received against share warrants	-	-	-
	<b>Total (A)</b>	<b>202.24</b>	<b>123.14</b>	<b>31.67</b>
<b>2</b>	<b>Minority Interest (B)</b>	<b>8.39</b>	<b>0.41</b>	<b>0.39</b>
<b>3</b>	<b>Share Application Money Pending Allotment</b>		-	-
<b>4</b>	<b>Non Current Liabilities</b>			
(a)	Long-Term Borrowings	35.70	0.56	2.53
(b)	Deferred Tax Liabilities (Net)	2.75	-	-
(c)	Other Long-Term Liabilities	-	-	-
(d)	Long Term Provision	4.39	3.03	1.96
	<b>Total (C)</b>	<b>42.84</b>	<b>3.59</b>	<b>4.49</b>
<b>5</b>	<b>Current Liabilities</b>			
(a)	Short-Term Borrowings	15.52	1.86	1.75
(b)	Trade Payables			
	(i) total outstanding dues of micro enterprises and small enterprises; and	2.48	1.04	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	1.29	5.00	3.55
(c)	Other Current Liabilities	28.16	3.82	4.55
(d)	Short Term Provisions	7.39	4.18	6.76
	<b>Total (D)</b>	<b>54.84</b>	<b>15.90</b>	<b>16.60</b>
	<b>Total Equity and Liabilities (A+B+C+D)</b>	<b>308.31</b>	<b>143.04</b>	<b>53.15</b>
<b>B)</b>	<b>ASSETS</b>			
<b>1.</b>	<b>Non-Current Assets</b>			
(a)	Property, plant and equipment and Intangible assets			
	(i) Property, plant and equipment	17.88	1.92	2.32
	(ii) Intangible Assets	77.03	-	-
	(iii)Capital work-in progress	-	-	-
(b)	Non-Current Investments	-	-	-
(c)	Deferred Tax Assets (Net)	0.91	0.64	0.31
(d)	Long- Term Loans & Advances	-	-	0.01
(e)	Other Non-Current Assets	5.17	4.46	9.89
	<b>Total (A)</b>	<b>100.99</b>	<b>7.02</b>	<b>12.54</b>
<b>2.</b>	<b>Current Assets</b>			
(a)	Current Investments	-	-	-
(a)	Inventories	-	-	-
(b)	Trade Receivables	77.54	53.10	15.17
(c)	Cash & Bank Balances	42.85	42.76	10.18
(d)	Short-Term Loans & Advances	-	3.92	-
(e)	Other Current Assets	86.93	36.24	15.28
	<b>Total (B)</b>	<b>207.32</b>	<b>136.02</b>	<b>40.62</b>
	<b>Total Assets (A+B)</b>	<b>308.31</b>	<b>143.04</b>	<b>53.15</b>

Summary of Audited Consolidated statement of Profit and loss as at financial year ended March 31, 2025, March 31, 2024 and March 31, 2023

(₹ in Crores)

PARTICULARS		31st March 2025	31st March 2024	31st March 2023
<b>1</b>	<b>Income</b>			
(a)	Revenue from Operations	304.09	102.67	78.67
(b)	Other Income	1.98	3.12	0.28
	<b>Total Income</b>	<b>306.07</b>	<b>105.79</b>	<b>78.95</b>
<b>2</b>	<b>Expenditure</b>			
(a)	Changes in Inventories	-	-	-
(b)	Employee Benefit Expenses	189.41	29.45	17.52
(c)	Other Direct Expenses	-	-	21.31
(d)	Finance Cost	4.05	0.52	0.69
(e)	Depreciation & Amortization	6.19	1.05	0.56
(f)	Other Expenses	49.45	24.15	1.37
	<b>Total Expenses</b>	<b>249.63</b>	<b>55.17</b>	<b>41.45</b>
<b>3</b>	<b>Profit/(Loss) before exceptional items and extraordinary items and tax (1-2)</b>	<b>56.44</b>	<b>50.62</b>	<b>37.50</b>
<b>4</b>	Exceptional Items	4.03	-	-
<b>5</b>	<b>Profit before extraordinary items and tax (3-4)</b>	<b>52.41</b>	<b>50.62</b>	<b>37.50</b>
<b>6</b>	Extraordinary items	-	-	-
<b>7</b>	<b>Profit before tax (5-6)</b>	<b>52.41</b>	<b>50.62</b>	<b>37.50</b>
<b>8</b>	<b>Tax Expense:</b>			
(a)	Current Tax	6.41	13.34	9.87
(b)	Deferred Tax	(0.27)	(0.33)	(0.27)
(c)	Provision for earlier tax	0.67	1.05	-
	<b>Total Tax Expenses</b>	<b>6.81</b>	<b>14.06</b>	<b>9.60</b>
<b>9</b>	<b>Profit/ (Loss) for the period from continuing operations (7-8)</b>	<b>45.60</b>	<b>36.56</b>	<b>27.90</b>
<b>10</b>	Minority Interest	8.71	0.02	0.16
<b>11</b>	<b>Profit/ (Loss) for the period from continuing operations (9-10)</b>	<b>37.43</b>	<b>36.54</b>	<b>27.74</b>
<b>12</b>	<b>Profit/ (Loss) for the period from discontinuing operations</b>	-	-	-
<b>13</b>	Tax expenses of discontinuing operations	-	-	-
<b>14</b>	Profit/ (Loss) for the period from discontinuing operations (after tax) (12-13)	-	-	-
<b>15</b>	<b>Profit/(Loss) For the Period (11+14)</b>	<b>37.43</b>	<b>36.54</b>	<b>27.74</b>
<b>16</b>	<b>Earnings per equity share before extraordinary items: (In Rs.)</b>			
	Basic and diluted	16.11	17.85	16.32
<b>17</b>	<b>Earnings per equity share after extraordinary items: (In Rs.)</b>			
	Basic and Diluted	16.11	17.85	16.32

Summary of Consolidated Audited Cash flow statement as at financial years ended March 31, 2025, March 31, 2024 and March 31, 2023

(₹ in Crores)

(Particulars)	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
<b>Cash flow from operating activities</b>			
Net Profit/(Loss) Before Tax	52.41	50.61	37.50
<b>Adjustments for:</b>			
Depreciation	6.19	1.05	0.56
Assets written off	-	-	0.07
Interest Expenses	4.05	0.49	0.69
Interest Income	(0.66)	(2.39)	(0.28)
Foreign Exchange (Gain)/Loss	(0.48)	-	-
<b>Operating profit before working capital changes</b>	<b>61.51</b>	<b>49.76</b>	<b>38.53</b>
<b>Adjustments for:</b>			
(Increase)/decrease in Trade Receivables	(23.96)	(37.64)	(12.56)
(Increase)/decrease in Short Term Loans & Advances	3.92	(3.92)	-
Increase/(Decrease)in Long term Provisions	1.36	1.07	1.33
Increase/(Decrease)in Short term Provisions	0.53	(0.71)	0.09
Increase/Decrease in Other Current assets	(50.69)	1.95	(14.21)
Increase/(Decrease)in Short term Borrowings	-	-	0.70
Increase/Decrease in Trade and Other payables	(2.27)	(0.48)	1.55
Increase/Decrease in Other Current Liabilities	24.34	0.04	(0.18)
Increase/Decrease in Other Non-Current Assets	(0.71)	(20.95)	(4.19)
<b>Cash generated from operations</b>	<b>14.03</b>	<b>(10.88)</b>	<b>11.04</b>
Income Taxes (Paid)/ Refund Received	(4.40)	(17.02)	(3.21)
<b>Cash flow before extraordinary item</b>	<b>9.63</b>	<b>(27.90)</b>	<b>7.83</b>
Extraordinary items relating to Operating Activity	-	-	-
<b>Net cash provided / (used) by operating activities (A)</b>	<b>9.63</b>	<b>(27.90)</b>	<b>7.83</b>
<b>Cash flows from investing activities</b>			
Interest Received	0.66	2.39	0.28
Bank deposits	26.81	(33.66)	-
Fixed assets purchased including Intangible Assets	(99.19)	(0.65)	(1.82)
(Increase)/Decrease in Long-term Loan & Advances		-	0.64
<b>Net cash provided / (used) by investing activities (B)</b>	<b>(71.72)</b>	<b>(31.92)</b>	<b>(0.90)</b>
<b>Cash flow from financing activities</b>			
Interest paid	(4.05)	(0.49)	(0.69)
Proceed from issue of Equity Share Net	-	54.91	-
Change in reserves	44.08	-	
Increase/(Decrease) in Long Term Borrowings	35.15	(1.97)	(0.56)
Increase/(Decrease) in Short-Term Borrowings	13.66	0.12	-
<b>Net cash provided / (used) by financing activities (C)</b>	<b>88.83</b>	<b>52.57</b>	<b>(1.25)</b>
Exchange difference on Realized (Loss)/Gain	0.14	0.04	(0.01)
<b>Net increase / (decrease) in Cash &amp; Bank Balances (A+B+C)</b>	<b>26.88</b>	<b>(7.21)</b>	<b>5.67</b>
<b>Cash &amp; Bank Balances at the beginning of period</b>	<b>2.94</b>	<b>10.18</b>	<b>4.51</b>
<b>Cash &amp; Bank Balances at the end of period</b>	<b>29.85</b>	<b>2.97</b>	<b>10.18</b>

Summary of Audited Standalone balance sheet as at March 31, 2025, March 31, 2024 and March 31, 2023,  
March 31, 2024 and March 31, 2023

(₹ in Crores)

PARTICULARS		As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2023
<b>A)</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1.</b>	<b>Shareholders' Funds</b>			
(a)	Share Capital	23.24	23.24	17.00
(b)	Reserves and Surplus	116.35	98.08	13.21
(c)	Money received against share warrants	-	-	-
	<b>Total (A)</b>	<b>139.59</b>	<b>121.32</b>	<b>30.21</b>
<b>2</b>	<b>Non Current Liabilities</b>			
(a)	Long-Term Borrowings	17.53	0.56	2.53
(b)	Deferred Tax Liabilities (Net)	-	-	-
(c)	Other Long-Term Liabilities	-	-	-
(c)	Long Term Provision	3.28	3.03	1.96
	<b>Total (B)</b>	<b>20.82</b>	<b>3.59</b>	<b>4.49</b>
<b>3</b>	<b>Current Liabilities</b>			
(a)	Short-Term Borrowings	15.34	1.86	1.75
(b)	Trade Payables			
	(i) total outstanding dues of micro enterprises and small enterprises; and	2.48	1.04	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	5.92	10.57	2.21
(c)	Other Current Liabilities	3.75	3.21	3.96
(d)	Short Term Provisions	7.35	4.11	6.20
	<b>Total (C)</b>	<b>34.84</b>	<b>20.79</b>	<b>14.12</b>
	<b>Total Equity and Liabilities (A+B+C)</b>	<b>195.24</b>	<b>145.70</b>	<b>48.82</b>
<b>B)</b>	<b>ASSETS</b>			
<b>1.</b>	<b>Non Current Assets</b>			
(a)	Property, plant and equipment and Intangible assets			
	(i) Property, Plant & Equipment	1.07	1.83	2.29
	(ii) Intangible Assets	-	-	-
	(iii)Capital work-in progress	-	-	-
	(iv) Intangible Assets under development	-	-	-
(b)	Non-Current Investments	46.76	6.29	2.08
(c)	Deferred Tax Assets (Net)	0.91	0.64	0.31
(d)	Long- Term Loans & Advances	-	-	0.01
(e)	Other Non-Current Assets	1.79	4.46	9.89
	<b>Total (A)</b>	<b>50.53</b>	<b>13.22</b>	<b>14.59</b>
<b>2.</b>	<b>Current Assets</b>			
(a)	Current Investments	-	-	-
(b)	Inventories	-	-	-
(c)	Trade Receivables	86.48	62.90	19.67
(d)	Cash & Bank Balances	17.42	40.47	5.36
(e)	Short-Term Loans & Advances	-	-	-
(f)	Other Current Assets	40.81	29.11	9.20
	<b>Total (B)</b>	<b>144.71</b>	<b>132.48</b>	<b>34.23</b>
	<b>Total Assets (A+B)</b>	<b>195.24</b>	<b>145.70</b>	<b>48.82</b>

**Summary of Audited Standalone statement of Profit and loss as at financial years ended March 31, 2025, March 31, 2024 and March 31, 2023**

(₹ in Crores)

PARTICULARS		31st March 2025	31st March 2024	31st March 2023
<b>1</b>	<b>Income</b>			
(a)	Revenue from Operations	73.55	100.30	70.23
(b)	Other Income	1.83	2.88	0.28
	<b>Total Income</b>	<b>75.38</b>	<b>103.18</b>	<b>70.51</b>
<b>2</b>	<b>Expenditure</b>			
(a)	Changes in Inventories	-	-	-
(b)	Employee Benefit Expenses	22.07	29.10	17.49
(c)	Other Direct Expenses			15.34
(d)	Finance Cost	2.15	0.49	0.69
(e)	Depreciation & Amortization	0.80	1.01	0.56
(f)	Other Expenses	24.94	22.40	1.01
	<b>Total Expenses</b>	<b>49.96</b>	<b>53.00</b>	<b>35.08</b>
<b>3</b>	<b>Profit/(Loss) before exceptional items and extraordinary items and tax (1-2)</b>	<b>25.42</b>	<b>50.18</b>	<b>35.43</b>
<b>4</b>	Exceptional Items	0.29	-	-
<b>5</b>	<b>Profit before extraordinary items and tax (3-4)</b>	<b>25.13</b>	<b>50.18</b>	<b>35.43</b>
<b>6</b>	Extraordinary items	-	-	-
<b>7</b>	<b>Profit before tax (5-6)</b>	<b>25.13</b>	<b>50.18</b>	<b>35.43</b>
<b>8</b>	<b>Tax Expense:</b>			
(a)	Current Tax	6.47	13.25	9.25
(b)	Deferred Tax	(0.27)	(0.33)	(0.27)
(c)	Provision for earlier tax	0.67	1.05	-
	<b>Total Tax Expenses</b>	<b>6.87</b>	<b>13.97</b>	<b>8.99</b>
<b>9</b>	<b>Profit/ (Loss) for the period from continuing operations (7-8)</b>	<b>18.26</b>	<b>36.21</b>	<b>26.44</b>
<b>10</b>	<b>Profit/ (Loss) for the period from discontinuing operations</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>11</b>	Tax expenses of discontinuing operations	-	-	-
<b>12</b>	<b>Profit/ (Loss) for the period from discontinuing operations (after tax) (10-9)</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>13</b>	<b>Profit/(Loss) For the Period (9+12)</b>	<b>18.26</b>	<b>36.21</b>	<b>26.44</b>
<b>14</b>	<b>Earnings per equity share before extraordinary items: (In Rs.)</b>			
	Basic and diluted	7.86	17.70	15.55
<b>15</b>	<b>Earnings per equity share after extraordinary items: (In Rs.)</b>			
	Basic and Diluted	7.86	17.70	15.55

Summary of Standalone Audited Cash flow statement as at financial years ended March 31, 2025, March 31, 2024 and March 31, 2023

(₹ in Crores)

Particulars	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
<b>Cash flow from operating activities</b>			
<b>Net Profit/(Loss) Before Tax</b>	25.14	50.18	35.43
<b>Adjustments for:</b>			
Foreign Exchange (Gain)/Loss	(0.48)	-	-
Depreciation	0.81	1.01	0.56
Assets written off	-	-	0.07
Interest Expenses	2.15	0.49	0.69
Interest Income	(0.52)	(2.39)	(0.28)
<b>Operating profit before working capital changes</b>	<b>27.10</b>	<b>49.29</b>	<b>36.45</b>
<b>Adjustments for:</b>			
(Increase)/decrease in Trade Receivables	(23.09)	(43.06)	(19.30)
(Increase)/decrease in Short Term Loans & Advances	-	-	-
Increase/(Decrease)in Long term Provisions	0.25	1.07	1.33
Increase/(Decrease)in Short term Provisions	0.56	0.04	0.09
Increase/Decrease in Other Current assets	(11.70)	(19.90)	(8.83)
(Increase)/Decrease in Other Non-Current assets	2.66	(0.71)	(4.19)
Increase/(Decrease)in Short term Borrowings	-	-	0.70
Increase/Decrease in Trade and Other payables	(3.21)	8.99	0.57
Increase/Decrease in Other Current Liabilities	0.54	(0.50)	0.61
<b>Cash generated from operations</b>	<b>(6.89)</b>	<b>(4.8)</b>	<b>7.43</b>
Income Taxes (Paid)/ Refund Received	(4.47)	(16.45)	(3.11)
<b>Cash flow before extraordinary item</b>	<b>(11.37)</b>	<b>(21.23)</b>	<b>4.32</b>
Extraordinary items relating to Operating Activity	-	-	-
<b>Net cash provided / (used) by operating activities (A)</b>	<b>(11.37)</b>	<b>(21.23)</b>	<b>4.32</b>
<b>Cash flows from investing activities</b>			
Interest Received	0.52	2.39	0.28
Bank deposits	26.81	(33.66)	-
Fixed assets purchased including Intangible Assets	(0.03)	(0.55)	(1.80)
Investment in subsidiaries	(40.47)	(4.21)	-
(Increase)/Decrease in Non- Current Investments	-	-	(0.00)
(Increase)/Decrease in Long-term Loan & Advances		-	0.64
<b>Net cash provided / (used) by investing activities (B)</b>	<b>(13.17)</b>	<b>(36.03)</b>	<b>(0.88)</b>
<b>Cash flow from financing activities</b>			
Interest paid	(2.15)	(0.49)	(0.69)
Proceed from issue of Equity Share Net	-	54.91	-
Increase/(Decrease) in Long Term Borrowings	16.97	(1.97)	(0.56)
Increase/(Decrease) in Short-Term Borrowings	13.48	0.12	-
<b>Net cash provided / (used) by financing activities (C)</b>	<b>28.30</b>	<b>52.57</b>	<b>(1.25)</b>
Exchange difference on Realized (Loss)/Gain	-	-	-
<b>Net increase / (decrease) in Cash &amp; Bank Balances (A+B+C)</b>	<b>3.76</b>	<b>(4.69)</b>	<b>2.19</b>
<b>Cash &amp; Bank Balances at the beginning of period</b>	<b>0.67</b>	<b>5.36</b>	<b>3.17</b>
<b>Cash &amp; Bank Balances at the end of period</b>	<b>4.43</b>	<b>0.67</b>	<b>5.36</b>

## RISK FACTORS

*An investment in the Equity Shares involves a high degree of risk. Prospective investors should carefully consider all the information in this Placement Document, including the risks and uncertainties described below, before evaluating our business and making an investment in the Equity Shares pursuant to the Issue. This section should be read in conjunction with “Industry Overview”, “Our Business”, “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and “Financial Information”, on pages 77, 88, 66 and 158 respectively, before making an investment decision in relation to the Equity Shares.*

*The risks and uncertainties described in this section are not the only risks that are relevant to us, the Equity Shares or the industry and sector in which we operate. Additional risks and uncertainties not currently known to us or that we currently believe to be immaterial may also have an adverse effect on our business, results of operations, cash flows and financial condition. If any of the following risks or other risks that are not currently known or are now deemed immaterial actually occur, our business, results of operations, cash flows and financial condition could be adversely affected, the trading price of the Equity Shares could decline, and investors may lose all or part of their investment. The financial and other related implications of risks concerned, wherever quantifiable, have been disclosed in the risk factors described below. However, there are certain risk factors where such implications are not quantifiable, and hence any quantification of the underlying risks has not been disclosed in such risk factors.*

*In making an investment decision, prospective investors must rely on their own examination of our Company and our Subsidiaries and the terms of the Issue, including the merits and risks involved. Prospective investors should consult their tax, financial and legal advisors about the particular consequences they may encounter from investing in the Equity Shares.*

*This Placement Document contains certain forward-looking statements that involve risks and uncertainties. Our results could differ materially from those anticipated in these forward-looking statements because of certain factors, including the considerations described below and elsewhere in this Placement Document. For further information, see “Forward-Looking Statements” on page 17..*

*In this Placement Document, unless specified otherwise, any reference to “the Company” or “our Company” refers to Genesys International Corporation Limited, on a standalone basis, and a reference to “we”, “us” or “our” is a reference to our Company together with its Subsidiaries, on a consolidated basis, as applicable, as of and for the relevant fiscal year or period.*

### INTERNAL RISK FACTORS

- 1. Our top 5 clients contribute the majority of our revenues from operations for the financial year ended March 31, 2025, March 31, 2024 and March 31, 2023. Any loss of business from one or more of them may adversely affect our revenues and profitability.***

Our top Five clients contributed approximately 41.07%, 56.52% and 59.25% of our revenue from operations based on Financial Statements for the period ended 31st March, 2023, 31st March 2024 and 31st March 2025. To increase our revenue and cash flows, we must regularly add new clients. If we are unable to generate sufficient sales leads through our marketing programs, or if our existing or new clients do not perceive our services to be of sufficiently high value and quality, we may not be able to increase sales and our operating results would be adversely affected. In addition, our existing clients have no obligation to repeat contracts / award new projects to us due to various factors including clients’ satisfaction with our services, acceptance of our creative work by the viewers, changing preference of viewers, our prices and the prices of competing service providers. If we fail to achieve repetitive projects from existing clients or to add new clients, our operating results will suffer, and our revenue growth, cash flows and profitability may be materially and adversely affected.

Any decline in our services and any change in the demand for our services by these customers may adversely affect our ability to retain them. We cannot assure that we shall generate the same quantum of business, or any business at all, from these customers, and loss of business from one or more of them may adversely affect our revenues and profitability. We intend to retain our customers by offering solutions to address specific needs in a proactive, cost effective and time efficient manner.

- 2. Our company has significant dependence on exports and Resulting Concentration Risk. Any significant disruption or unfavorable development in the international markets could severely impact our revenue, margins, cash flows and overall financial stability.***

Our exports have contributed approximately 100%, 99.48% and 99.66%, of our revenue from operations based on

Financial Statements for the period ended 31st March, 2023, 31st March 2024 and 31st March 2025. Our excessive reliance on exports makes us highly vulnerable to risks associated with foreign exchange rate fluctuations, changes in global trade policies, imposition of tariffs, regulatory changes, geopolitical instability, and adverse global economic conditions. Any significant disruption or unfavorable development in the international markets could severely impact our revenue, margins, cash flows and overall financial stability.

To mitigate these risks, we are working towards diversifying our revenue base by expanding our domestic presence, targeting multiple geographies to reduce over-reliance on any single region, and strengthening long-term relationships with global clients. We are also implementing appropriate foreign exchange hedging mechanisms to safeguard against currency volatility. In addition, we are leveraging our expertise and technological capabilities to explore opportunities in the Indian market and enhance operational agility to remain resilient against adverse developments.

3. *We do not own the premises in which our registered office and studios are located and the same are on lease arrangement. Any termination of such lease/license and/or non-renewal thereof and attachment by Property Owner could adversely affect our operations.*

Our Registered Office is presently located at Tower A, KRC Commerzone MountPoonamallee Road Porur Chennai, TamilNadu. We have one marketing office located at Pune at S NO 83, 16th Floor Smartworks NorthMain Road Near Hard Rock Cafe Pune Maharashtra – 411036. Both the premises are not owned by our Company. Both the premises were taken on Service Agreement and lease and license from independent entities on a monthly rental basis for a period of 60 months with an option to renew the same by mutual consent.

Unless it is renewed, upon termination of the lease, we are required to vacate the premises of our registered office and marketing office. There can be no assurance that the term of the agreements will be renewed and in the event the Lessor/Licenser terminates or does not renew the agreements, we are required to vacate the said premises where operational activities are carried out. In such a situation, we have to identify and take alternative premises and enter into fresh lease and license agreement at less favourable terms and conditions to shift our registered office and operations. Such a situation could result in time overruns and may adversely affect our operations temporarily.

4. *There are outstanding litigations involving our Company, if determined adversely, may affect our business and financial condition.*

As on the date of this PD, our Company is involved in certain tax related proceedings. The amounts claimed in these proceedings have been disclosed to the extent ascertainable. We cannot assure you that these legal proceedings will be decided in favour of our Company or that no further liability will arise out of these proceedings. Any adverse decision may adversely affect our business, results of operations and financial condition.

Nature of Cases	Number of outstanding cases	Amount involved (in ₹ crores)
<b>Litigation involving our Company</b>		
Criminal proceedings against our Company	Nil	Nil
Criminal proceedings by our Company	Nil	Nil
Material civil litigation against our Company	Nil	Nil
Material civil litigation by our Company	Nil	Nil
Outstanding Actions by statutory or regulatory Authorities	Nil	Nil
Direct and indirect tax proceedings	9	1.45
<b>Litigation involving our Directors (other than Promoter)</b>		
Criminal proceedings against our Directors	Nil	Nil
Criminal proceedings by our Directors	Nil	Nil
Material civil litigation against our Director	Nil	Nil
Material civil litigation by our Director	Nil	Nil
Actions by statutory or regulatory authorities	Nil	Nil
Direct and indirect tax proceedings	Nil	Nil
<b>Litigation involving our Promoters (Promoter Directors)</b>		
Criminal proceedings against our Promoters	Nil	Nil
Criminal proceedings by our Promoters	Nil	Nil
Material civil litigation against our Promoters	Nil	Nil
Material civil litigation by our Promoters	Nil	Nil
Actions by statutory or regulatory authorities	Nil	Nil
Direct and indirect tax proceedings	Nil	Nil

5. *Our Company operates in the constantly evolving VFX market, which is subject to rapidly changing clients behaviour and tastes, and depends on audience acceptance of content for which the Company provides VFX services and the long-term popularity of the brands.*

Our Company operates in the entertainment industry, which carries a substantial degree of risk due to rapidly evolving technologies, digital content platforms, and changing consumer tastes. We must adapt quickly to shifts in technology, market dynamics, and client preferences. The convergence of high-definition portable devices, high-speed wireless internet, and complementary digital content services now widely accessible and increasingly affordable has enabled consumers to watch their preferred content anytime, anywhere. This has driven strong demand for OTT content, creating greater opportunities for VFX service providers. Our ability to secure such opportunities depends on how effectively we adapt our services to the evolving requirements of content producers. Failure to keep pace with customer needs or respond to technological changes could limit our competitiveness and have a material adverse impact on our business, financial condition, cash flows, and results of operations.

**6. We conduct our business in various jurisdictions globally and may be unsuccessful in operating and expanding into new markets and face numerous legal and regulatory requirements while operating and expanding and violation of these regulations could harm our business.**

We conduct our business in various jurisdictions globally, including across emerging and developed markets and serve clients primarily in Europe and North America.

The table below sets forth our revenue by end market geography (based on location of the specific customer site that we serve, irrespective of the location of the headquarters of the customer) for the periods indicated:

Country	2024-25		2023-24		2022-23	
	Amount	% of Revenue	Amount	% of Revenue	Amount	% of Revenue
North America	36.88	12.13	34.30	33.41	45.02	57.23
Europe	258.39	84.97	40.53	39.48	26.51	33.70
Australia and New Zealand	1.55	0.51	27.31	26.60	6.95	8.83
Other	7.28	2.39	0.53	0.52	0.19	0.24
<b>Total</b>	<b>304.1</b>	<b>100.00</b>	<b>102.67</b>	<b>100.00</b>	<b>78.67</b>	<b>100.00</b>

Global markets are characterized by distinct legal, regulatory and compliance systems, which do not operate seamlessly across borders as a single or common market. The costs associated with entering, establishing, and expanding our presence in new geographies may be higher than anticipated, and we may face intense competition from established local and global players. Political, economic and market conditions in certain regions may further subject us to high costs of compliance, cultural integration challenges and complex taxation regimes. Breaking the incumbency of entrenched competitors may also require us to make significant investments, which could adversely impact our results of operations.

We have incorporated wholly-owned subsidiaries in the UK and Canada with the vision of international expansion. In doing so, we are subject to risks associated with compliance under multiple tax regimes, labour laws, and employee-related regulations including health, safety, wages and benefits. Any failure to comply with these regulatory requirements may have a material adverse effect on our business, results of operations and financial condition. Additionally, since a significant portion of our workforce is located outside India, we are exposed to risks arising from managing diverse work cultures and ensuring smooth operational integration, which could further impact our performance.

**7. Our ability to remain competitive may be adversely affected by rapid technological changes and our ability to access such technology.**

The Indian media and entertainment industry is undergoing rapid technological advancements. We may not be successful in adopting new visual effects methods or may lose market share if the technologies we adopt are not as advanced, user-friendly, widely accessible, or appealing to consumers as those offered by our competitors. Technological innovations, alternative production methods, or shifts in consumer behaviour driven by such developments could negatively impact our business. Competitors with greater financial resources may be able to adopt emerging technologies more quickly than we can. To remain competitive, we may be required to make significant investments to upgrade our technology, and any failure or delay in doing so could materially and adversely affect our business, prospects, financial condition, and results of operations.

Our engagement with our new and existing customer base presents a substantial opportunity for growth.

**8. *We operate in an industry which is highly sensitive with regard to maintenance of secrecy of the projects and its contents. Any failure on our part to maintain secrecy of our projects, will have an adverse effect on our results of operations and financial condition***

We operate in an industry where maintaining strict confidentiality of projects and their content is critical. We have implemented firewalls, security systems, and internal procedures to safeguard our project material, information, and digital assets. Piracy of project content, including visual effects and related information, whether through the internet or other means, as well as the sale of counterfeit products, could reduce revenues from the exploitation of our work. While we have not experienced any breach of our security systems to date, there can be no assurance that such breaches will not occur in the future. Any failure on our part to maintain the confidentiality of our projects or to prevent unauthorized access, copying, or distribution could materially and adversely affect our business, financial condition, and results of operations.

**9. *Intensified competition may restrict our ability to access content and/or talent.***

We operate in a highly competitive environment, facing competition from both Indian and international companies, many of which are substantially larger and possess greater financial resources than we do. The growth of the entertainment industry in recent years has attracted new entrants, increased competition and potentially altering the industry in ways that may not be favourable to us. Competitors of a similar or larger scale may also limit our ability to attract and retain creative and technical talent, as well as other scarce resources, including content. Increased competition could materially and adversely affect our business, prospects, financial condition, and results of operations.

**10. *Our Promoters have pledged a portion of their shareholding, and invocation of such pledge by lenders may affect our share price and control over the Company.***

As on the date of this Placement Document, certain shares held by our Promoters are pledged as security for borrowings availed by them. In the event of any default by our Promoters under the terms of such financing arrangements, the lenders may invoke the pledge and sell the shares in the open market or otherwise enforce their security. Such invocation may result in a decline in the market price of our Equity Shares. Further, if a substantial portion of the Promoters' shareholding is pledged and subsequently invoked, it may lead to dilution of the Promoters' shareholding, which could adversely impact their ability to exercise significant influence or control over the Company. There can be no assurance that such pledge will not be enforced in the future, which may adversely affect the market price of our Equity Shares and our business, results of operations, financial condition and reputation.

**11. *Our success largely depends upon the knowledge and experience of our Promoter, Directors and our Key Managerial Personnel. Loss of any of our directors and key managerial personnel or our ability to attract and retain them could adversely affect our business, operations and financial condition.***

Our Company depends on the management skills and guidance of our Promoter and Directors for development of business strategies, monitoring its successful implementation and meeting future challenges. Further, we also significantly depend on the expertise, experience and continued efforts of our management team. Some of our employees have been associated with our Company since a long period of time and have been integral to the growth and in the success of our Company. Our future performance will depend largely on our ability to retain the continued service of our management team. If one or more of our Directors or Key Managerial Personnel are unable or unwilling to continue in his/ her present position, it could be difficult for us to find a suitable or timely replacement and our business could be adversely affected. There is significant competition for management and other skilled personnel in the industry in which we operate, and it may be difficult to attract and retain the personnel we require in the future. There can be no assurance that our competitors will not offer better compensation packages and incentives to such Key Managerial Personnel and Senior Management personnel. In the event we are not able to attract and retain talented employees, as required for conducting our business, or we experience high attrition levels which are largely out of our control, or if we are unable to motivate and retain existing employees, our business, financial condition and operations may be adversely affected. For further details on our Directors and Key Managerial Personnel, please refer to the chapter titled "Board of Directors and Senior Management Personnel" beginning on page 103 of this Placement Document.

**12. *Our Company has experienced negative cash flow in the past and may continue to do so in the future, which could have a material adverse effect on our business, prospects, financial condition, cash flows and results of operations.***

Our Company has experienced negative net cash flow in operating, investing and financing activities in the past. Following are the details of our cash flow position during the last three financial years;

- **On Standalone basis:**

(₹ in Crores)

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Net cash flow from/(used in) operating activities (A)	(11.37)	(21.23)	4.32
Net cash flow from / (used in) investing activities (B)	(13.17)	(36.03)	(0.88)
Net cash flow from / (used in) financing activities (C)	28.30	52.57	(1.25)

• **On Consolidated basis:**

(₹ in Crores)

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Net cash flow from/(used in) operating activities (A)	9.63	(27.90)	7.83
Net cash flow from / (used in) investing activities (B)	(71.72)	(31.92)	(0.90)
Net cash flow from / (used in) financing activities (C)	88.83	52.57	(1.25)

We may experience negative cash flows in the future which may have a material adverse effect on our business, prospects, results of operations and financial condition. For further details please refer to "Financial Statements" beginning on page 158 of this Placement Document.

**13. A portion of the proceeds from our Initial Public Offering remains unutilized, and any delay or inability to deploy such funds as intended may adversely affect our business and results of operations.**

We had raised ₹66.35 crore through our Initial Public Offering completed in September 2023. As of March 31, 2025, approximately ₹23.68 crore of the net proceeds remain unutilized, primarily earmarked for setting up our studios in Hyderabad and Salem, and for enhancing infrastructure at our existing facilities in Chennai and Pune. The utilization of these funds is subject to various factors, including timely execution of our planned projects, receipt of necessary regulatory approvals, supply chain constraints, and other unforeseen circumstances. There can be no assurance that we will be able to deploy the unutilized proceeds within the time frame or for the purposes stated in the offer document. Any delay or inability to utilize these funds as planned may adversely impact our growth initiatives, delay the anticipated benefits of such investments, and could materially and adversely affect our business, financial condition, and results of operations.

**14. We require certain approvals and licenses in the ordinary course of business, and any failure to obtain or retain such approvals in a timely manner, or comply with applicable laws, may materially and adversely affect our business, financial condition, results of operations and prospects.**

We are required to obtain certain approvals, registrations and licenses from regulatory authorities in the ordinary course of business. These approvals, licenses and registrations may be subject to numerous conditions. If we fail to obtain some or all of these approvals or licenses, or renewals thereof, in a timely manner or at all, or if we fail to comply with applicable conditions, our license or permission for carrying on a particular activity may be suspended or cancelled and we may not be able to carry on such activity, which could adversely affect our business, results of operations, cash flows and financial condition. In addition, we have, and may need to in the future, apply for certain additional approvals, including the renewal of approvals, which may expire from time to time.

There is no assurance that such approvals and licenses will be granted or renewed in a timely manner or at all by the relevant governmental or regulatory authorities. Failure to obtain or renew such approvals and licenses in a timely manner would make our operations non-compliant with applicable laws and may result in imposition of penalties by relevant authorities and may also prevent us from carrying out our business. Our licenses and approvals are subject to various conditions, including periodic renewal and maintenance standards. Any actual or alleged failure on our part to comply with the terms and conditions of such regulatory licenses and registrations could expose us to legal action, compliance costs or liabilities, or could affect our ability to continue to operate at the locations or in the manner in which we have been operating thus far.

**15. We depend on our relationships with production houses and film directors and other industry participants.**

We generate our revenue by forging direct partnerships with diverse production houses, as well as collaborating with VFX companies and studios through sub-contracting arrangements. Our failure to maintain these relationships, or to establish and capitalize on new relationships, could harm our business or prevent our business from growing, which could have a material adverse effect on our business, prospects, financial condition and results of operations.

***16. Our inability to maintain, protect and enforce our intellectual property rights, could adversely affect our business, results of operations and financial condition.***

We rely on trademark, law and contractual restrictions to protect our intellectual property. We have obtained registrations in connection with the protection of our intellectual property relating to our trademark. Our registrations may in the future be opposed, withdrawn, objected or are otherwise under dispute. Our inability to maintain these registrations may adversely affect our business, results of operations and financial condition. Further, we may need to litigate to protect our intellectual property or to defend against third party infringement. Any such litigation could be time consuming and costly and the outcome cannot be guaranteed. We may not be able to detect any unauthorised use or take appropriate and timely steps to enforce or protect our intellectual property. Any inability to use or protect our intellectual property could affect our relationships with our customers, which could materially and adversely affect our brand, business, results of operations and financial condition.

***17. Our inability to procure and/or maintain adequate insurance cover in connection with our business may adversely affect our operations and profitability.***

We have obtained insurance policies, as detailed in the chapter “Our Business” beginning on page no.88 for our assets including properties, software and equipment. While such insurance provides a degree of protection, it cannot eliminate all risks of loss or damage. We cannot assure you that unforeseen incidents will not occur, which may result in liability claims or adverse publicity. Although we maintain liability insurance cover for stocks and properties for certain of our businesses, we cannot guarantee that such coverage will be sufficient or that any losses will be fully compensated by our insurers. Any inadequacy or shortfall in insurance coverage could adversely affect our business operations, financial performance and overall financial condition.

***18. We may not be able to sustain effective implementation of our business and growth strategy.***

The success of our business will largely depend on our ability to effectively implement our business and growth strategy. In the past we have generally been successful in execution of our business plan but there can be no assurance that we will be able to execute our strategy on time and within the estimated budget in the future. If we are unable to implement our business and growth strategy, this may have an adverse effect on our business, financial condition and results of operations.

***19. If we are unable to source business opportunities effectively, we may not achieve our financial objectives***

Our capacity to achieve our financial objectives will depend on our ability to identify, evaluate and accomplish business opportunities. To grow our business there is significant importance to find, hire, train, supervise and manage efficient employees and also to establish such a process of business operations which is proficient enough to effectively achieve our growth. Instead of putting keen efforts, as mentioned here, we cannot assure that any such employees will contribute to the success of our business or that we will implement such systems effectively. Our failure to source business opportunities effectively could have a material adverse effect on our business, financial condition and results of operations. It is also possible that the strategies used by us in the future may be different from those presently in use.

***20. Our inability to manage growth could disrupt our business and reduce profitability.***

A principal component of our strategy is to continuously grow by expanding the capacity, size and geographical scope of our businesses. This growth strategy will place significant demands on our management, financial and other resources. It will require us to continuously develop and improve our operational, financial and internal controls. Continuous expansion increases the challenges involved in financial management, recruitment, training and retaining high quality human resources, preserving our culture, values and entrepreneurial environment, and developing and improving our internal administrative infrastructure. Any inability on our part to manage such growth could disrupt our business prospects, impact our financial condition and adversely affect our results of operations.

***21. Our financial condition and business prospects could be materially and adversely affected if we do not complete the project as planned or if they experience delays or cost overruns.***

The development of projects involves various risks, including, among others, regulatory risk, financing risk and the risk that these projects may ultimately prove to be unprofitable. Entering into such projects may also pose significant

challenges to our management, administrative, financial and operational resources. Our projects under production may be delayed or terminated due to a number of factors including: surrounding factors to complete the project on time, within budget or to the standards specified to them; failure to obtain necessary government approvals in time or at all; occurrence of force majeure events; unanticipated cost increases or changes in scope of work granted under the respective concession; accidents or other incidents and contractual disputes with our actors; and inability to obtain adequate financing to complete project.

***22. In the past one of our Independent Director Mr. Vengarai Seshadri Sowrirajan was disqualified as reflected in DIN Status on website of Ministry of Corporate Affairs.***

One of our Independent Directors, Mr. Vengarai Seshadri Sowrirajan, had been disqualified in the past under the applicable provisions of the Companies Act, 2013, with the disqualification period extending up to October 13, 2017. Although his Director Identification Number (DIN) is presently in an *Approved* status and he is eligible to continue as a director., We cannot assure you that no similar disqualification or regulatory action will arise with respect to any of our Directors in the future, and any such occurrence may adversely affect our business operations, financial condition and reputation.

***23. Our funding requirements and proposed deployment of the Net Proceeds are based on management estimates and have not been independently appraised and may be subject to change based on various factors, some of which are beyond our control.***

Our funding requirements and deployment of the Net Proceeds are based on internal management estimates based on current market conditions, and have not been appraised by any bank or financial institution or other independent agency. Further, in the absence of such independent appraisal, our funding requirements may be subject to change based on various factors which are beyond our control. For details, see "*Use of Proceeds*" beginning on page 56 of this Placement Document.

***24. We have not identified any alternate source of funding and hence any failure or delay on our part to mobilize the required resources or any shortfall in the Issue proceeds may delay the implementation schedule.***

The proposed fund requirement for our expansion plan, as detailed in the section titled "Objects of the Issue" is to be funded from the proceeds of this issue of QIP. We have not identified any alternate source of funding and hence any failure or delay on our part to mobilize the required resources or any shortfall in the Issue proceeds may delay the implementation schedule. We therefore, cannot assure that we would be able to execute our future plans/strategy within the given timeframe. For details, please refer to the Chapter titled "*Use of Proceeds*" beginning on page 56.

***25. Misconduct or errors by manpower engaged by us could expose us to business risks or losses that could adversely affect our business prospects, results of operations and financial condition.***

Misconduct or errors by manpower engaged by us could expose us to business risks or losses, including regulatory sanctions, penalties and serious harm to our reputation. Such misconduct includes breach of security requirements, misappropriation of funds, hiding unauthorized activities, failure to observe our stringent operational standards and processes and improper use of confidential information. It is not always possible to detect or deter such misconduct, and the precautions we take to prevent and detect such misconduct may not be effective. Consequently, our ability to control the workplace environment in such circumstances is limited. The risks associated with the deployment of manpower engaged by us across locations include, among others, possible claims relating to; actions or inactions, including matters for which we may have to indemnify our clients; our failure to adequately verify personnel backgrounds and qualifications resulting in deficient services; failure of manpower engaged by us to adequately perform their duties; errors or malicious acts or violation of health and safety regulations; or criminal acts.

These claims may give rise to litigation and claims for damages, which could be time-consuming. These claims may also result in negative publicity and adversely impact our reputation and brand name. Further, we may be forced to indemnify our clients against losses or damages suffered by our clients as a result of negligent acts of manpower engaged by us. We may also be affected in our operations by the acts of third parties, including sub-contractors and service providers. Any claims and proceedings for alleged negligence as well as regulatory actions may in turn materially and adversely affect our brand and our reputation, and consequently, our business, financial condition, results of operations and prospects.

***26. Our growth will depend on our ability to build our brand and failure to do so will negatively impact our ability to effectively compete in this industry.***

We believe that we need to continue to build our brand, "**Basilic Fly Studio**", which will be critical for achieving widespread recognition of our services. Promoting and positioning our brand will depend largely on the success of our

marketing efforts and our ability to provide high quality services. The brand promotion activities that we may undertake may not yield increased revenues, and even if they do, any increased revenues may not offset the expenses we incur in building our brand. If we are unable to promote and maintain our brand, our business, financial condition and results of operations could be adversely affected.

**27. *Our Promoter, Directors and Key Managerial Personnel have interests in our Company other than reimbursement of expenses incurred or normal remuneration or benefits.***

Our Promoter, Directors and Key Managerial Personnel, may be deemed to be interested in our Company, in addition to the regular remuneration or benefits, reimbursements of expenses, Equity Shares held by them or their relatives, their dividend or bonus entitlement, benefits arising from their directorship in our Company. For further details please refer to "*Financial Statements*" beginning on page 158 of this Placement Document.

**28. *We have in the past entered into related party transactions and we may continue to do so in the future, which may potentially involve conflicts of interest with the equity shareholders.***

Our Company has entered into related party transactions with our Related Parties amounting to ₹ 61.82 crores, ₹ 15.87 crores and ₹ 8.5 crores for the period ended for March 31, 2025, March 31, 2024 and March 31, 2023 respectively. While we believe that all such transactions have been conducted in the normal course of business, on an arm's length basis and in accordance with the Companies Act, 2013 and other applicable laws, we cannot assure you that we could not have achieved more favourable terms had such transactions not been entered into with related parties. It is likely that we may enter into related party transactions in the future. We cannot assure you that our existing agreements and any such future transactions, will be in the interest of our Company and minority shareholders or will not have an adverse effect on our financial condition and results of operations. Furthermore, any future transactions with our related parties could potentially involve conflicts of interest which may be detrimental to our Company. There can be no assurance that we will be able to address such conflicts of interest or others in the future.

**29. *In addition to our existing indebtedness for our existing operations, we may incur further indebtedness during the course of business. We cannot assure that we would be able to service our existing and/or additional indebtedness.***

As on March 31, 2025 our Company's total fund-based indebtedness is ₹ 51.22 Crores. In addition to the indebtedness for our existing operations, we may incur further indebtedness during the course of our business. We cannot assure you that we will be able to obtain further loans at favorable terms. Increased borrowings, if any, may adversely affect our debt-equity ratio and our ability to borrow at competitive rates. In addition, we cannot assure you that the budgeting of our working capital requirements for a particular year will be accurate. There may be situations where we may under-budget our working capital requirements, which may lead to delays in arranging additional working capital requirements, loss of reputation, levy of liquidated damages and can cause an adverse effect on our cash flows.

Any failure to service our indebtedness or otherwise perform our obligations under our financing agreements entered with our lenders or which may be entered into by our Company, could trigger cross default provisions, penalties, acceleration of repayment of amounts due under such facilities which may cause an adverse effect on our business, financial condition and results of operations.

**30. *Our Company is subject to foreign exchange control regulations which can pose a risk of currency fluctuations.***

Our Company undertakes business transactions with international clients in compliance with the rules and regulations prescribed under the Foreign Exchange Management Act, 1999 ("FEMA"). While the Company has not recorded any loss on account of exchange rate fluctuations during FY 2023-24 and FY 2024-25, there can be no assurance that such losses will not arise in the future. Exchange rate volatility may directly impact our revenues, profitability, and cash flows.

Further, although no penalty has been imposed on the Company in the past for non-compliance under FEMA, there has been one instance where the Company was required to pay a Late Submission Fee of ₹7,500 on account of delay in reporting/submission of share certificates relating to acquisition of equity shares of a foreign entity with the designated AD Bank, as per the Foreign Exchange Management (Overseas Investment) Regulations, 2022. Any failure to adhere to the prescribed reporting timelines or any future non-compliance with applicable foreign exchange regulations may attract regulatory penalties, which could adversely affect our business, financial condition, and reputation.

Additionally, our exposure to international markets makes us susceptible to risks arising from currency fluctuations. Any inability to effectively manage or mitigate such risks may materially and adversely impact our business operations, financial results, and overall cash flows.

**31. *Our ability to pay dividends in the future may be affected by any material adverse effect on our future earnings, financial condition or cash flows.***

Our ability to declare and pay dividends in the future will depend on a number of factors, including our earnings, financial condition, cash flows, capital requirements and applicable regulatory restrictions. As our business is working capital intensive, we are also required to obtain consents from certain of our lenders before declaring any dividend, in accordance with the terms of agreements executed with them. Consequently, we may not be in a position to pay dividends in the near or medium term. Further, our future dividend policy will be determined by our capital requirements, financing arrangements, results of operations and overall financial condition, and there can be no assurance that we will pay dividends in the future.

**32. *We are exposed to the risk of delays or non-payment by our clients and other counterparties, which may also result in cash flow mismatches.***

We are exposed to counter party credit risk in the usual course of our business dealings with our clients or other counterparties who may delay or fail to make payments or perform their other contractual obligations. The financial condition of our clients, business partners, suppliers and other counterparties may be affected by the performance of their business which may be impacted by several factors including general economic conditions. We cannot assure you of the continued viability of our counterparties or that we will accurately assess their creditworthiness. We cannot assure you that we will be able to collect the whole or any part of any overdue payments. Any material non-payment or non-performance by our clients, business partners, suppliers or other counterparties could affect our financial condition, results of Operations and cash flows. For further details of our business and clients, please refer chapter titled "Our Business" and "Management Discussion & Analysis Conditions and Result of Operation" beginning on page 88 and 66.

**33. *If we are unable to establish and maintain an effective internal controls and compliance system, our business and reputation could be adversely affected.***

Effective internal controls are necessary for us to prepare reliable financial reports and effectively avoid fraud. Moreover, any internal controls that we may implement, or our level of compliance with such controls, may deteriorate over time, due to evolving business conditions. If internal control weaknesses are identified, our actions may not be sufficient to correct such internal control weaknesses. There can be no assurance that additional deficiencies in our internal controls will not arise in the future, or that we will be able to implement and continue to maintain adequate measures to rectify or mitigate any such deficiencies in our internal controls. Such instances may also adversely affect our reputation, thereby adversely impacting our business, cash flows, results of operations and financial condition.

**34. *We have not commissioned an industry report for the disclosures made in the chapter titled "Industry Overview" and made disclosures on the basis of the data available on the internet and such data has not been independently verified by us.***

We have neither commissioned an industry report, nor sought consent from the quoted website source for the disclosures which need to be made in the chapter titled "Industry Overview" of this Placement Document. We have made disclosures in the said chapter on the basis of the relevant industry related data available online for which relevant consents have not been obtained. We have not independently verified such data. We cannot assure you that any assumptions made are correct or will not change and, accordingly, our position in the market may differ from that presented in this Placement Document. Further, the industry data mentioned in this Placement Document or sources from which the data has been collected are not recommendations to invest in our Company. Accordingly, investors should read the industry related disclosure in this Placement Document in this context.

## **EXTERNAL RISK FACTORS**

**35. *Significant differences exist between Indian GAAP and other accounting principles, such as US GAAP and International Financial Reporting Standards ("IFRS"), which investors may be more familiar with and consider material to their assessment of our financial condition.***

Our Company prepares its annual financial statements in accordance with Indian GAAP, which differs in certain important aspects from U.S. GAAP, IFRS and other accounting principles with which prospective investors may be familiar in other countries. If our financial statements were to be prepared in accordance with such other accounting principles, our results of operations, financial condition and cash flows could be substantially different. Accordingly, the degree to which the financial statements prepared in accordance with Indian GAAP included in this Placement Document will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian GAAP. Prospective investors should review the accounting policies applied in the preparation of the financial statements included in this Placement Document and consult their own professional advisers for an understanding of

the differences between these accounting policies and those with which they may be more familiar. Any reliance by persons not familiar with Indian GAAP on the financial information presented in this Placement Document should accordingly be limited.

***36. Political, economic or other factors that are beyond our control may have adversely affected on our business and results of operations.***

The Indian economy and its securities markets are influenced by economic developments and volatility in securities markets in other countries. Investors' reactions to developments in one country may have adverse effects on the market price of securities of companies located elsewhere, including India. Adverse economic developments, such as rising fiscal or trade deficits, in other emerging market countries may also affect investor confidence and cause increased volatility in Indian securities markets and indirectly affect the Indian economy in general. Any of these factors could depress economic activity and restrict our access to capital, which could have an adverse effect on our business, financial condition and results of operations and reduce the price of our Equity Shares. Any financial disruption could have an adverse effect on our business, future financial performance, shareholders' equity and the price of our Equity Shares.

The war in Ukraine, Israel-Palestine conflict and escalating tension among countries in the Middle East have contributed to rising rates of inflation, including in India. In response to the rising rates of inflation, various central banks, including the RBI have increased interest rates, resulting in increased cost of credit. Further deterioration in the global economy because of the Russia-Ukraine conflict, Israel-Palestine conflict, any significant escalation of an existing or new pandemic or otherwise, or the perception that such deterioration or escalation could occur, may continue to adversely affect global economic conditions and the stability of global financial markets, and may significantly reduce global market liquidity and restrict the ability of key market participants to operate in certain financial markets.

We are dependent on domestic, regional and global economic and market conditions particularly North America and Europe, where most of our revenue from operations is generated. Our performance, growth and market price of our Equity Shares are and will be dependent to a large extent on the health of the economy in which we operate. There have been periods of slowdown in the economic growth of India. Demand for our solutions may be adversely affected by an economic downturn in domestic, regional and global economies. Economic growth in the countries in which we operate is affected by various factors including domestic consumption and savings, balance of trade movements, namely export demand and movements in key imports, global economic uncertainty and liquidity crisis, volatility in exchange currency rates, and annual rainfall which affects agricultural production. Consequently, any future slowdown in the Indian economy could harm our business, results of operations and financial condition. Also, a change in the government or a change in the economic and deregulation policies could adversely affect economic conditions prevalent in the areas in which we operate in general and our business in particular and high rates of inflation in India could increase our costs without proportionately increasing our revenues, and as such decrease our operating margins.

***37. Recent global economic conditions have been challenging and continue to affect the Indian market.***

The Indian economy and its securities markets are influenced by economic developments and volatility in securities markets in other countries. Investors' reactions to developments in one country may have adverse effects on the market price of securities of companies located in other countries, including India. The COVID-19 pandemic has caused an economic downturn in several major economies and generated volatility in, and general adverse impact on, the global securities markets, including in India; further, it is not possible for us to predict the extent and duration of this volatility and adverse impact on the global or Indian securities markets, including any possible impact on our Equity Shares. Negative economic developments, such as rising fiscal or trade deficits, or a default on national debt, in other emerging market countries may also affect investor confidence and cause increased volatility in Indian securities markets and indirectly affect the Indian economy in general. Any worldwide financial instability could also have a negative impact on the Indian economy, including the movement of exchange rates and interest rates in India and could then adversely affect our business, financial performance and the price of our Equity Shares.

Further deterioration in the global economy as a result of COVID-19 or the Russia-Ukraine conflict, Israel Palestine conflict or otherwise, or the perception that such deterioration could occur, may continue to adversely affect global economic conditions and the stability of global financial markets, and may significantly reduce global market liquidity and restrict the ability of key market participants to operate in certain financial markets. Any of these factors could depress economic activity and restrict our access to capital, which could adversely affect our business, financial condition, cash flows and results of operations and reduce the price of our Equity Shares. Any financial disruption could materially and adversely affect our business, results of operations, Shareholders' Equity and the price of our Equity Shares.

***38. We are subject to changes in Indian taxation laws and their interpretation.***

Any change in Indian tax laws could adversely affect our operations. The Finance Act, 2025 proposes various amendments to taxation laws in India. Any such and future amendments may affect certain benefits such as exemption for income earned by way of dividend from investments in other domestic companies and units of mutual funds, exemption for interest received in respect of tax-free bonds, and long-term capital gains on equity shares if withdrawn by the statute in the future, and the same may no longer be available to us.

Furthermore, unfavourable changes in or interpretations of existing, or the promulgation of new laws, rules and regulations including foreign investment laws governing our business, operations, and group structure could result in us being deemed to be in contravention of such laws or may require us to apply for additional approvals. We may incur increased costs relating to compliance with such new requirements, which may also require management time and other resources, and any failure to comply may adversely affect our business, results of operations and prospects. Uncertainty in the applicability, interpretation or implementation of any amendment to, or change in, governing law, regulation or policy, including by reason of an absence, or a limited body, of administrative or judicial precedent, may be time consuming as well as costly for us to resolve and may affect the viability of our current business or restrict our ability to grow our business in the future.

Similarly, the Finance Act, 2020, had notified changes and provided a number of amendments to the direct and indirect tax regime, including, without limitation, a simplified alternate direct tax regime and exemption from 68 dividend distribution tax (“DDT”), in respect of dividends declared, distributed or paid by a domestic company after March 31, 2020. We cannot predict whether any new tax laws or regulations impacting our operations will be enacted, what the nature and impact of the specific terms of any such laws or regulations will be or whether, if at all, any laws or regulations would have an adverse effect on our business.

***39. Investors may not be able to enforce a judgment of a foreign court against us, our Directors, the Lead Managers or any of their directors and executive officers in India respectively, except by way of a law suit in India.***

Our Company is a public limited company incorporated under the laws of India. Most of our Company’s Directors and executive officers named herein are residents of India and all or a substantial portion of the assets of our Company and such persons are located in India. As a result, it may not be possible for investors to effect service of process on our Company or such persons in jurisdictions outside of India, or to enforce against them judgments obtained in courts outside of India. In addition, India is not a party to any international treaty in relation to the recognition or enforcement of foreign judgments. The manner of recognition and enforcement of foreign judgments in India is dependent on whether the country in which the foreign judgment has been pronounced is a reciprocating territory or not. For further information on recognition and enforcement of foreign judgments in India, please see “Enforcement of Civil Liabilities” on page 19.

A party seeking to enforce a foreign judgment in India may be required to obtain approval from the RBI under the Foreign Exchange Management Act, 1999 to repatriate outside India any amount recovered pursuant to execution. Any judgment in a foreign currency would be converted into Indian Rupees on the date of the judgment and not on the date of the payment. The Company cannot predict whether a suit brought in an Indian court will be disposed of in a timely manner or be subject to considerable delays.

***40. Inflation in India could have an adverse effect on our profitability and if significant, on our financial condition.***

Inflation rates in India have been volatile in recent years, and such volatility may continue in the future. India has experienced high inflation in the recent past. Increased inflation can contribute to an increase in interest rates and increased costs to our business, including increased costs of salaries, and other expenses relevant to our business.

High fluctuations in inflation rates may make it more difficult for us to accurately estimate or control our costs. Any increase in inflation in India can increase our expenses, which we may not be able to pass on to our customers, whether entirely or in part, and the same may adversely affect our business and financial condition. In particular, we might not be able to reduce our costs or increase our rates to pass the increase in costs on to our customers. In such cases, our business, results of operations, cash flows and financial condition may be adversely affected.

Further, the GoI has previously initiated economic measures to combat high inflation rates, and it is unclear whether these measures will remain in effect. There can be no assurance that Indian inflation levels will not worsen in the future.

***41. Foreign investors are subject to foreign investment restrictions under Indian law that limits our ability to attract foreign investors, which may adversely impact the market price of the Equity Shares.***

Under the foreign exchange regulations currently in force in India, transfers of shares between nonresidents and residents are freely permitted (subject to certain exceptions) if they comply with the requirements specified by the

RBI. If the transfer of shares is not in compliance with such requirements or falls under any of the specified exceptions, then prior approval of RBI will be required. In addition, shareholders who seek to convert the Rupee proceeds from a sale of shares in India into foreign currency and repatriate that foreign currency from India will require a no-objection or tax clearance certificate from the income tax authority. Additionally, the Indian government may impose foreign exchange restrictions in certain emergency situations, including situations where there are sudden fluctuations in interest rates or exchange rates, where the Indian government experiences extreme difficulty in stabilizing the balance of payments or where there are substantial disturbances in the financial and capital markets in India. These restrictions may require foreign investors to obtain the Indian government's approval before acquiring Indian securities or repatriating the interest or dividends from those securities or the proceeds from the sale of those securities. There can be no assurance that any approval required from RBI or any other government agency can be obtained on any particular terms or at all.

**42. Any downgrading of India's debt rating by an independent agency may harm our ability to raise financing.**

Any adverse revisions to India's credit ratings international debt by international rating agencies may adversely affect our ability to raise additional overseas financing and the interest rates and other commercial terms at which such additional financing is available. This could have an adverse effect on our ability to fund our growth on favourable terms or at all, and consequently adversely affect our business and financial performance and the price of our Equity Shares.

**43. We may be affected by competition laws in India, the adverse application or interpretation of which could adversely affect our business.**

The Competition Act, 2002, of India, as amended ("Competition Act"), regulates practices having an appreciable adverse effect on competition in the relevant market in India ("AAEC"). Under the Competition Act, any formal or informal arrangement, understanding or action in concert, which causes or is likely to cause an AAEC is considered void and may result in the imposition of substantial penalties. Further, any agreement among competitors which directly or indirectly involves the determination of purchase or sale prices, limits or controls production, supply, markets, technical development, investment or the provision of services or shares the market or source of production or provision of services in any manner, including by way of allocation of geographical area or number of consumers in the relevant market or directly or indirectly results in bid-rigging or collusive bidding is presumed to have an AAEC and is considered void. The Competition Act also prohibits abuse of a dominant position by any enterprise. If it is proved that the contravention committed by a company took place with the consent or connivance or is attributable to any neglect on the part of, any director, manager, secretary or other officer of such company, that person shall be also guilty of the contravention and may be punished.

Further, the CCI has extra-territorial powers and can investigate any agreements, abusive conduct or combination occurring outside India if such agreement, conduct or combination has an AAEC in India. However, the impact of the provisions of the Competition Act on the agreements entered into by us cannot be predicted with certainty at this stage. In the event we pursue an acquisition in the future, we may be affected, directly or indirectly, by the application or interpretation of any provision of the Competition Act, or any enforcement proceedings initiated by the CCI, or any adverse publicity that may be generated due to scrutiny or prosecution by the CCI or if any prohibition or substantial penalties are levied under the Competition Act, it would adversely affect our business, results of operations, cash flows and prospects. The manner in which the Competition Act and the CCI affect the business environment in India may also adversely affect our business, results of operations, financial condition and cash flows.

The Competition (Amendment) Act, 2023 ("Competition Amendment Act") was recently notified. The Competition Amendment Act amends the Competition Act and give the CCI additional powers to prevent practices that harm competition and the interests of consumers. The Competition Amendment Act, inter alia, modifies the scope of certain factors used to determine AAEC, reduces the overall time limit for the assessment of combinations by the CCI from 210 days to 150 days and empowers the CCI to impose penalties based on the global turnover of entities, for anti-competitive agreements and abuse of dominant position.

**44. A third party could be prevented from acquiring control of our Company because of anti-takeover provisions under Indian law.**

There are provisions in Indian law that may delay, deter or prevent a future takeover or change in control of our Company. Under the SEBI Takeover Regulations, an acquirer has been defined as any person who, directly or indirectly, acquires or agrees to acquire shares or voting rights or control over a company, whether individually or acting in concert with others. Although these provisions have been formulated to ensure that interests of investors/shareholders are protected, these provisions may also discourage a third party from attempting to take control of our Company. Consequently, even if a potential takeover of our Company would result in the purchase of the Equity Shares at a premium to their market price or would otherwise be beneficial to our shareholders, such a takeover may

not be attempted or consummated because of SEBI Takeover Regulations.

**45. *Changing laws, rules and regulations and legal uncertainties, including adverse application of tax laws, may adversely affect our business, prospects and results of operations.***

Our business and financial performance could be materially adversely affected by changes in the laws, rules, regulations or directions applicable to us and our general and microfinance businesses, or the interpretations of such existing laws, rules and regulations, or the promulgation of new laws, rules and regulations. The Government of India has announced the union budget for the Fiscal 2026, pursuant to which the Finance Bill, 2025 (“Finance Bill”) has introduced various amendments. We have not fully determined the impact of these recent and proposed laws and regulations on our business. Unfavourable changes in or interpretations of existing, or the promulgation of new, laws, rules and regulations including foreign investment and stamp duty laws governing our business and operations could result in us being deemed to be in contravention of such laws and may require us to apply for additional approvals. The Government has recently introduced (a) the Code on Wages, 2019 (“Wages Code”); (b) the Code on Social Security, 2020 (“Social Security Code”); (c) the Occupational Safety, Health and Working Conditions Code, 2020; and (d) the Industrial Relations Code, 2020, which consolidate, subsume and replace numerous existing central labour legislations. While the rules for implementation under these codes have not been notified, we are yet to determine the impact of all or some such laws on our business and operations which may restrict our ability to grow our business in the future and increase our expenses. In another example, the GoI has made it mandatory for business establishments with turnover above a certain size to offer digital modes of payment from November 2019, with no charges being levied on the consumers or the merchants by banks and payment service providers. Such measures could adversely impact our income streams in the future and adversely affect its financial performance.

Uncertainty in the applicability, interpretation or implementation of any amendment to, or change in, governing law, regulation or policy in the jurisdictions in which we operate, including by reason of an absence, or a limited body, of administrative or judicial precedent may be time consuming as well as costly for us to resolve and may impact the viability of our current business or restrict our ability to grow our business in the future. We may incur increased costs and other burdens relating to compliance with such new requirements, which may also require significant management time and other resources, and any failure to comply may adversely affect our business, results of operations, financial condition and prospects. Uncertainty in the applicability, interpretation or implementation of any amendment to, or change in, governing law, regulation or policy, including by reason of an absence, or a limited body, of administrative or judicial precedent may be time consuming as well as costly for us to resolve and may impact the viability of our current businesses or restrict our ability to grow our businesses in the future. For instance, the Supreme Court of India has in a decision clarified the components of basic wages which need to be considered by companies while making provident fund payments, which resulted in an increase in the provident fund payments to be made by companies. Any such decisions in future or any further changes in interpretation of laws may have an impact on our results of operations.

**46. *The occurrence of natural or man-made disasters could adversely affect our results of operations, cash flows and financial condition. Hostilities, terrorist attacks, civil unrest and other acts of violence could adversely affect the financial markets and our business.***

The occurrence of natural disasters, including cyclones, storms, floods, earthquakes, tsunamis, tornadoes, fires, explosions, pandemic disease and man-made disasters, including acts of terrorism and military actions, could adversely affect our results of operations, cash flows or financial condition. In addition, any deterioration in international relations, especially between India and its neighbouring countries, may result in investor concern regarding regional stability which could adversely affect the price of the Equity Shares. In addition, India has witnessed local civil disturbances in recent years and it is possible that future civil unrest as well as other adverse social, economic or political events in India could have an adverse effect on our business.

Such incidents could also create a greater perception that investment in Indian companies involves a higher degree of risk and could have an adverse effect on our business and the market price of the Equity Shares.

**47. *We are subject to regulatory, economic, social and political uncertainties and other factors beyond our control.***

We are incorporated in India and we conduct our corporate affairs and our business in India. Consequently, our business, operations and financial performance will be affected by interest rates, government policies, taxation, social and ethnic instability and other political and economic developments affecting India.

Factors that may adversely affect the Indian economy, and hence our results of operations may include:

- any exchange rate fluctuations, the imposition of currency controls and restrictions on the right to convert or repatriate currency or export assets;
- any scarcity of credit or other financing in India, resulting in an adverse effect on economic

- conditions in India and scarcity of financing for our expansions;
- prevailing income conditions among Indian customers and Indian corporations;
- epidemic or any other public health in India or in countries in the region or globally, including in India's various neighboring countries;
- hostile or war like situations with the neighboring countries;
- macroeconomic factors and central bank regulation, including in relation to interest rates movements which may in turn adversely impact our access to capital and increase our borrowing costs;
- decline in India's foreign exchange reserves which may affect liquidity in the Indian economy;
- downgrading of India's sovereign debt rating by rating agencies; and
- difficulty in developing any necessary partnerships with local businesses on commercially acceptable terms and/or a timely basis.
- Any slowdown or perceived slowdown in the Indian economy, or in specific sectors of the Indian economy or certain regions in India, could adversely affect our business, results of operations and financial condition and the price of the Equity Shares.

**48. *Financial instability in other countries may cause increased volatility in Indian financial markets.***

The Indian market and the Indian economy are influenced by economic and market conditions in other countries, including conditions in the United States, Europe and certain emerging economies in Asia. Financial turmoil in Asia, Russia and elsewhere in the world in recent years has adversely affected the Indian economy. Any worldwide financial instability may cause increased volatility in the Indian financial markets and, directly or indirectly, adversely affect the Indian economy and financial sector and us. Although economic conditions vary across markets, loss of investor confidence in one emerging economy may cause increased volatility across other economies, including India.

Financial instability in other parts of the world could have a global influence and thereby negatively affect the Indian economy. Financial disruptions could materially and adversely affect our business, prospects, financial condition, results of operations and cash flows. Further, economic developments globally can have a significant impact on our principal markets. Concerns related to a trade war between large economies may lead to increased risk aversion and volatility in global capital markets and consequently have an impact on the Indian economy. Following the United Kingdom's exit from the European Union ("Brexit"), there remains significant uncertainty around the terms of their future relationship with the European Union including trade agreements between the United Kingdom and European Union and, more generally, as to the impact of Brexit on the general economic conditions in the United Kingdom and the European Union and any consequential impact on global financial markets. For example, Brexit could give rise to increased volatility in foreign exchange rate movements and the value of equity and debt investments.

In addition, China is one of India's major trading partners and there are rising concerns of a possible slowdown in the Chinese economy as well as a strained relationship with India, which could have an adverse impact on the trade relations between the two countries. In response to such developments, legislators and financial regulators in the United States and other jurisdictions, including India, implemented a number of policy measures designed to add stability to the financial markets. However, the overall long-term effect of these and other legislative and regulatory efforts on the global financial markets is uncertain, and they may not have the intended stabilising effects. Any significant financial disruption could have a material adverse effect on our business, financial condition and results of operation. These developments, or the perception that any of them could occur, have had and may continue to have a material adverse effect on global economic conditions and the stability of global financial markets and may significantly reduce global market liquidity, restrict the ability of key market participants to operate in certain financial markets or restrict our access to capital. This could have a material adverse effect on our business, financial condition and results of operations and reduce the price of the Equity Shares.

## **MARKET PRICE INFORMATION**

As at the date of this Placement Document, 2,32,40,000 Equity Shares are issued, subscribed and fully paid up. The Equity Shares have been listed on Emerge Platform of NSE since September 11, 2023. The Equity Shares are listed and traded on NSE Emerge under the symbol BASILIC.

On September 5, 2025 the closing price of the Equity Shares on NSE was ₹ 471.30 per Equity Share. Since the Equity Shares are actively traded on the Stock Exchange, the market price and other information for NSE has been provided separately.

1. The following tables set forth the reported high, low and average prices and the trading volumes of the Equity Shares on the Stock Exchange on the dates on which such high and low prices were recorded for the Financial Years ended March 31, 2025, March 31, 2024 and March 31, 2023:

**NSE**

<b>Fiscal Year</b>	<b>High (₹)</b>	<b>Date of High</b>	<b>Number of Equity Shares Traded on The Date of High</b>	<b>Total Volume of The Equity Shares Traded on The Date of High (₹)</b>	<b>Low (₹)</b>	<b>Date of Low</b>	<b>Number of Equity Shares Traded on The Date of Low</b>	<b>Total Volume of The Equity Shares Traded on The Date of Low</b>	<b>Average Price for the Year (₹)</b>	<b>Total no. of Equity Shares traded in the fiscal</b>	<b>Total Turnover of Equity Shares traded in the Fiscal (₹)</b>
2025	657.6	September 06, 2024	98,400	6,29,64,675.00	223.15	February 19, 2025	1,14,300	2,75,87,100.00	397.44	2,01,78,000	8,39,65,25,040
2024*	507.75	January 09, 2024	5,37,600	25,67,45,460.00	252.10	September 26, 2023	8,46,000	23,19,21,000.00	344.09	3,08,22,000	10,23,41,59,080
2023	N.A.										

\*The period considered is from September 11, 2023 (Date of Listing) to March 31, 2024

Source: [www.nseindia.com](http://www.nseindia.com)

**Note:**

1. High price indicates intraday high price, low price indicates intraday low price and average prices are based on the daily closing prices, for the respective periods
  2. In case of two days with the same closing price, the date with the higher volume has been chosen.
  3. In the case of a year, average represents the average of the closing prices of all trading days of each year
2. The following tables set forth the reported high, low and average market prices and the trading volumes of the Equity Shares on the Stock Exchange on the dates on which such high and low prices were recorded during each of the last six months:

NSE

Month	High (₹)	Date of High	Number of Equity Shares Traded on The Date of High	Total Volume of The Equity Shares Traded on The Date of High (₹)	Low (₹)	Date of Low	Number of Equity Shares Traded on The Date of Low	Total Volume of The Equity Shares Traded on The Date of Low (₹)	Average Price for the Month (₹)	Total no. of Equity Shares traded in the Month	Total Turnover of Equity Shares traded in the Month (₹)
August 2025	472.00	August 20, 2025	28,800	1,32,65,775.00	399.00	August 06, 2025	9,300	38,24,970.00	438.61	6,19,800	27,72,02,115
July 2025	463.00	July 11, 2025	18,300	82,83,555.00	401.25	July 03, 2025	16,200	65,70,900.00	428.85	4,57,800	19,69,44,375
June 2025	483.95	June 11, 2025	37,500	1,76,54,670.00	414.95	June 30, 2025	17,100	72,45,300.00	447.98	4,05,300	18,40,80,930
May 2025	477.45	May 29, 2025	93,600	4,38,15,030.00	361.70	May 09, 2025	57,900	2,12,70,210.00	408.97	13,60,500	56,33,60,655
April 2025	396.10	April 30, 2025	2,31,600	8,97,19,680.00	235.00	April 01, 2025	31,800	79,55,520.00	297.20	12,49,500	42,02,62,980
March 2025	301.00	March 07, 2025	11,700	35,21,700.00	240.15	March 28, 2025	12,000	28,81,800.00	272.18	7,09,500	18,58,08,090

Source: [www.nseindia.com](http://www.nseindia.com)

1. High price indicates intraday high price, low price indicates intraday low price and average prices are based on the daily closing prices, for the respective periods.
  2. In case of two days with the same closing price, the date with the higher volume has been chosen.
  3. In the case of a month, average represents the average of the closing prices of all trading days of each month.
3. The following table sets forth the market price on the Stock Exchange on July 13, 2025 the first working day following the approval of our Board of Directors for the Issue:

NSE					
Open	High	Low	Close	Number of Equity Shares traded	Turnover (₹)
462.95	462.95	436.00	442.00	30,900	1,39,44,930.00

(Source: [www.nseindia.com](http://www.nseindia.com))

## USE OF PROCEEDS

The gross proceeds from the Issue aggregate to ₹ 84.99 Cr. Subject to compliance with applicable laws, the net proceeds from the Issue, after deducting fees, commissions and expenses of the Issue shall be ₹ 80.48 Cr (“Net Proceeds”). **Objects of the Issue** Subject to applicable laws and regulations, our Company intends to use the Net Proceeds to finance the following (“**Objects**”):

### Objects of the Issue

Subject to applicable laws and regulations, our Company intends to use the Net Proceeds towards following:

1. Funding of inorganic growth opportunities, including but not limited to acquisitions, strategic investments, and joint ventures;
2. Technology Enhancement and Expansion
3. General Corporate Purposes

(Collectively, referred to herein as the “**Objects**”)

The Net Proceeds are proposed to be used in the manner set out in in the following table:

(in ₹ cr)

Sr. No	Particulars	Amount
1	Funding of inorganic growth opportunities, including but not limited to acquisitions, strategic investments, and joint ventures	37.00
2	Technology Enhancement and Expansion	22.24
3	General Corporate Purposes	21.24
<b>Total Net Proceeds</b>		<b>80.48</b>

Our main objects and objects incidental or ancillary to the attainment of the main objects of our Memorandum of Association enable us to undertake the Objects contemplated by us in this Issue.

In the event of a change in the final Issue size, the amounts shown in the table above against each of the use of proceeds specified therein shall be modified on the basis of the final Issue size in the Placement Document.

### Proposed schedule of implementation and deployment/utilization of Net Proceeds

The Net Proceeds are currently expected to be deployed in accordance with the schedule set forth below:

(in ₹ Cr)

Sr.no	Particulars	Amount funded from the Net Proceeds	Estimated Deployment	Estimated Deployment
			Fiscal 2026	Fiscal 2027
1	Funding of inorganic growth opportunities, including but not limited to acquisitions, strategic investments, and joint ventures*	37.00	37.00	Nil
2	Technology Enhancement and Expansion	22.24	22.24	Nil
3	General Corporate Purpose	21.24	21.24	Nil
<b>Total Net Proceeds</b>		<b>80.48</b>	<b>80.48</b>	Nil

*\* As on the date, our Company has not identified any potential target for investment or acquisition and has not entered into any definitive agreement for which it intends to utilize Net Proceeds. The amount allocated towards such spend from the Net Proceeds shall depend on several factors such as availability of suitable acquisition targets, feasibility of cost, successful negotiations, etc. For further details, please see “Risk Factor – We propose to utilize a portion of our Net Proceeds towards funding inorganic growth opportunities for which targets have not been identified. Such Net Proceeds to be utilized towards funding inorganic growth may be insufficient for the cost of our proposed inorganic acquisition and the deployment of Net Proceeds towards our inorganic growth initiatives may not take place within the period currently intended, and may be reduced or delayed.” on page 39.*

The fund requirements, the deployment of funds and the intended use of the Net Proceeds as described herein are based on our current business plan, management estimates, market conditions, and other commercial and technical factors. However, such fund requirements and deployment of funds have not been appraised by any bank, or financial institution or any other independent agency. Given the nature of our business, we may have to revise our funding requirements and intended deployment schedule on account of a variety of factors such as our financial and market condition, business and strategy, delay in procuring and operationalizing assets or necessary licenses and approvals, competition, negotiation with vendors, variation in cost estimates on account of factors, incremental pre-operative expenses and other external factors such as changes in the business environment and interest or exchange rate fluctuations, which may not be within the control of our management. This may entail rescheduling or revising the planned expenditure and funding requirements, including the expenditure for a particular purpose at the discretion of our management, subject to compliance with

applicable laws. Our historical capital expenditure may not be reflective of our future capital expenditure plans.

In the event that the estimated utilization of the Net Proceeds and Issue related expenses in a scheduled fiscal year is not completely met, due to the reasons stated above, the same shall be utilised in the next fiscal year or if required, the amount scheduled for deployment in a specific Fiscal may be utilized in an earlier Fiscal, as may be determined by our Company, in accordance with applicable laws. Subject to applicable laws, in the event of any increase in the actual utilization of funds earmarked for the purposes set forth above, such additional funds for a particular activity will be met by way of means available to us, including from internal accruals and any additional equity and/or debt arrangements.

Subject to compliance with applicable laws, in case of any variations in the actual utilization of funds earmarked for the purposes set forth above, increased fund requirements for a particular purpose may be financed from internal accruals, additional equity and/or debt arrangements or by surplus funds available in respect of the other purposes for which funds are being raised in the Issue (except towards general corporate purposes). For details, see “*Risk Factor– “Our funding requirements and the proposed deployment of Net Proceeds are not appraised by any independent agency, which may affect our business and results of operations.”*” on page 39 .

Our Company proposes to deploy the entire Net Proceeds towards the Objects stated above. If the Net Proceeds are not utilized (in full or in part) for the Objects for the period stated above due to any reason, including (i) the timing of completion of the Issue; (ii) market conditions outside the control of our Company; and (iii) any other economic, business and commercial considerations, the remaining Net Proceeds shall be utilized (in part or full) in subsequent periods in such manner as may be determined by our Company, in accordance with applicable laws. Further, our Company may also utilise any portion of or the entire Net Proceeds, towards the aforementioned Objects, ahead of the estimated schedule of deployment specified above.

## **Details of the Objects**

### **1. Funding of inorganic growth opportunities, including but not limited to acquisitions, strategic investments, and joint ventures**

We intend to utilize to ₹ 37 cr of the Net Proceeds to pursue inorganic growth initiatives through strategic acquisitions. In the past, we have actively explored and executed acquisitions that have created significant strategic value by expanding our service capabilities and scaling our operations. In line with our growth strategy, we aim to continue pursuing acquisitions and strategic investments that complement our core VFX business and operational strengths. These initiatives are expected to help us: (i) scale our business and strengthen our market position; (ii) diversify and enhance our VFX service portfolio by unlocking synergies across complementary service segments and verticals; (iii) expand our presence in new geographic markets, including international territories; and (iv) generate additional revenue opportunities from our existing and future client base, thereby improving our overall profitability.

As we expand our presence in the global VFX and media services industry, we intend to selectively pursue inorganic growth opportunities through acquisitions and strategic alliances. These initiatives will support our expansion into new geographic markets and additional service offerings like AR, VR, MR, Virtual production, Game development, Theme park Installations, and other digital content creation domains, which are aligned with our long-term vision. We believe that strategic partnerships and acquisitions will not only strengthen our service capabilities but also enhance our global footprint and operational scale. These factors will also determine the form of investment for any potential acquisitions, i.e., whether they will be directly done by our Company or through investments in our Subsidiaries in the form of equity, debt or any other instrument or combination thereof, or whether these will be in the nature of business, asset or technology acquisitions or joint ventures.

Our leadership team, in collaboration with industry experts, continuously evaluates potential acquisition targets. These assessments focus on how the target company’s business model and capabilities align with and complement our existing offerings, and how synergies can be created to deliver mutual value. Our deep industry knowledge and operational insight enable us to effectively identify, evaluate, and integrate such opportunities, positioning us for sustained growth and value creation in the rapidly evolving VFX landscape.

### **Legacy of inorganic growth**

In 2021, we incorporated Basilic Fly Studio Canada Limited under Business Corporations Act, S.B.C 2002 with the objective to carry on the business related to Motion picture, video and television programme production, sound recording and music publishing activities.

In 2022, we incorporated Basilic Fly Studio UK Private Limited under the Companies Act, 2006. The nature of business of the company is Motion picture production activities, Video production activities, Motion picture, video and television

programme post-production activities.

In July 2024, we acquired a 70% stake in One of Us Limited through our UK Subsidiary.

### **Rationale for Future Acquisitions**

Our acquisition strategy is a deliberate and disciplined lever for accelerating growth, expanding capabilities, and deepening our leadership in the global VFX industry. While our organic growth continues to be strong, we recognise that targeted inorganic expansion will enable us to leapfrog into emerging creative technologies, access new markets, and strengthen our position in the rapidly evolving content landscape.

We will prioritise acquisitions that:

- **Unlock New High-Growth Verticals** - including AR, VR, MR, virtual production, game development, interactive installations, and AI-driven content creation, ensuring we stay at the forefront of innovation.
- **Bring Strategic Synergies** - by aligning with our existing production pipelines, client base, and creative platforms, allowing immediate operational integration and scalability.
- **Secure Marquee Client Relationships** - leveraging our proven infrastructure to serve leading studios, OTT platforms, and global content producers.
- **Expand Service Portfolios** - adding complementary capabilities that increase our share of client spend and strengthen end-to-end delivery.
- **Elevate Quality & Margins** - through access to top-tier talent, diversified creative output, and enhanced delivery efficiency.
- **Ensure Value-Accretive Deals** - with disciplined valuation, focus on high-return synergies, and a clear path to long-term profitability.
- **Strengthen Global Presence** - especially in creative hubs across North America, Europe, and Asia-Pacific, enabling proximity to clients and localised market penetration.

By targeting acquisitions that meet these criteria, we are positioning ourselves not just to participate in the future of visual storytelling but to define it.

While our Company has not signed any term sheet for potential acquisition but we are in the advanced stages to materialize the next acquisition. The amount of Net Proceeds allocated for inorganic growth is based on our management's current estimates from our discussions and negotiations with potential targets and partners and other relevant considerations. The actual deployment of the funds will depend on several factors, including the timing, nature, size and number of strategic acquisitions undertaken, as well as general factors affecting our results of operation, financial condition and access to capital.

The proposed inorganic acquisitions will be undertaken in compliance with all applicable laws, including the Companies Act, the Foreign Exchange Management Act (FEMA), the Competition Act, and the relevant rules and regulations framed thereunder, as applicable. Furthermore, in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, our Company will make timely disclosures to the Stock Exchanges, providing relevant details of such acquisitions including the name of the target entity, cost of acquisition, and the nature of the transaction at appropriate stages, as required under the applicable regulatory framework.

Our Company's management will retain the flexibility to deploy any surplus funds, if available, in compliance with applicable laws and as may be approved by the Board of Directors or a duly constituted committee thereof, from time to time. In the event of any variation in the actual utilization of the Net Proceeds from the purposes stated above, any increased fund requirement for a particular objective may be met by reallocating surplus funds, if any, not required for the other stated purposes.

## **2. Technology enhancement & expansion**

Our Company intends to deploy Rs. 22.24 cr towards technology enhancement & expansion. We propose a significant technology enhancement initiative designed to future-proof Basilic's production capabilities and strengthen our competitive advantage in the global VFX landscape. This includes investment in the cutting-edge USD (Universal Scene

Description) framework to streamline high-volume, asset-heavy workflows in collaborative environments, enabling seamless sharing, non-destructive editing, parallel processing, and real-time rendering across multiple global locations. To support scaled-up operations, we will expand our robust data centre infrastructure to a capacity of 3 petabytes, ensuring seamless data flow, enhanced business continuity, long-term content management, and the ability to handle large-scale global projects with minimal risk. Networking capabilities will be elevated with a dedicated 10 Gbps fibre P2P connection linking our London, Paris, and India sites, facilitating latency-free, high-security data transfers, uninterrupted collaboration, and faster delivery while offering cost efficiencies over recurring cloud expenses. Additionally, we will invest in GPU (Graphic Processing Unit) driven render blades, leveraging next-generation NVIDIA and AMD technologies to achieve scalable, high-performance computing for optimized high-resolution rendering and FX simulations. This comprehensive upgrade will dramatically enhance rendering speeds, enable future-ready workflows, and position Basilic to deliver next-generation content with exceptional efficiency and cost-effectiveness. We have taken following quotations for the technology enhancement & expansion.

Sr no.	Particulars	Name of Vendor	Amount (In Crores) *	Date of Quotation	Validity of Quotation
1.	Un- Protected GDE Link	Tata Communication	2.25	August 14, 2025	3 months
2.	2a with Erasure coding 2k+2m and 2PB Back up storage-1919 TB useable with Triple Parity	ARK Infosolutions Pvt Ltd	6.03	August 18, 2025	3 months
3.	2.5" Chassis with up to 16 SAS/SATA Drives 2*5th Gen Intel Xeon Gold 2.9G, 24C/48T, 20GT/s DDR5-5200 512G RDIMM, 5600MT/s, Dual Rank 480 GB SSD SATA Drive, 1 DWPD Dual Port 10GbE Base-T Adapter, OCP NIC 3.0 Dual Port 1GbE Dual, Hot-Plug, Power Supply Redundant	Techterrain Consulting Pvt Ltd	5.00	August 18, 2025	3 months
4.	Hiring charges for 7*Rack Unit: 42U with power / Cooling / Cabling etc Workstations: Approx 10 per Rack, total 70 workstations	Net Magic Solutions	4.71	September 8, 2025	3 month
5.	New Hiring	Meraqui Ventures Privates Limited	4.25	August 18, 2025	6 months
	<b>Total</b>		<b>22.24</b>		

\*All amounts are exclusive of GST

## 2. General Corporate Purpose

Our Company proposes to deploy ₹ 21.24 Cr out of the Net Proceeds towards general corporate purposes, subject to the amount allocated towards general corporate purpose not exceeding 25% of the Gross Proceeds.

We will have flexibility in utilizing the Net Proceeds for general corporate purposes, including but not restricted to, meeting fund requirements which our Company may face in the ordinary course of business, any additional capital expenditure over our mentioned objects in this placement document, strategic initiatives, partnerships, tie-ups, joint ventures or acquisitions, investment in subsidiaries, meeting working capital requirements of our Company incurred in the ordinary course of business, meeting exigencies and expenses, and other expenses in relation to our proposed capital expenditure and expenses incurred by our Company, as may be applicable, funding any shortfall in any of the objects set forth above, or such other purposes as may be determined by the Board or a duly constituted committee thereof from time to time, subject to compliance with applicable law, including provisions of the Companies Act. The quantum of utilisation of funds or the deployment towards each of the above purposes will be determined by our Board or a committee thereof, based on the amount actually available under this head and the business requirements of our Company, from time to time.

### Monitoring Utilization of Funds

As the Issue size is less than Rs. 10,000 Lakhs, under the SEBI (ICDR) Regulations it is not mandatory for us to appoint a monitoring agency.

Our Board and the management will monitor the utilization of the Net Proceeds through its audit committee. Pursuant to

Regulation 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, our Company shall on half-yearly basis disclose to the Audit Committee the applications of the proceeds of the Issue. On an annual basis, our Company shall prepare a statement of funds utilized for purposes other than stated in this Placement Document and place it before the Audit Committee. Such disclosures shall be made only until such time that all the proceeds of the Issue have been utilized in full. The statement will be certified by the Statutory Auditors of our Company. No part of the Issue Proceeds will be paid by our Company as consideration to our Promoters, our Directors, Key Management Personnel or companies promoted by the Promoters, except as may be required in the usual course of business and for working capital requirements.

### **Other Confirmations**

The Net Proceeds shall be kept by our Company in a separate bank account with a scheduled bank and shall be utilised as approved by the Board and/ or a duly authorized committee of the Board, from time to time only for such purposes, as permitted under the Companies Act, prescribed objects as disclosed above and other applicable laws. As permissible under applicable laws, our Company's management will have flexibility in deploying the Net Proceeds. The amounts and timing of any expenditure will depend on, among other factors, the amount of cash generated by our operations, competitive and market developments and the availability of acquisition or investment opportunities on terms acceptable to us. Pending utilization of the Net Proceeds, our Company intends to invest the funds in creditworthy instruments, including but not limited to money market, mutual funds and deposits with banks and corporates and other securities. Such investments will be in accordance with the investment policies approved by the Board and/ or a duly authorized committee of the Board, from time to time, and in accordance with applicable laws.

Our Company shall disclose the utilization of funds raised through the Issue in its annual report every year until such funds are fully utilized and shall file such quarterly or other statements in relation to utilization of funds as may be required under applicable laws.

In accordance with applicable laws, we undertake to not utilize proceeds from the Issue unless allotment is made and final listing and trading approval is received from the Stock Exchange and the corresponding return of Allotment is filed with the RoC.

Neither our Promoters or Directors are making any contribution either as part of this Issue or separately in furtherance of the objects of this Issue.

Further, neither our Promoters nor our Directors shall receive any proceeds from the Issue, whether directly or indirectly. Since the Issue is only made to Eligible QIBs, our Promoters, Directors, key managerial personnel or Senior Management Personnel are not eligible to subscribe in the Issue.

## CAPITALISATION STATEMENT

The following table sets forth our Company's capitalization and total borrowings as on March 31, 2025 on a Consolidated basis and as adjusted only for the Issue. This table should be read in conjunction with the sections "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Financial Statements" on pages 66 and 158 respectively.

(₹ in Crores)

S. No.	Particulars	Pre Issue As at March 31, 2025 (Consolidated)	Pre Issue As at March 31, 2025 (Standalone)	Post Issue Amount after considering the Issue (Refer Note-2 & 3 below) (Consolidated)	Post Issue Amount after considering the Issue (Refer Note-2 & 3 below) (Standalone)
1	<b>Borrowings</b>				
a.	Short term Borrowing	15.52	15.34	15.52	15.34
b.	Long term Borrowing	35.70	17.53	35.70	17.53
	<b>Total borrowings (I)</b>	<b>51.22</b>	<b>32.87</b>	<b>51.22</b>	<b>32.87</b>
2	<b>Shareholder's Fund</b>				
c.	Share capital	23.24	23.24	25.27	25.27
d.	Securities premium	90.16	48.67	173.13	131.64
e.	Other equity (excluding securities)	88.84	87.67	88.84	87.67
	<b>Total Shareholder's fund (II)</b>	<b>202.24</b>	<b>159.58</b>	<b>287.24</b>	<b>244.58</b>
	<b>Total capitalization (I+II)</b>	<b>253.46</b>	<b>192.45</b>	<b>338.46</b>	<b>277.45</b>
	<b>Long term borrowing / total equity (b /II)</b>	<b>0.18</b>	<b>0.11</b>	<b>0.12</b>	<b>0.07</b>
	<b>Total borrowing / total equity (I /II)</b>	<b>0.25</b>	<b>0.26</b>	<b>0.11</b>	<b>0.13</b>

Notes:

1. Amounts derived from the Audited Financial Results.
2. The figures included under Post Issue column relating to the shareholder's fund are derived after considering the impact due to the issue of the Equity Shares only through the qualified institutions placement

## CAPITAL STRUCTURE

The share capital of our Company as on the date of this Placement Document is set forth below:

*(₹ In Crores except share data)*

		Aggregate value at face value (except for securities premium account)
<b>A</b>	<b>AUTHORIZED SHARE CAPITAL <sup>(1)</sup></b>	
	3,00,00,000 Equity Shares of face value of ₹ 10 each	30.00
	<b>TOTAL</b>	<b>30.00</b>
<b>B</b>	<b>ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL BEFORE THE ISSUE</b>	
	2,32,40,000 Equity Shares of face value of ₹ 10 each	23.24
<b>C</b>	<b>ISSUE IN TERMS OF THIS PLACEMENT DOCUMENT</b>	
	20,25,000 Equity Shares of face value of ₹ 10 each <sup>(1)</sup>	2.025
<b>D</b>	<b>ISSUED, SUBSCRIBED AND PAID-UP CAPITAL AFTER THE ISSUE</b>	
	2,52,65,000 Equity Shares of face value of ₹ 10 each	25.265
<b>E</b>	<b>SECURITIES PREMIUM ACCOUNT</b>	
	Before the Issue (Consolidated)	90.16
	After the Issue (Consolidated) <sup>(2)</sup>	173.13

1) This Issue has been authorised and approved by our Board of Directors pursuant to its resolution passed on July 12, 2025. The Shareholders of our Company have authorized and approved the Issue by way of a special resolution passed at the Extra Ordinary General Meeting held on August 9, 2025.

2) The securities premium account after the Issue has been calculated on the basis of Issue Proceeds. Adjustments do not include Issue related expenses.

### 1. History of Equity Share Capital of our Company

Note	Date of Allotment	No. of Equity Shares allotted <sup>#</sup>	Face value (Rs.)	Issue Price (Rs.)	Nature of consideration	Nature of Allotment
1.	On Incorporation	50,000	10	10.00	Cash	Subscription to MOA
2.	23 <sup>rd</sup> August, 2018	9,50,000	10	10.00	Cash	Right Issue
3.	4 <sup>th</sup> March, 2023	1,60,00,000	10	-	Other than Cash	Bonus Issue
4.	11 <sup>th</sup> September, 2023	62,40,000	10	97.00	Cash	Initial public offering

Our Company has not made any allotment of Equity Shares or preference shares in the one year immediately preceding the date of this Placement Document, including for consideration other than cash, or made any allotment of Equity Shares pursuant to a preferential issue, private placement or a rights issue.

### Proposed Allottees in the Issue

In compliance with the requirements prescribed under the SEBI ICDR Regulations, Allotment shall be made at the sole discretion of our Company in consultation with the BRLM to Eligible QIBs only on discretionary basis. For details of the names of the proposed Allottees and the percentage of the post-Issue Equity Share capital that may be held by them, please see the section titled “Details of Proposed Allottees” on page 159.

## Pre-Issue and post-Issue Equity Shareholding Pattern

The following table provides the pre-Issue shareholding pattern as of September 11, 2025 and the post-Issue shareholding pattern:

S. No.	Name of the Shareholder	Pre-Issue Equity Share Capital <sup>^</sup>		Post-Issue Equity Share Capital	
		No. of Equity Shares	% of total Shareholding	No. of Equity Shares	% of total Shareholding
<b>A. Promoters' holding**</b>					
<b>1. Indian</b>					
	Individual/ Hindu undivided family	1,39,75,550	60.14%	1,39,75,550	55.32%
	Bodies corporate	-	-	-	-
	<b>Sub-Total</b>	<b>1,39,75,550</b>	<b>60.14%</b>	<b>1,39,75,550</b>	<b>55.32%</b>
<b>2. Foreign promoters</b>					
<b>B. Non-Promoter holding</b>					
3.	Institutional investors	62,700	0.26%	20,87,700	8.26%
4.	Non-Institutional investors	73,22,092	31.50%	73,22,092	28.98%
5.	Bodies Corporate	6,68,822	2.88%	6,68,822	2.65%
6.	Non-Resident Indians (NRIs)	2,40,312	1.03%	2,40,312	0.95%
7.	Any other	9,70,524	4.18%	9,70,524	3.84%
	<b>Sub-Total</b>	<b>92,64,450</b>	<b>39.86%</b>	<b>1,12,89,450</b>	<b>44.69%</b>
<b>Total Shareholding</b>		<b>2,32,40,000</b>	<b>100.00%</b>	<b>2,52,65,000</b>	<b>100%</b>

<sup>^</sup>Based on beneficiary position data of our Company as on September 11, 2025.

\*\* Includes shareholding of our Promoter Group as well.

### Other confirmations

- Our Promoters, Directors, Key Managerial Personnel and members of the Senior Management of our Company do not intend to participate in the Issue.
- There would be no change in control in our Company consequent to the Issue.
- Our Company shall not make any subsequent qualified institutions placement until the expiry of two weeks from the date of the Issue. Further, Equity Shares allotted pursuant to this Issue cannot be sold by the Allottees for a period of one year from the date of Allotment, except on the Stock Exchanges.
- Our Equity Shares have been listed for a period of at least one year prior to the date of the issuance of the notice of Extra ordinary General Meeting to our Shareholders, i.e. August 09, 2025 for approving the Issue.
- As on the date of this Placement Document, there are no outstanding options or rights to convert debentures, loans, or other instruments convertible into Equity Shares.

## DIVIDENDS

The declaration and payment of dividends by our Company is governed by applicable provisions of the Companies Act, 2013 and the Articles of Association. For further information, see "Description of the Equity Shares" on page 143.

Our Company has not declared any dividend on the Equity Shares for the Fiscals 2023, 2024 and 2025. Further there are no dividends that have been declared but are yet to be paid out by our Company for Fiscal 2025 until the date of this Placement Document.

The declaration and payment of dividend will be recommended by our Board of Directors and approved by our Shareholders at their discretion. The dividend for any Fiscal, if declared, shall be paid out of our Company's profits for that Fiscal or accumulated profits of any previous Fiscals in accordance with provisions of the Companies Act 2013, the Articles of Association.

The amounts paid as dividends in the past are not necessarily indicative of the dividend amounts, if any, in the future. There is no guarantee that any dividends will be declared or paid in the future or that the amount thereof will not be decreased. The form, frequency and amount of future dividends declared by our Company will depend on a number of internal and external factors and such other factors that the Board may deem relevant in its discretion, subject to the approval of our Shareholders.

The Equity Shares to be issued in connection with this Issue shall qualify for any dividend, including interim dividend, if any, that is declared in respect of the fiscal in which they have been allotted. For further information, please see the section entitled "Description of the Equity Shares" on page 143 For a summary of some of the restrictions that may inhibit our ability to declare or pay dividends, See "Risk Factors – Our ability to pay dividends in the future may be affected by any material adverse effect on our future earnings, financial condition or cash flows" on page 39.

## **RELATED PARTY TRANSACTIONS**

For details of the related party transactions during (i) Fiscal 2025, (ii) Fiscal 2024; and (iii) Fiscal 2023 as per the requirements under Indian Accounting Standard and Companies Act, 2013 please see the section entitled "*Financial Statements*" on page 158.

## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

*You should read the following discussion and analysis of financial condition and results of operations together with our financial statements included in this Placement Document. The following discussion relates to our Company and is based on our restated financial statements. Our financial statements have been prepared in accordance with Indian GAAP, the accounting standards and other applicable provisions of the Companies Act.*

*Note: Statement in the Management Discussion and Analysis Report describing our objectives, outlook, estimates, expectations or prediction may be "Forward looking statement" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to our operations include, among others, economic conditions affecting demand/supply and price conditions in domestic and overseas market in which we operate, changes in Government Regulations, Tax Laws and other Statutes and incidental factors.*

### BUSINESS OVERVIEW

Our Company was incorporated as a private limited company under the name of "Basilic Fly Studio Private Limited" under the Companies Act, 2013 vide certificate of incorporation dated January 28, 2016, issued by the Registrar of Companies, Chennai, bearing Corporate Identification Number (CIN) U92100TN2016PTC103861. Subsequently, our Company was converted into a Public Limited Company pursuant to the special resolution passed by the Shareholders of our Company on December 29, 2022. Consequent upon conversion of our Company into public limited, the name of company was changed from "Basilic Fly Studio Private Limited" to "Basilic Fly Studio Limited" and a fresh Certificate of Incorporation dated May 19, 2023, was issued by the Registrar of Companies, Chennai. The CIN of the Company changed to U92100TN2016PLC103861. The Equity Shares of our company got listed on EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE") on September 11, 2023. The corporate identification number of our Company is L92100TN2016PLC103861.

### FINANCIALS OF THE COMPANY

We have consistently grown in terms of our revenues over the past years. In the recent periods our revenues from operation were Rs. 78.67 crores in F.Y. 2022-23, Rs. 102.67 crores in F.Y. 2023-24 and Rs. 304.09 crores in F.Y. 2024-25. Our Net Profit after tax for the above-mentioned periods were Rs. 27.90 crores, Rs. 36.54 crores and Rs. 45.60 crores respectively.

### SERVICES OFFERED BY OUR COMPANY

For details related to services offered by our company please refer to page no 88 of the chapter titled "Our Business".

### FACTORS AFFECTING OUR RESULT OF OPERATIONS

Our business is subjected to various risks and uncertainties, including those discussed in the section titled "Risk Factor" beginning on page 39 of this Placement Document. Our results of operations and financial conditions are affected by numerous factors including the following:

1. Changes, if any, in the regulations / regulatory framework / economic policies in India and / or in foreign countries, which affect national & international finance.
2. Government support and spending on entertainment industry;
3. Company's ability to adopt the changing technology in entertainment industry;
4. Company's results of operations and financial performance;
5. Performance of Company's competitors;
6. Significant developments in India's economic and fiscal policies;
7. Failure to adapt to the changing needs of industry and in particular entertainment industry may adversely affect our business and financial condition;
8. Volatility in the Indian and global capital market

### STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

#### (a) Basis of preparation:

The Consolidated Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under historical cost convention on the accrual basis. IGAAP comprises mandatory accounting

standards prescribed by the Companies (Accounting Standards) Rules, 2021.

The consolidated financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the previous year of the holding company.

The group's financial statements are presented in Indian Rupees (₹) which is the functional currency of the Parent.

#### **(b) Basis of consolidation**

The financial statements of the Group are consolidated on a line-by-line basis and intra-group balances and transactions, including unrealized gain / loss from such transactions, are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. Minority interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company, are disclosed separately. For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Indian Rupees using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates for the dates of the transactions are used. Exchange differences arising, if any, are recognised in foreign currency translation reserve. Exchange difference arising on an intra-group monetary item, whether short-term or long-term, cannot be eliminated against corresponding amount arising on other intra-group balances because the monetary item represents a commitment to convert one currency into another and exposes the reporting enterprise to a gain or loss through of the reporting enterprise, such an exchange difference continues to be recognised as income or an expense.

#### **(c) Revenue recognition:**

##### **I) Sale of services:**

The Group derives its revenues primarily from Sale of Visual effects (VFX) Service contracts. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured in accordance with AS-9, Revenue Recognition. Sales are recognized on accrual basis, and only after transfer of services to the customer.

Revenue from services provided under fixed price contracts, where the outcome can be estimated reliably, is recognized following the proportionate completion method, where revenue is recognized in proportion to the progress of the contract activity. The progress of the contract activity is usually determined as a proportion of efforts incurred up to the balance sheet date, which bears to the total hours / days estimated for the contract. Revenue on time-and-material contracts are recognized as the related services are performed and the revenues from the end of the last billing to the balance sheet date are recognized as unbilled revenues.

##### **II) Other Income:**

Revenue arising from the use by others of enterprise resources yielding interest, royalties and dividends should only be recognised when no significant uncertainty as to measurability or collectability exists. These revenues are recognised on the following bases:

- (i) **Interest:** on a time proportion basis taking into account the amount outstanding and the rate applicable.
- (ii) **Royalties:** on an accrual basis in accordance with the terms of the relevant agreement.
- (iii) **Dividends from:** when the owner's right to receive payment is established by investments in shares.

#### **(d) Property Plant and Equipment including Intangible assets:**

Property Plant and Equipments are stated at cost, less accumulated depreciation. Cost includes cost of acquisition including material cost, freight, installation cost, duties and taxes, and other incidental expenses, incurred up to the installation stage, related to such acquisition.

Property Plant and Equipments purchased in India in foreign currency are recorded in Rupees, converted at the exchange rate prevailed on the date of purchase. Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

#### **(e) Depreciation & Amortization:**

The Group has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 other than

foreign subsidiaries and calculated the depreciation as per the Written Down Value (WDV) method. Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year. In respect of the assets sold during the year, depreciation is provided from the beginning of the year till the date of its disposal.

Intangible assets are amortised on a straight-line basis over the estimated useful life as specified in Schedule II of the Companies Act 2013 other than foreign subsidiaries. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss. In respect of the assets sold during the year, amortisation is provided from the beginning of the year till the date of its disposal.

#### **Useful lives of Property, Plant and Equipment's**

<b>Asset Class</b>	<b>Useful lives</b>
Computer & Accessories	3 to 6 years
Furniture & Fittings	10 years
Office Equipments	5 years
Plant & Machinery	15 years
Printers & Scanners	13 years
Vehicles	8 years

#### **(f) Impairment of Assets**

The Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognised wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. Reversal of impairment loss is recognised immediately as income in the profit and loss account.

#### **(g) Use of estimates:**

The preparation of the financial statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and the reported amounts of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, income taxes, post - sales customer support and the useful lives / Depreciation rates of Property Plant and Equipments and intangible assets.

#### **(h) Foreign currency transactions:**

##### **Domestic Operation:**

##### **I. Initial recognition:**

A foreign currency transaction should be recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

##### **II. Measurement:**

Foreign currency monetary items should be reported using the closing rate.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency should be reported using the exchange rate at the date of the transaction.

Non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency should be reported using the exchange rates that existed when the values were determined.

##### **III. Treatment of Foreign exchange:**

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expenses in the Statement of Profit and Loss.

**(i) Employee Benefits:**

**A. Short - term employee benefits:**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**Compensated absences**

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability at the present value of the defined benefit obligation at the balance sheet date.

**B. Post-Employment benefits:**

**Defined benefit plan:**

Gratuity liability is a defined benefit obligation and is unfunded. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

**Defined contribution Plan:**

Contributions to defined contribution plans are recognised as expenses when employees have rendered services entitling them to such benefits. The Company provides benefits such as provident fund contribution to its employees which are treated as defined contribution plans.

**(j) Taxes on Income:**

Income Tax expense is accounted for in accordance with AS-22 "Accounting for Taxes on Income" for both Current Tax and Deferred Tax stated below:

**A. Current Tax:**

Current tax is the amount of expected tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws in the countries where the Group operates and generates taxable income.

**B. Deferred Tax:**

Deferred tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between accounting income and the corresponding tax bases used in the computation of taxable income for the current accounting year using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carried forward losses, that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are 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 assets are 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. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year 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.

Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**(k) Provisions and Contingent Liabilities:**

A provision is recognised if, as a result of past events, the Company has a present legal obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation. Provisions are determined by the best estimate of outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

**(l) Earnings Per Share:**

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

**(m) Cash and Cash Equivalents:**

Cash and cash equivalents comprise cash on hand and Cheque in hand, balance with bank, demand deposits with banks and other short term highly liquid investments that are readily convertible to known amounts of cash & which are subject to an insignificant risk of changes in value where it has a short maturity of three months or less from the date of acquisition.

**(n) Cash Flow Statement:**

Cash flows are reported using an indirect method, whereby net profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system. In the balance sheet, bank overdrafts are presented under borrowings within current liabilities.

**(o) Investments:**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

**(p) Borrowing Costs:**

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

**RESULTS OF OUR OPERATIONS**
*(Amount ₹ in crores)*

Particulars	Consolidated		Consolidated		Consolidated	
	For the year ended 31st March, 2025	% of Total**	For the year ended 31st March, 2024	% of Total**	For the year ended 31st March, 2023	% of Total**
<b>INCOME</b>						
Revenue from Operations	304.09	99.35%	102.67	97.05%	78.67	99.64%
Other Income	1.98	0.65%	3.12	2.95%	0.28	0.36%
<b>Total Revenue</b>	<b>306.08</b>	<b>100.00%</b>	<b>105.79</b>	<b>100.00%</b>	<b>78.95</b>	<b>100.00%</b>
<b>EXPENDITURE</b>						
Employee Benefits Expenses	189.41	61.88%	29.45	27.84%	17.52	22.19%
Other Direct Expenses	-	0.00%	21.88	20.68%	21.31	26.99%
Finance Costs	4.05	1.32%	0.52	0.49%	0.69	0.87%
Depreciation & Amortisation Expenses	6.19	2.02%	1.05	0.99%	0.56	0.71%
Other Expenses	49.98	16.33%	2.28	2.15%	1.37	1.73%
<b>Total Expenses</b>	<b>249.63</b>	<b>81.56%</b>	<b>55.18</b>	<b>52.16%</b>	<b>41.45</b>	<b>52.50%</b>
<b>Profit before extraordinary items and tax</b>	<b>56.44</b>	<b>18.44%</b>	<b>50.61</b>	<b>47.84%</b>	<b>37.50</b>	<b>47.50%</b>
Exceptional Items	4.03	1.32%	-	0.00%	-	0.00%
<b>Profit before tax</b>	<b>52.41</b>	<b>17.12%</b>	<b>50.61</b>	<b>47.84%</b>	<b>37.50</b>	<b>47.50%</b>
<b>Tax Expense/ (benefit)</b>						
(a) Current Tax Expense	6.41	2.09%	13.34	12.61%	9.8707	12.50%
(b) Earlier Years Tax Adj.	0.67	0.22%	1.05	1.00%	-	0.00%
(c) Deferred Tax	(0.27)	-0.09%	(0.33)	-0.31%	(0.27)	-0.34%
<b>Net tax expense / (benefit)</b>	<b>6.81</b>	<b>2.22%</b>	<b>14.07</b>	<b>13.30%</b>	<b>9.60</b>	<b>12.16%</b>
<b>Profit/(Loss) after tax</b>	<b>45.60</b>	<b>14.90%</b>	<b>36.54</b>	<b>34.54%</b>	<b>27.90</b>	<b>35.34%</b>
<b>Minority Interest</b>	<b>8.17</b>	<b>2.67%</b>	<b>0.021</b>	<b>0.02%</b>	<b>0.1609</b>	<b>0.20%</b>
<b>Profit (Loss) for the period after minority interest</b>	<b>37.44</b>	<b>12.23%</b>	<b>36.52</b>	<b>34.52%</b>	<b>27.74</b>	<b>35.14%</b>

*\*\*Total refers to Total Revenue*

## ***Components of our Profit and Loss Account***

### ***Income***

Our total income comprises of revenue from operations and other income.

### ***Revenue from Operations***

Our revenue from operations as a percentage of our total income was 99.35%, 97.05% and 99.64% for the Financial Years ended March 31, 2025, March 31, 2024 and March 31, 2023 respectively.

### ***Other Income***

Other income primarily includes Foreign Exchange Gain / (Loss) and Interest Income.

### ***Expenditure***

Our total expenditure primarily consists of Employee benefits expense, Other Direct costs, Finance costs, Depreciation and amortization expense & Other expenses.

### ***Employee Benefit Expenses***

Our employee benefits expense comprises Salaries & Wages, Contribution to Provident Fund / Social Security, Provision for Gratuity and Staff welfare expenses.

### ***Finance costs***

Our Finance cost expenses comprise of Interest Expenses and Bank charges.

### ***Other Expenses***

Other expenses primarily include Hiring & Subscriptions charges, Office Rent, Artist Outsource Charges, Legal and Professional Charges, Office Maintenance, Consultancy Charges, Audit Fees, Travelling Expense, Telephone & Internet Charges, Services Charges, Office Maintenance & E.B Charges, Business Promotion Expenses, Insurance Expenses, CSR Expense and Miscellaneous Expenses.

### ***Tax Expense***

Tax expense consists of current tax, deferred tax and adjustment of tax relating to earlier periods.

## **Fiscal 2025 compared with fiscal 2024**

### ***Revenue from operations***

The revenue from operations of our company for fiscal year 2025 was ₹ 304.09 crores against ₹ 102.67 crores revenue from operations for Fiscal year 2024. The increase of 196.19% in revenue from operations. This increase was primarily due to acquisition of "ONE OF US" Subsidiary in September 2024 (Revenue 240 crores) which is partially offset by decrease in revenue of BFS India by 27 crores.

### ***Other Income***

The other income of our company for fiscal year 2025 was ₹1.98 crores against ₹ 3.12 crores other income for Fiscal year 2024. A decrease of 36.43% in other income. This decrease was primarily due to a decrease in interest income on Fixed deposit, as we have reduction in fixed deposit with HDFC bank from ₹40 crores to ₹13 crores in 2025 in BFS India.

### ***Total Income***

The total income of our company for fiscal year 2025 was ₹ 306.08 crores against ₹ 105.79 crores total income for fiscal year 2024. The increase of 189.33% in total income. This increase was primarily due to acquisition of "ONE OF US" Subsidiary in 2024 (total income 240 crore) which is offset by decrease in total income of BFS India 28 crores.

### ***Expenditure***

### ***Employee Benefit Expenses***

In fiscal 2025, our Company incurred for employee benefits expense ₹ 189.41 crores against ₹ 29.45 crores expenses in fiscal 2024. This increase of 543.10% was primarily due to acquisition of “ONE OF US” Subsidiary in 2024 which incurred ₹175 crores Employee benefit expense.

### ***Other Direct Expenses***

The Other Direct Expenses for the Fiscal 2025 were Nil while it was ₹ 21.88 crores for Fiscal 2024. This was due to regrouping of Other direct expenses to other expenses. Other Direct expense of 24.8 for Fiscal 2025 has been included under the Other Expenses head.

### ***Finance Costs***

The finance costs for Fiscal 2025 were ₹ 4.05 crores while it was ₹ 0.52 crores for Fiscal 2024. An increase of 675.11%. This increase was primarily due to the finance cost of One of US entity, that got acquired in Financial 2024-25 only (amounting ₹ 1.9 crore) and finance cost of BFS India has also increased by ₹1.5 crore which is due to new Loan taken from HDFC in 2024.

### ***Other Expenses***

In fiscal 2025, our other expenses were ₹ 49.98 crores and ₹ 2.28 crores in fiscal 2024. An increase of 2,096.54%. This increase was due to regrouping other direct expenses into other expenses and further increased by ₹27 crore of One of US entity which was acquired in 2024 only.

### ***Profit before extraordinary items and tax***

Our Company had reported a profit before extraordinary items and tax for the Fiscal 2025 of ₹ 56.44 crores against ₹ 50.61 crores in Fiscal 2024. The increase of 11.53%. This increase was due to acquisition of One of US entity by ₹ 31 crores and offset by decrease in profit by ₹ 25 crore in BFS India entity.

### ***Profit before Tax***

Our Company had reported a profit before tax for the Fiscal 2025 of ₹ 52.41 crores against profit before tax of ₹50.61 crores in Fiscal 2024. The increase of 3.56%. This increase was primarily due to acquisition of One of US entity by ₹ 31 crores and offset by decrease in profit by ₹ 25 crore in BFS India standalone entity, and 4 crores were M&A charges occurred in 2024 to acquire One of US.

### ***Profit after Tax***

Profit after tax for the Fiscal 2025 was ₹ 45.60 crores against profit after tax of ₹ 36.54 crores in fiscal 2024. The increase of 24.81%. This increase was primarily due to acquisition of One of US entity by ₹ 28 crores and offset by decrease in profit by ₹ 18 crore in BFS India entity.

## **Fiscal 2024 compared with fiscal 2023**

### ***Revenue from operations***

The revenue from operations of our company for fiscal year 2024 was ₹ 102.67 crores against ₹ 78.67 crores revenue from operations for Fiscal year 2023. The increase of 30.51% in revenue from operations. In FY24, BFS achieved a remarkable milestone, surpassing the ₹100 crore revenue threshold, underscoring its impressive growth trajectory, fuelled by substantial revenue expansion across diverse geographical markets. The company's ability to scale its operations and capture more market share is evident from this significant revenue expansion.

### ***Other Income***

The other income of our company for fiscal year 2024 was ₹3.12 crores against ₹ 0.28 crores other income for Fiscal year 2023. An increase of 996.87% in other income. This increase was due to increase in Bank deposit from 8 crore to 40 crore which resulted in increase in interest income thereon.

### **Total Income**

The total income of our company for fiscal year 2024 was ₹ 105.79 crores against ₹ 78.95 crores total income for fiscal year 2023. An increase of 33.99% in total income. This increase was due to increase in revenue by ₹24 crore and interest income by ₹3 crore.

### **Expenditure**

#### **Employee Benefit Expenses**

In fiscal 2024, our Company incurred for employee benefits expense ₹ 29.45 crores against ₹ 17.52 crores expenses in fiscal 2023. An increase of 68.08%. This increase was due to an increase in manpower to work on increased quantum of projects.

#### **Other Direct Expenses**

The Other Direct Expenses for the Fiscal 2024 were ₹ 21.88 crores while it was ₹ 21.31 crores for Fiscal 2023. This increase of 2.66% was primarily due to increase in office rent by ₹ 2.22 crore which is further offset by reduction in consultancy and Hiring charges by 2 crore.

#### **Finance Costs**

The finance costs for the Fiscal 2024 were ₹ 0.52 crores while it was ₹ 0.69 crores for Fiscal 2023. A decrease of 23.69%. This decrease was primarily due to a reduction in interest expenses as term loan has decreased by 1.6 crore in BFS India entity.

#### **Other Expenses**

In fiscal 2024, our other expenses were ₹ 2.28 crores and ₹ 1.37 crores in fiscal 2023. An increase of 66.29%. This increase was primarily due to an increase in office maintenance expenses by 0.7 crore.

### **Profit before Tax**

Our Company had reported a profit before tax for the Fiscal 2024 of ₹ 50.61 crores against profit before tax of ₹37.50 crores in Fiscal 2023. An increase of 34.95%. The increase in profit before tax was primarily attributable to:

- Higher industry demand leading to increased business volumes.
- Improved employee utilization and operational efficiency.
- Strategic investments in technology, enhancing productivity.
- Better pricing power secured in the market.
- Enhanced scalability of operations.

### **Profit after Tax**

Profit after tax for the Fiscal 2024 was ₹ 36.54 crores against profit after tax of ₹ 27.90 crores in fiscal 2023. The increase of 30.96%. This increase was due to an increase in PBT by ₹ 13 crore and an increase in tax expense by ₹ 4.5 crore.

### **Cash Flows**

*(Amount ₹ in crores)*

Particulars	For the year ended March 31,		
	2025	2024	2023
Net Cash Flow from / (used in) Operating Activities	9.63	(27.90)	7.83
Net Cash Flow from / (used in) Investing Activities	(71.72)	(31.92)	(0.90)
Net Cash Flow from / (used in) Financing Activities	88.83	52.57	(1.25)

#### **Cash Flows from Operating Activities**

1. In F.Y. 2025, net cash generated from operating activities was ₹ 9.63 crores. This comprised a Profit Before Tax of ₹ 52.41 crores, primarily adjusted for Depreciation and Amortisation Expense of ₹ 6.19 crores, Finance Costs of ₹ 4.05 crores, while deductions included Interest Income of ₹ 0.66 crores and Foreign Exchange Gain of ₹ 0.48 crores. Working capital movements included an increase in Trade Receivables by ₹ 23.96 crores, Other Current Assets by ₹ 50.69 crores, Other Non-Current Assets by ₹ 0.71 crores, Other Current Liabilities by ₹ 24.34 crores, Long-Term

Provisions and Short-Term Provisions by ₹ 1.36 crores and ₹ 0.53 crores respectively and decrease in Trade and Other Payables by ₹ 2.27 crores, Short-Term Loans & Advances by ₹ 3.92 crores.

After the payment of income taxes of ₹ 4.40 crores, the net cash generated from operating activities stood at ₹ 9.63 crores.

2. In F.Y. 2024, net cash used in operating activities was ₹ 27.90 crores. This comprised a Profit Before Tax of ₹ 50.61 crores, primarily adjusted for Depreciation and Amortisation Expense of ₹ 1.05 crores and Finance Costs of ₹ 0.49 crores, while deductions included Interest Income of ₹ 2.39 crores. Working capital movements included an increase in Trade Receivables by ₹ 37.64 crores, Short-Term Loans & Advances by ₹ 3.92 crores, Other Non-Current Assets by ₹ 20.95 crores, Trade and Other Payables by ₹ 1.95 crores, Long-Term Provisions by ₹ 1.07 crores, Short-Term Provisions by ₹ 0.04 crores, Other Current Assets by ₹ 0.71 crores and decrease in Other Current Liabilities by ₹ 0.48 crores.

After the payment of income taxes of ₹ 17.02 crores, the net cash used in operating activities stood at ₹ 27.90 crores.

3. In F.Y.23, net cash generated from operating activities was ₹ 7.83 crores. This comprised a Profit Before Tax of ₹ 37.50 crores, primarily adjusted for Depreciation and Amortisation Expense of ₹ 0.56 crores, Assets Written Off of ₹ 0.07 crores, Interest Expenses of ₹ 0.69 crores and Interest Income of ₹ 0.28 crores. Working capital movements included an increase in Trade Receivables by ₹ 12.56 crores, Other Current Assets by ₹ 14.22 crores, Other Non-Current Assets by ₹ 4.19 crores, Long-Term Provisions by ₹ 1.33 crores, Short-Term Borrowings by ₹ 0.70 crores, Trade and Other Payables by ₹ 1.55 crores, Short-Term Provisions by ₹ 0.09 crores and decrease in Other Current Liabilities by ₹ 0.18 crores.

After the payment of income tax of ₹ 3.21 crores, the net cash generated from operating activities stood at ₹ 7.83 crores.

#### ***Cash Flows from Investment Activities***

1. In FY 25, net cash used in investing activities was ₹ 71.72 crores, which primarily comprised of cash used for Purchase of Fixed assets including Intangible Assets of ₹ 99.19 crores, proceeds from Bank Deposits ₹ 26.81 crores and Interest Income of ₹ 0.66 crores.
2. In FY 24, net cash used in investing activities was ₹ 31.92 crores, which primarily comprised of cash used for purchase of Fixed assets including Intangible Assets of ₹ 0.65 crores, Investment in Bank Deposits ₹ 33.66 crores, proceeds from Interest Income of ₹ 2.39 crores.
3. In FY 23, net cash used in investing activities was ₹ 90.34 crores, which primarily comprised of cash used for Purchase of Fixed assets including Intangible Assets of ₹ 1.82 crores, Proceeds from Long term Loans & Advances ₹ 0.64 crores and Interest Income of ₹ 0.28 crores.

#### ***Cash Flows from Financing Activities***

1. In FY 25, net cash generated from financing activities was ₹ 88.83 crores, which comprised of Changes in Reserves by ₹ 44.08 crores, proceeds from Long term borrowings of ₹ 35.14 crores and Short term borrowings of ₹ 13.66 crores and interest paid of ₹ 4.05 crores.
2. In FY 24, net cash generated from financing activities was ₹ 52.57 crores, which comprised of proceeds from issue of equity shares of ₹ 54.91 crores, proceeds from Short term borrowings of ₹ 0.12 crores and repayment of Long term borrowings of ₹ 1.97 crores and interest paid of ₹ 0.49 crores.
3. In FY 23, net cash used in financing activities was ₹ 1.25 crores, which comprised cash used for Repayment of borrowings of ₹ 0.56 crores and interest paid of ₹ 0.69 crores.

#### **OTHER MATTERS**

##### **1. Unusual or infrequent events or transactions**

Except as described in this Placement Document, during the periods under review there have been no transactions or events, which in our best judgment, would be considered unusual or infrequent.

## **2. Significant economic changes that materially affected or are likely to affect income from continuing Operations**

Other than as described in the Section titled “Financial Information” and chapter titled “Management’s Discussion and Analysis of Financial Conditions and Results of Operations”, beginning on Page 158 and 66 respectively of this Placement Document , to our knowledge there are no significant economic changes that materially affected or are likely to affect income from continuing Operations.

## **3. Known trends or uncertainties that have had or are expected to have a material adverse impact on revenue or income from continuing operations**

Other than as described in the chapter titled “Risk Factors” and “Management’s Discussion and Analysis of Financial Conditions and Result of Operations”, beginning on Page 39 and 66 respectively of this Placement Document , best to our knowledge there are no known trends or uncertainties that have or had or are expected to have a material adverse impact on revenues or income of our company from continuing operations.

## **4. Future relationship between Costs and Income**

Other than as described in the chapter titled “Risk Factors” beginning on Page 39 of this Placement Document, best to our knowledge there are no factors which will affect the future relationship between costs and income or which are expected to have a material adverse impact on our operations and finances.

## **5. Competition Conditions**

The industry in which we are operating faces competition from organized as well as unorganized players in the international market. We have a number of competitors who manufacture and supply services, which are similar to the services delivered by us. Even with a diversified product portfolio, quality approach and modern technology used in our products, we may have to face competitive pressures. We believe the principal elements of competition in our industry are price, quality, timely delivery and reliability. We compete against our competitors by establishing ourselves as a top solution provider of engineering services for engineering systems, built on automotive chassis and allied areas with industry expertise, which enables us to provide our clients with appropriate customized products suitable to their needs and market requirements. We are venturing into supporting the international gaming industry with tremendous opportunities complimenting the business growth.

## **6. To extend to which business is seasonal**

Our Company is engaged in the business of Visual Effects (VFX) and business of our company is not seasonal.

## INDUSTRY OVERVIEW

*The information in this section has been extracted from various websites and publicly available documents from various industry sources. The data may have been re-classified by us for the purpose of presentation. None of the Company and any other person connected with the Issue have independently verified this information. Industry sources and publications generally state that the information contained therein has been obtained from believed to be reliable, but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured. Industry sources and publications are also prepared based on information as of specific dates and may no longer be current or reflect current trends. Industry sources and publications may also base their information on estimates, projection forecasts and assumptions that may prove to be incorrect. Accordingly, investors should not place undue reliance on information.*

### GLOBAL ECONOMY

#### Macroeconomic Environment

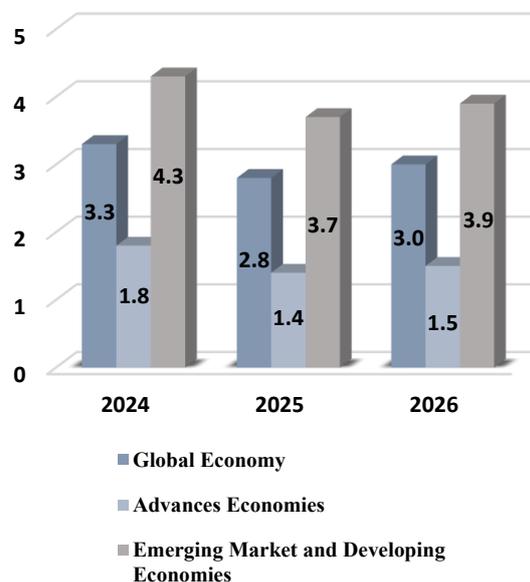
Global growth is projected to fall from an estimated 3.3 percent in 2024 to 2.8 percent in 2025, before recovering to 3 percent in 2026. This is lower than the projections in the January 2025 WEO Update, by 0.5 percentage point for 2025 and 0.3 percentage point for 2026, with downward revisions for nearly all countries. The downgrades are broad-based across countries and reflect in large part the direct effects of the new trade measures and their indirect effects through trade linkage spillovers, heightened uncertainty, and deteriorating sentiment. For advanced economies, growth is projected to drop from an estimated 1.8 percent in 2024 to 1.4 percent in 2025 and 1.5 percent in 2026. Growth for 2025 is now projected to be 0.5 percentage point lower relative to that in January 2025 WEO Update projections. The forecasts for 2025 include significant downward revisions for Canada, Japan, the United Kingdom, and the United States and an upward revision for Spain. For emerging markets and developing economies, growth is projected to drop to 3.7 percent in 2025 and 3.9 percent in 2026, following an estimated 4.3 percent in 2024. This is 0.5 and 0.4 percentage point lower, respectively, compared with the rate projected in the January 2025 WEO Update.

Growth in the euro area is expected to decline slightly to 0.8 percent in 2025, before picking up modestly to 1.2 percent in 2026. Rising uncertainty and tariffs are key drivers of the subdued growth in 2025. Offsetting forces that support the modest pickup in 2026 include stronger consumption on the back of rising real wages and a projected fiscal easing in Germany following major changes to its fiscal rule (the “debt brake”). Within the region, Spain’s momentum contrasts with the sluggish dynamics elsewhere. The growth projection for 2025 for Spain is 2.5 percent, an upward revision of 0.2 percentage point from that in the January 2025 WEO Update. This reflects a large carryover from better-than-expected outturns in 2024 and reconstruction activity following floods.

The Middle East and Central Asia is projected to come out of several years of subdued growth, with the rate accelerating from an estimated 2.4 percent in 2024 to 3.0 percent in 2025 and to 3.5 percent in 2026 as the effects of disruptions to oil production and shipping dissipate and the impact of ongoing conflicts lessens. Compared with that in January, the projection is revised downward, reflecting a more gradual resumption of oil production, persistent spillovers from conflicts, and slower than-expected progress on structural reforms.

(Source: <https://www.imf.org/en/Publications/WEO/Issues/2025/04/22/world-economic-outlook-april-2025>)

### GROWTH PROJECTIONS



#### World Economic Outlook Growth Projection

	ESTIMATE			PROJECTION		
	2024	2025	2026	2024	2025	2026
World Output	3.3	2.8	3.0			
Advanced Economies	1.8	1.4	1.5			
United States	2.8	1.8	1.7			
Euro Area	0.9	0.8	1.2			
Germany	-0.2	0.0	0.9			

France	1.1	0,6	1.0
Italy	0.7	0.4	0.8
Spain	3.2	2.5	1.8
Japan	0.1	0.6	0.6
United Kingdom	1.1	1.1	1.4
Canada	1.5	1.4	1.6
Other Advanced Economies	2.2	1.8	2,0
Emerging Market and Developing Economies	4.3	3.7	3.9
Emerging and Developing Asia	5.3	4.5	4.6
China	5.0	4.0	4.0
India	6.5	6.2	6.3
Emerging and Developing Europe	3.4	2.1	2.1
Russia	4.1	1.5	0.9
Latin America and The Caribbean	2.4	2.0	2.4
Brazil	3.4	2.0	2.0
Mexico	1.5	-0.3	1.4
Middle East and Central Asia	2.4	3.0	3.5
Saudi Arabia	1.3	3.0	3.7
Sub-Saharam Africa	4.0	3.8	4.2
Nigeria	3.4	3.0	2.7
South Africa	0.6	1.0	1.3
Memorandum			
Emerging Market and Middle-Income Economies	4.3	3.7	3.8
Low-Income Developing Countries	4.0	4.2	5.2

## WORLD ECONOMIC OUTLOOK

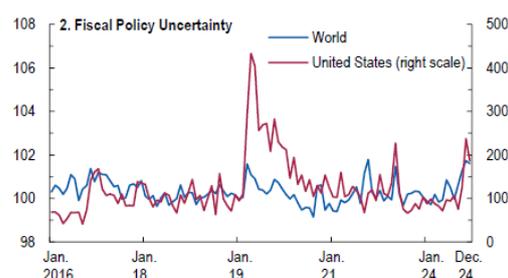
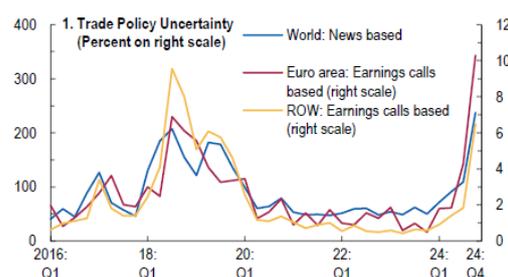
Where inflation is proving more sticky, central banks are moving more cautiously in the easing cycle while keeping a close eye on activity and labour market indicators as well as exchange rate movements. A few central banks are raising rates, marking a point of divergence in monetary policy.

Global financial conditions remain largely accommodative, again with some differentiation across jurisdictions.

Equities in advanced economies have rallied on expectations of more business-friendly policies in the United States. In emerging markets and developing economies, equity valuations have been more subdued, and a broad-based strengthening of the US dollar, driven primarily by expectations of new tariffs and higher interest rates in the United States, has kept financial conditions tighter.

Economic policy uncertainty has increased sharply, especially on the trade and fiscal fronts, with some differentiation across countries. Expectations of policy shifts under newly elected governments in 2024 have shaped financial market pricing in recent months. Bouts of political instability in some Asian and European countries have rattled markets and injected additional uncertainty regarding stalled progress on fiscal and structural policies. Geopolitical tensions, including those in the Middle East, and global trade frictions remain elevated.

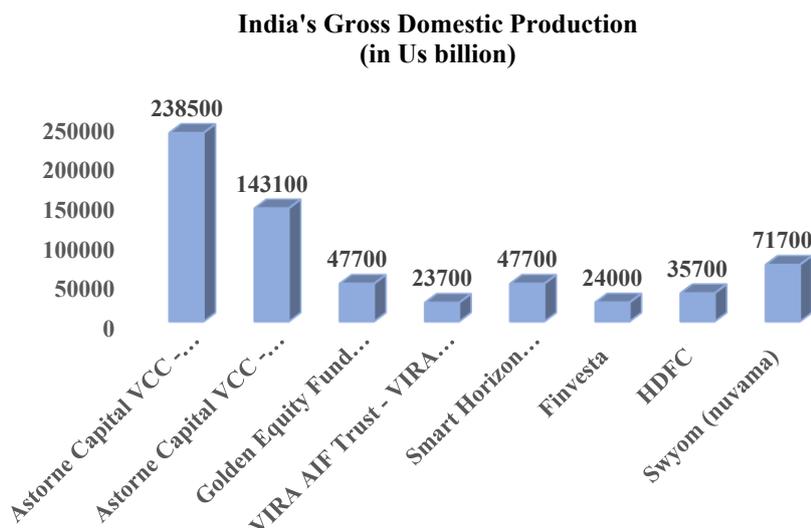
In the Middle East and Central Asia, growth is projected to pick up, but less than expected in October. This mainly reflects a 1.3%-point downward revision to 2025 growth in Saudi Arabia, mostly driven by the extension of OPEC+ production cuts. In Latin America and the Caribbean, overall growth is projected to accelerate slightly in 2025 to 2.5%, despite an expected slowdown in the largest economies of the region. Growth in sub-Saharan Africa is expected to pick up in 2025, while it is forecast to slow down in emerging and developing Europe.



Source: <https://www.imf.org/en/Publications/WEO/Issues/2025/01/17/world-economic-outlook-update-january-2025>

## INDIAN ECONOMY

Strong economic growth in the first quarter of FY23 helped India overcome the UK to become the fifth-largest economy after it recovered from the COVID-19 pandemic shock. Nominal GDP for FY25 is estimated at Rs. 33.10 lakh crore (US\$ 3.8 trillion) with growth rate of 9.9%, compared to Rs. 30.12 lakh crore (US\$ 3.5 trillion) in FY24. Strong domestic demand for consumption and investment, along with Government's continued emphasis on capital expenditure are seen as among the key driver of the GDP in the second half of FY25. In FY25, India's exports stood at Rs. 37.31 lakh crore (US\$ 433.56 billion), with Engineering Goods (26.88%), Petroleum Products (13.86%) and electronic goods (8.89%) being the top three exported commodity. Rising employment and increasing private consumption, supported by rising consumer sentiment, will support GDP growth in the coming months.



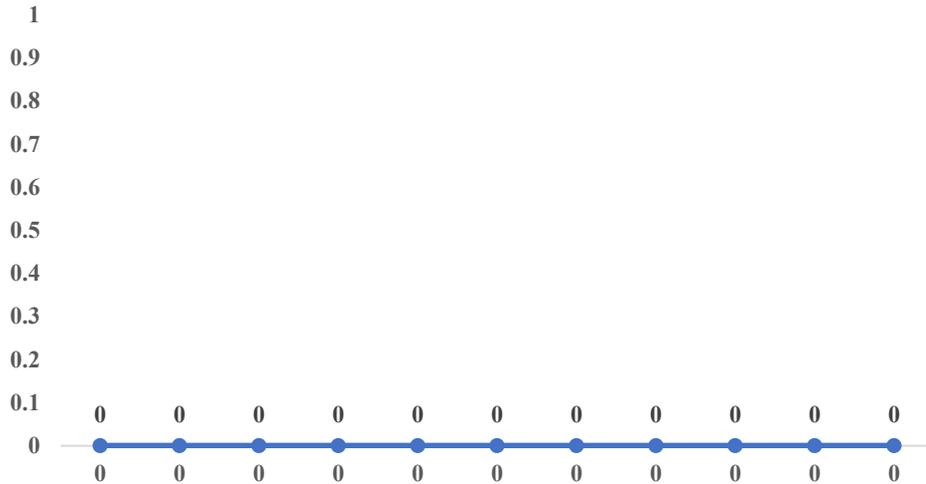
According to the McKinsey Global Institute, India needs to boost its rate of employment growth and create 90 million non-farm jobs from 2023 to 2030 in order to increase productivity and economic growth. The net employment rate needs to grow by 1.5% per annum from 2023 to 2030 to achieve 8-8.5% GDP growth between the same time periods. The Current Account Deficit (CAD) stood at Rs. 98,095 crore (US\$ 11.5 billion) for Q3 of FY25 as compared to Rs. 88,712 crore (US\$ 10.4 billion) in Q3 of FY24. This was largely due to an increase in merchandise trade deficit.

Exports fared remarkably well during the pandemic and aided recovery when all other growth engines were losing steam in terms of their contribution to GDP. Going forward, the contribution of merchandise exports may waver as several of India's trade partners witness an economic slowdown. According to Minister of Commerce and Industry, Consumer Affairs, Food and Public Distribution and Textiles Mr. Piyush Goyal, Indian exports are expected to reach US\$ 1 trillion by 2030.

(Source: <https://www.ibef.org/economy/indian-economy-overview> & <https://www.imf.org/external/datamapper/profile/IND>)

With the announcement of the implementation of the recommendations of the Eighth Pay Commission, which will be in effect from FY27, there is a possibility that the momentum towards achieving fiscal consolidation targets may be delayed. The fiscal deficit and debt targets, as per the GoI's 2018 amended FRBMA, are 3% and 40% of GDP, respectively. However, achievement of both of these targets is likely to be delayed because of the additional pressure on revenue expenditures due to revised salaries and pensions of government employees. A similar impact would also be felt by the states.

## FISCAL DEFICIT IN RELATION TO GDP(%)



In FY26, the main fiscal policy intervention required would be an attempt to restore infrastructure expansion momentum to support real GDP growth. There would be some positive movement on fiscal consolidation both in FY25 and FY26. Some other changes in the FY26 budget may relate to the revision of import tariffs and some rationalization of personal income tax rate and its deduction structure.

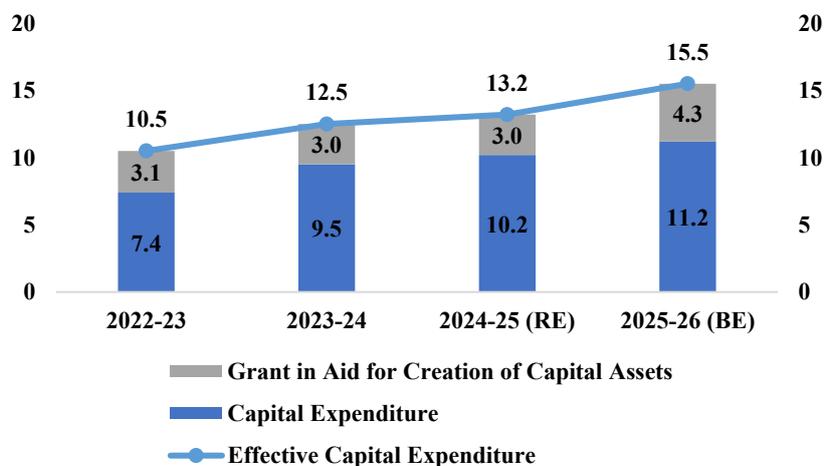
In the medium-term, in view of the impact of Eighth Pay Commission recommendations, the path of fiscal consolidation would lose momentum. We consider that, in the medium-term, real GDP growth can still be maintained at 6.5% and nominal GDP growth at 10.5% with some inter-year variations. A combination of slower nominal GDP growth in FY24 and FY25 and pressure on the INR may push the US\$5 trillion Indian economy milestone from FY28 to FY30. To address this, nominal GDP growth must recover to at least 10.5% beyond FY25, and INR depreciation against the US\$ must be moderated.

(Source: [https://www.ey.com/en\\_in/insights/tax/economy-watch/why-budget-2025-should-focus-on-restoring-india-s-capex-growth-momentum](https://www.ey.com/en_in/insights/tax/economy-watch/why-budget-2025-should-focus-on-restoring-india-s-capex-growth-momentum))

### Trend in Capital Expenditure

Capital expenditure is the money spent by the government on the development of machinery, equipment, building, health facilities, education, etc. It also includes the expenditure incurred on acquiring fixed assets like land and investment by the government that gives profits or dividends in future.

Capital expenditure, which leads to the creation of assets is long-term in nature and allows the economy to generate revenue for many years by adding or improving production facilities and boosting operational efficiency. It also increases labour participation, takes stock of the economy and raises its capacity to produce more in future.



(Source: <https://www.indiabudget.gov.in/doc/bh1.pdf>)

## ***Foreign Exchange Reserves***

India's total foreign exchange reserves stood at USD 688.13 billion as on April 25, 2025, reflecting a stable and healthy external sector position. The reserves almost rose by \$11.83 billion in a month. As of April 4, 2025, India's foreign exchange reserves stood at \$676.3 billion, per the PIB press release.

As of April 25, 2025, India's forex reserves of USD 688.13 billion reflect sound macroeconomic fundamentals and robust reserve management on the part of the RBI. The position of having such elevated reserves indicates the health of India's external sector, reflected in the presence of a controllable current account register, capital inflows that are unaffected and a recovering export performance. It is also a sign of India's greater monetary resilience, that is, a substantial buffer for the central bank to use for interventions in the currency market, if necessary. This serves to stabilize the rupee under conditions of global volatility.

A strong forex reserve position provides better trade resilience as forex reserves stand above 10 months of imports and help to protect against external shocks. "It attracts foreign investment as it lends confidence and is a hedge against sovereign risk premiums. It supports inflation management as the Reserve Bank of India can intervene in the forex market to limit imported inflation, especially from spikes in oil prices as well as commodity prices.

India's reserves are diversified across the following assets:

- **Foreign Currency Assets (FCAs):** The largest component, these assets provide liquidity and comprise the major G-10 currencies. It is the first in line in terms of protecting against exchange rate movements. Currently, FCAs stand at \$580.66 billion.
- **Gold:** The yellow metal, which stands at \$84.37 billion, provides a hedge against weakness in the dollar and in terms of substitutability in cases of geopolitical risks, particularly during uncertain times globally.
- **Special Drawing Rights (SDRs):** Allocated by the IMF for additional liquidity, SDRs can be converted to usable currencies, should the need arise. The SDRs reserves are at \$18.59 billion.
- **Reserve Tranche Position (RTP):** These reserves stood at \$4.51 billion. All these reserves add to a diversification that protects against concentration risk and promotes economic stability. It provides policy flexibility, while maintaining confidence on the part of global investors and credit agencies.

(Source: <https://www.fortuneindia.com/personal-finance/banking/indias-forex-reserves-rise-by-1183-billion-to-68813-billion-in-a-month-rbi-report/122784>)

## ***Road ahead for the Indian Economy***

India's economy grew by 6.2% in Q3 FY25. Signs of recovery are now visible, with growth expected to rise to 7.6% in Q4 FY25—indicating a possible turnaround in the coming months. India's comparatively strong position in the external sector reflects the country's positive outlook for economic growth and rising employment rates. India ranked 5th in foreign direct investment inflows among the developed and developing nations listed for the first quarter of 2022.

India's economic story during the first half of FY24 highlighted the unwavering support the government gave to its capital expenditure, which, in FY24, stood 37.4% higher than the same period last year. In the Union Budget of FY26, capital expenditure took lead by steeply increasing the capital expenditure outlay by 10.0 % to Rs. 11.21 lakh crore (US\$ 131.42 billion) over Rs. 10.18 lakh crore (US\$ 119.34 billion) in FY25. Stronger revenue generation because of improved tax compliance, increased profitability of the company, and increasing economic activity also contributed to rising capital spending levels.

India's total exports of goods and services rose by 5.5% to a record Rs. 69.8 lakh crore (US\$ 820.9 billion) in FY25, compared to Rs. 65.8 lakh crore (US\$ 773.0 billion) in FY24.

Key priorities include:

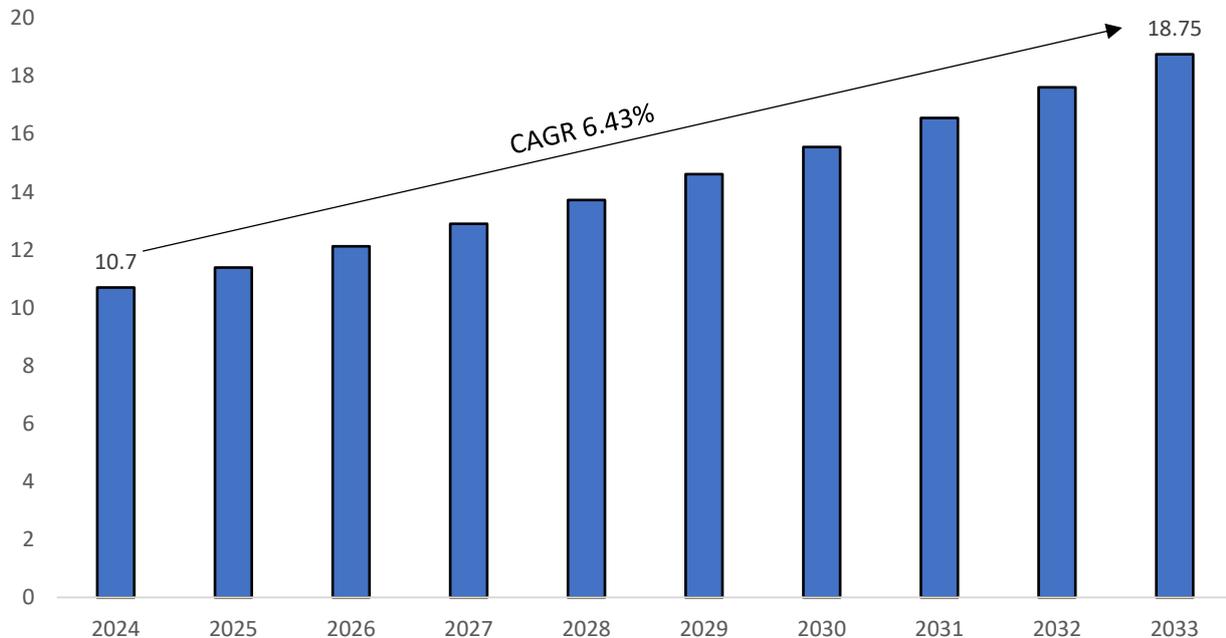
- **Boosting Consumption:** Wage growth, employment initiatives, and targeted welfare programs are essential to reviving domestic demand.
- **Encouraging Private Investment:** Streamlined policies, reduced tariffs, and greater ease of doing business can attract both domestic and foreign investors.
- **Expanding Global Trade:** Lowering trade barriers and enhancing export competitiveness are crucial to capturing a larger share of global markets.
- **Sustaining Reforms:** Addressing inefficiencies in the informal sector, agriculture, and traditional industries will ensure more balanced growth.
- **Monetary Policy Adjustments:** While rate cuts may provide short-term relief, they must be complemented by structural measures to stimulate demand and investment.

(Source: <https://www.ibef.org/economy/indian-economy-overview> & <https://www.angelone.in/news/indian-economy-2025-outlook-challenges-opportunities?msocid=338bd1eb19bb6b1e3662c470186e6a52>)

## GLOBAL VISUAL EFFECTS (VFX) INDUSTRY

### Overview

The global visual effects market size was valued at USD 10.70 Billion in 2024. Looking forward, the market to reach USD 18.75 Billion by 2033, exhibiting a CAGR of 6.43% from 2025-2033. North America currently dominates the market, holding a visual effect market share of over 45.0% in 2024. The growing demand for high-quality content to offer immersive user experiences, rising number of streaming platforms and digital media, and technological innovations in VFX tools to enhance production are some of the major factors propelling the market in this region.



The global visual effects (VFX) market is expanding due to the rising demand for top-tier content in industries such as film, television, gaming, and advertising. Rapid advancements in VFX technologies, such as virtual production and real-time rendering, are enabling creators to push creative boundaries while reducing production costs and timelines. The growing popularity of streaming platforms has further fueled the need for visually engaging content to attract and retain viewers. Additionally, the integration of VFX in augmented reality (AR) and virtual reality (VR) applications is expanding its use across industries, including education, healthcare, and retail. Rising investments in VFX studios and the outsourcing of VFX services to cost-efficient markets are also contributing to the market's robust expansion.

The United States is emerging as a key disruptor with 84.00% shares, primarily fueled by the rising demand for high-quality, immersive content across films, television, and gaming industries. Advancements in VFX technologies, such as real-time rendering and virtual production, have enabled creators to produce more realistic and complex visual effects efficiently. The proliferation of streaming platforms has intensified competition, leading to increased investments in visually compelling content to attract and retain subscribers. Furthermore, the incorporation of VFX in augmented reality (AR) and virtual reality (VR) applications is broadening its application across sectors like education, healthcare, and retail. The U.S. remains a significant player in the global VFX industry, accounting for a substantial share of the market.

### Visual Effects Market Trends:

#### Rising Demand for High-Quality Content

The increasing demand for high-quality content that offers immersive and visually captivating experiences to individuals is supporting the growth of the market. In addition, there is a rise in the demand for films, TV shows, and advertisements featuring impressive visuals. VFX can provide enhanced real-world scenarios in movies and other entertainment sources. Advertising companies are also adopting VFX to create memorable and attention-grabbing campaigns that attract a wider consumer base.

Apart from this, modern audiences are increasingly seeking content that offers immersive, engaging, and visually captivating experiences. Moreover, the ease of accessibility of advanced display technologies, higher internet speeds, and the rapid emergence of digital platforms are positively impacting the visual effects market outlook. For instance, according to an industrial report, in 2023, Netflix had over 238 million subscribers worldwide, highlighting the growing demand for high-quality, visually engaging content that attracts and retains a global audience.

### ***Increasing Number of Streaming Platforms and Digital Media***

The rising number of streaming platforms and digital media channels around the world is contributing to the growth of the market. The widespread availability of high-speed internet, mobile devices, and smart TVs is bolstering the growth of the market. Streaming platforms offer on-demand access to a diverse array of content, from movies and TV shows to documentaries and user-generated videos. This allows content providers to focus on producing high-quality and engaging material to attract and retain subscribers.

According to an industry report, at the end of 2023, there were around 90 streaming services to choose from. As a result, content creators are increasingly adopting VFX technology to differentiate their offerings and deliver visually improved narratives. Also, there is a rise in the popularity of VFX in the education sector, where visually rich educational content is essential to enhance the learner experience.

### ***Technological Innovations in VFX Tools***

Various manufacturers are focusing on enhancing rendering capabilities, real-time VFX tools, and cloud-based workflows to allow VFX artists to create more intricate and realistic effects efficiently. For instance, in January 2025, Adobe Research and HKUST unveiled TransPixar, an AI system revolutionizing visual effects by enabling transparency in smoke, reflections, and portals. Utilizing advanced alpha-channel generation, it integrates transparent elements seamlessly, overcoming data and model limitations, and transforming video production for films, games, and media. These advancements assist in improving the quality of VFX and reducing production timelines and costs.

Additionally, innovations in motion capture, facial recognition, and simulation technologies are allowing for more accurate and lifelike character animations. Apart from this, real-time VFX solutions provide immediate visual feedback and allow for rapid creativity. Moreover, AI integration automates certain tasks, such as rotoscoping and color correction, that streamline workflows and save time. Deep learning algorithms facilitate realistic simulations of complex phenomena like fluid dynamics and cloth behavior, which is strengthening the visual effect market growth.

### ***Visual Effects Industry Segmentation:***

IMARC Group provides an analysis of the key trends in each segment of the global visual effects market, along with forecasts at the global, regional, and country levels from 2025-2033. The market has been categorized based on component, product, technology, and application.

#### ***Analysis by Component:***

- *Software*
- *Services*
- *Hardware*

Software represented the largest segment. Software refers to the specialized tools and applications used by artists and technicians to design, develop, and implement VFX. VFX software ranges from powerful three-dimensional (3D) modeling and animation programs to advanced compositing and rendering platforms. It enables artists to bring imagination to life and craft intricate details and dynamic visuals. It also offers real-time capabilities, enhanced rendering speed, and seamless integration that encourages professionals to deliver compelling visual narratives that attract audiences across diverse industries. Furthermore, continuous advancements in software features and capabilities are enabling faster production cycles and allowing for increasingly complex and visually stunning content. As the high-quality visual effects market demand continues to rise, the need for innovative software solutions will remain a key driver in the market's growth.

#### ***Analysis by Product:***

- *Simulation FX*
- *Animation*
- *Modelling*
- *Matte Painting*
- *Compositing*

Simulation FX represented the largest segment with 27.8% shares. Simulation FX refers to the utilization of advanced computer simulations to replicate real-world phenomena and dynamic effects in visual media. It comprises a wide range of elements, such as fluid dynamics, particle systems, cloth behavior, and environmental interactions. It is integral in creating realistic and visually captivating scenes, from explosive special effects to natural phenomena like fire, smoke, and water simulations. In addition, it allows professionals to generate lifelike movement, interaction, and behavior of various elements within a digital environment, while enhancing the authenticity and immersive quality of visual content.

#### ***Analysis by Technology:***

- *AI (Artificial Intelligence)*

- *AR (Augmented Reality)*

AI led the market with around 32% of the market share in 2024. AI is rapidly transforming the way visual content is created and enhanced. AI-powered tools are employed for several tasks, such as image recognition, motion tracking, and automated rotoscoping. Machine learning (ML) algorithms enable efficient color correction, scene segmentation, and even predictive analysis for more accurate VFX planning.

AI-driven upscaling enhances the resolution of content, while deep learning techniques aid in generating realistic textures and animations. Apart from this, it assists in streamlining workflows and allowing artists to focus more on creative aspects. As AI advances, its synergy with emerging technologies such as augmented reality (AR) and virtual reality (VR) will continue to transform the VFX industry, creating even more immersive and interactive experiences.

***Analysis by Application:***

- *Movies*
- *Television*
- *Gaming*
- *Advertisements*
- *Others*

Movies represented the largest segment with 38.9% shares. VFX is essential in elevating storytelling in movies and seamlessly integrates computer-generated elements with live-action footage. It enables filmmakers to display imaginative worlds, breathtaking visuals, and extraordinary scenarios. Apart from this, it aids in enhancing the overall cinematic experience among the masses. Moreover, the rising number of movies produced across the globe is bolstering the growth of the market.

Furthermore, the increasing popularity of watching movies for leisure and entertainment purposes among the masses is contributing to the growth of the market. As AI continues to evolve, its integration with other emerging technologies like augmented reality (AR) and virtual reality (VR) will further revolutionize the VFX industry, enabling even more immersive and interactive experiences.

***Regional Analysis:***

In 2024, North America held the largest market share, exceeding 45.0%. North America held the biggest market share due to the presence of an advanced entertainment ecosystem. Apart from this, the rising number of film and television production houses is contributing to the growth of the market in the region. In line with this, the increasing preference for creating high-quality content is propelling the growth of the market. Besides this, the rising focus on innovative and enhanced visuals is bolstering the growth of the market in the North America region. Furthermore, the adoption of cutting-edge technologies and the growing investment in digital transformation are further driving the regional market. Additionally, favorable government policies supporting the media and entertainment sector are anticipated to provide a robust impetus to market growth in North America.

***Key Regional Takeaways:***

- *United States Visual Effects Market*

The U.S. VFX market is growing substantially, mainly due to growing demand from the entertainment industry- film, television, and the emerging digital space. According to the Motion Picture Association, the American film and television industry supports 2.32 million jobs and pays out USD 229 billion in total wages, which points to the broad economic footprint of the sector and its role in fueling demand for high-quality VFX services. As the use of digital content becomes the standard for media, there is increased reliance on leading-edge VFX technologies like VR and AR, to provide the more immersive experience when viewing. Innovators such as Industrial Light & Magic and Weta Digital continue to be industry leaders, spearheading advancements using the latest technologies like AI-based visual effects, real-time rendering, and motion capture, thus creating ever-increasingly more complex and realistic imagery. It makes the U.S. a clear leader in global visual effects through all these innovations with international collaborations and investments in VFX infrastructure.

- *Europe Visual Effects Market*

The European VFX market has grown to become a global leader, with studios in cities like Paris, Prague, Stockholm, and Munich now at the forefront of the industry. According to recent industry data, leading VFX studios like UPP, RISE, and The Yard are in high demand, contributing to Europe's dominance in the VFX space. For instance, UPP has about 400 employees working in three offices across Prague, Budapest, and Slovakia. They recently received an Emmy Award for their job on *Five Days at Memorial* in 2023. RISE counts 420 artists working across five studios and played a significant part in other big Marvel Studios productions including *Infinity War* and *Endgame*. The Yard is a France-based company that was given the 2023 César Award for Best Visual Effects for the film *Notre*

Dame on Fire. These studios and their growth exemplify Europe's capability to deliver VFX work that can compete in any major global film and television production. Despite the challenges that include Brexit and the COVID-19 pandemic, European studios continue to thrive. There is a rise in international collaborations, and demand for visual effects is on the increase in streaming platforms and gaming.

- *Asia Pacific Visual Effects Market*

The Asia Pacific VFX market is growing rapidly, fueled by skilled talent and increased participation in global projects. Industry reports show that South Korea has emerged as a significant VFX hub, with Dexter Studios, established in 2012, expanding to employ around 330 people, of whom 200 are VFX artists, by mid-2024. The company is engaged in areas such as immersive content, AR/VR/XR, and the metaverse, demonstrating its growing influence. Other notable regions would be India, China, Japan, Taiwan, and Singapore, countries like Vietnam, and Thailand on the rise in the VFX market. Recently, South Korea-based Gulliver Studios has started dominating the industry through VFX contributions to the show Squid Game, which picked up six Emmy awards in 2022. Dexter Studios took on global-scale projects such as Parasite from 2019 and Space Sweepers in 2021; this indicates increasing local industry participation in world VFX output.

- *Latin America Visual Effects Market*

The visual effects (VFX) market in Latin America is constantly growing with an expanding film industry. The combined revenue for the screen industries in Latin America was about USD 20 billion in 2021, with around USD 3 billion accounted for in filmmaking (IDB Publications). This growth is attributed to rising domestic production, an increasing middle class, and investments in technology. Countries such as Brazil and Mexico are leading the pack, improving their focus on quality production of content both for the regional and for the international market. Brazilian and Mexican VFX studios offer services to both local productions as well as international projects, and, with the support of collaborations with multinational firms, the quality of VFX production is seen to be improved. The more Latin America engages with global media production, the more the VFX market in that region is going to grow. This could further open doors to more international partnerships and an increasing share of the global VFX industry.

- *Middle East and Africa Visual Effects Market*

The demand for VFX is rapidly growing in the Middle East and Africa, as they are investing immensely in film and TV production. The UAE Media Council mentions that the United Arab Emirates possess 30% of the total Middle Eastern share of cinema; this speaks highly of the role of the country in this integral industry. The region has been working on building up its film industry, with Dubai and Abu Dhabi emerging as significant VFX hubs. The investment of the UAE in world-class VFX infrastructure and facilities and collaboration with international studios has created high-end content. These advancements have helped the region compete globally, with several productions making their mark on international platforms. Hence, the industry also integrates the most modern and up-to-date VFX technologies due to the increasing demand for local and international content. Further growth in the VFX market in the Middle East and Africa is expected with technological innovations and increased cooperation with global production houses.

### ***Competitive Landscape:***

Major manufacturers are engaging in a wide range of activities to innovate and cater to the evolving demands of the industry. They are rapidly delivering high-quality and visually captivating content across various sectors. In line with this, VFX companies are investing in research and development (R&D) activities to advance their technology and provide more realistic simulations, enhanced rendering capabilities, and real-time VFX solutions. Apart from this, they are working closely with filmmakers, content creators, and other industries to provide seamless integration of VFX into different forms of media. Many companies are also adopting cloud-based workflows to streamline production processes and optimize resource allocation. Moreover, they are exploring the potential of emerging technologies, such as virtual reality (VR) and augmented reality (AR), to expand the scope of VFX applications.

(Source: <https://www.imarcgroup.com/visual-effects-market>)

## **INDIA VISUAL EFFECTS (VFX) INDUSTRY**

### ***The Rise of VFX Industry in India***

In today's world, the VFX industry is one of the most vital elements among all forms of entertainment in storytelling, such as movies, television series, and video gaming. The global VFX market is estimated to expand at a CAGR of 10.7% from US\$ 15 billion in 2023 to US\$ 30 billion by 2030. This significant growth underscores the increasing recognition of VFX's critical role in delivering stunning and immersive experiences across various media. Riding on this dynamic wave, India has emerged as a powerhouse of creative and innovative VFX.

The VFX landscape in India has moved from its humble beginnings to a powerhouse acknowledged for technical excellence and artistic ingenuity over the past 20 years. The studios, which initially were outlets working on smaller-scale animations, have transformed considerably since the early 2000s with locally emerging production houses and ventures with international entities. The Indian VFX market is pegged to be around Rs. 11,400 crore (US\$ 1.38 billion) in 2023, with visual effects alone accounting for Rs. 5,400 crore (US\$ 647 million). Cost efficiency, rich cultural heritage, informed storytelling and the adoption of cutting-edge technologies, such as Artificial Intelligence (AI) and Virtual Reality (VR), are some major factors contributing to the success. These include notable projects such as 'Life of Pi' and 'The Jungle Book', which raised India's profile and attracted Hollywood and foreign outsourcing. With creativity and technical innovation, India will be an integrating force to inspire a new generation of visual artists and storytellers.

### ***Current landscape of the VFX industry in India***

The Indian VFX industry has grown impressively over the last twenty years to emerge as an important player in the global entertainment industry. The FICCI EY Report, released on March 5, 2024, states that the Indian VFX segment had revenue amounting to Rs. 5,400 crore (US\$ 647 million) in 2023, up by 8% from Rs. 5,000 crore (US\$ 599 million) in 2022, recording moderate growth. The fact that this growth was possible shows the resilience and adaptability of the industry, amidst recent global challenges, including the 2023 writers' strike in Hollywood, which caused significant disruptions in film and television production worldwide.

As of October 2024, India is home to over 4,000 VFX studios of various sizes and niches. This suggests that the landscape has matured to house a range from large, established firms to boutique studio offerings in the market. The larger, more established players in the active ecosystem are leading studios such as Prime Focus Limited, Yash Raj Films and Red Chillies VFX. Prime Focus Limited is a global player in VFX with a complete suite of services, including visual effects, stereo conversion and animation for the film and television industry. Yash Raj Films, a leading Indian production company offers high-quality VFX services in tandem with core filmmaking, while Red Chillies VFX has earned several awards for visual effects in some blockbuster films.

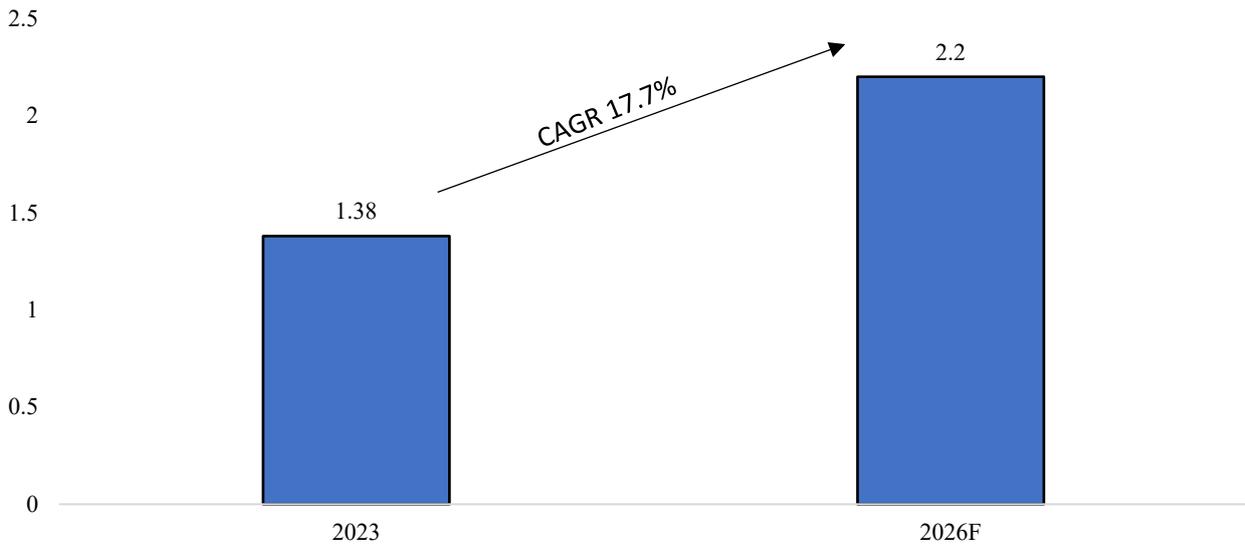
Talent is another critical factor in the growth of the Indian VFX industry. Since most learning institutions started offering training programs in either animation or visual effects, skilled professionals entered the industry at a constant rate. The skills of these individuals are not confined to only conventional VFX techniques but they are also becoming increasingly adept at frontier technologies, such as AI and Machine Learning (ML). With this increasing skillset amongst the artists and technicians, Indian studios can now compete effectively on a global scale.

Talking about notable projects and collaborations, Indian VFX is doing considerably well on domestic and foreign shores. Indian movie hits such as 'Animal', 'Project K', 'Adipurush', and 'Salaar' have been increasingly resorting to VFX, with some productions allocating up to 25% or 30% of the total costs of the projects to visual effects. For example, there are over 4,000 VFX shots in 'Adipurush' and over 600 in 'Salaar'; this depicts an increased usage of visual effects to tell the story. These projects reflect the technical competency of Indian studios as well as hint towards the evolving expectation from the audience for a fine visual experience.

The effect of VFX has also spillover effects in advertising, where the use of computer-generated imagery has become rampant. Advertising agencies are leveraging VFX to create striking campaigns that correspondingly raise brand narratives and consumer engagement. This has contributed an estimated 5% to 10% to the overall VFX revenue, showing that visual effects can be used in various categories beyond traditional film and television. Notable examples include Nike and Jacquemus, who have invoked CGI in their ad campaigns with relative success, fueling demand for VFX services within this area.

## Indian VFX Industry

Market Size in US\$ billion



### *Factors contributing to growth in the Indian VFX industry*

- **Technological advancements**

Advances in technology have been one of the major causes for the growth of this industry in India. Now, studios can deliver top-rated visual effects that tell a story in a visually appealing way. Innovations like cloud-based rendering have made workflows substantially more efficient, allowing for fast and inexpensive production processes. Over 70% of VFX studios now leverage these technologies to facilitate remote collaboration and access powerful computing resources. Furthermore, advancements in motion capture, AI and ML are automating repetitive tasks and improving the realism of animations. For example, the blockbuster film ‘Brahmastra’ featured over 4,500 VFX shots, showcasing the industry's capability to create complex visual experiences that captivate audiences.

- **Government support**

The Government of India has been encouraging growth in the VFX and animation sectors through various initiatives and policy decisions. Setting up the National Centre of Excellence in Animation, Gaming and VFX will target skill development and encourage industry growth. Additionally, there is an incentive scheme from the government on international projects that avail services from India, which reimburses up to 30% on qualified expenditure. In return, it would attract foreign collaborations and develop a competitive lead for India in the global market for VFX. As these incentives are capped at Rs. 150 crore (US\$ 18 million) per year, the proactive consideration of the government is very likely to help develop domestic production capabilities substantially and place India as a global hub in VFX.

- **Global collaborations**

Global collaborations are increasingly raising India's profile in the VFX industry, with local studios now working on high-budget international projects. An estimated 70% of the revenue (according to FICCI-EY report) that Indian VFX studios generate is through international partnerships, which bring them not only financial benefits but also much-needed exposure to global standards. Collaboration with major studios, such as Disney and Warner Bros, enabled Indian artists to contribute to films requiring extensive post-production work. This further cements India's position as a key player in the global VFX landscape, with forecasts of a 15% increase in international collaborations by 2025.

### *Outlook for the VFX industry in India*

The VFX industry in India is set for significant growth over the next five to ten years, fueled by technological advancements, a growing talent pool and rising demand for high-quality visual experiences in cinema, television and gaming. With the global VFX market projected to reach US\$ 30 billion by 2030 from US\$ 15 billion in 2023 (according to market.us), India's creative potential is gaining recognition. Emerging technologies like VR and Augmented Reality (AR) are transforming storytelling, while AI and ML are improving production efficiency. VFX also enhances India's rich cultural narratives, as seen in successful films like ‘Baahubali’ and ‘RRR.’ To fully realize this potential, stakeholders—including the government, educators and industry leaders—must invest in skills, infrastructure, and innovation, ensuring India solidifies its position as a global leader in the VFX sector and continues to enrich its cultural and economic landscape.

(Source: <https://www.ibef.org/blogs/the-rise-of-vfx-industry-in-india>)

## OUR BUSINESS

*Some of the information in this section, including information with respect to our plans and strategies, contain forward-looking statements that involve risks and uncertainties. You should read “Forward-Looking Statements” on page 17 for a discussion of the risks and uncertainties related to those statements and also “Risk Factors”, “Financial Information” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” on pages 39, 158 and 66 respectively, for a discussion of certain factors that may affect our business, financial condition or results of operations. Our actual results may differ materially from those expressed in or implied by these forward-looking statements.*

### OVERVIEW

Our Company was incorporated as a private limited company under the name of “Basilic Fly Studio Private Limited” under the Companies Act, 2013 vide certificate of incorporation dated January 28, 2016, issued by the Registrar of Companies, Chennai, bearing Corporate Identification Number (CIN) U92100TN2016PTC103861. Subsequently, our Company was converted into a Public Limited Company pursuant to the special resolution passed by the Shareholders of our Company on December 29, 2022. Consequent upon conversion of our Company into public limited, the name of company was changed from “Basilic Fly Studio Private Limited” to “Basilic Fly Studio Limited” and a fresh Certificate of Incorporation dated May 19, 2023, was issued by the Registrar of Companies, Chennai. The CIN of the Company changed to U92100TN2016PLC103861. The Equity Shares of our company got listed on EMERGE Platform of National Stock Exchange of India Limited (“NSE EMERGE”) on September 11, 2023. Consequently, the CIN of the company changed to L92100TN2016PLC103861.

Our company is a creative powerhouse delivering visual effects (VFX), animation, and post-production solutions., Our company has rapidly evolved into a major player in the global VFX ecosystem with a strong presence in India, Canada, and the United Kingdom. The Company caters to clients across the entertainment spectrum, including feature films, television series, digital streaming platforms, and commercials.

At our Company, we have established a strong presence in the industry by forging direct partnerships with diverse production houses, as well as collaborating with prominent VFX companies and studios through sub-contracting arrangements. Many VFX companies and studios choose to outsource certain aspects to specialized teams who are equipped with expertise, infrastructure, and technology to manage large-scale VFX projects.

Our passion for creativity, combined with cutting-edge technology and an unwavering focus on excellence, has enabled us to complete over 11,300+ projects across formats and genres. Our company leverages its technological capabilities and skilled workforce to deliver compelling and immersive visual content. As of 31<sup>st</sup> March, 2025, our team of 382 skilled professionals works across modern and well-equipped facilities in India. We have generated major revenue from VFX companies and Studios. Bifurcation of services through directly and sub-contracting basis during the last three years are as follows:

Financial Year	Type of Customer	Nature of Service	Percentage of Revenue
FY 2022-23	Production	Directly	10.39
	Studios	Through Sub Contract	89.61
FY 2023-24	Production	Directly	7.57
	Studios	Through Sub Contract	92.43
FY 2024-25	Production	Directly	8.36
	Studios	Through Sub Contract	91.64

### Visual Effects Workflow and Industry Integration

The VFX lifecycle begins long before cameras roll. In pre-production, directors and VFX supervisors collaborate to define the visual grammar of a project. This phase involves technical planning, asset forecasting, creative design, and simulation testing. Early engagement ensures that every shot requiring visual effects is integrated into the film’s storytelling and production design from the outset.

Once principal photography begins, our on-set teams work closely with cinematographers and directors to capture essential data, camera lensing, lighting references, HDRIs, Lidar scans, witness cameras, and more. These datasets are critical to ensure fidelity between physical footage and digital enhancements. Green screen plates, motion capture sessions, and tracking markers are all captured and documented with precision for seamless downstream use.

Post-production involves highly specialised teams working in parallel tracks across multiple disciplines. These include match moving, layout, 3D asset creation, character rigging, FX simulations, animation, digital matte painting, lighting, rendering, and compositing. Complex VFX sequences are delivered through a deeply iterative process involving dailies,

versioning, cross-department reviews, and directorial feedback loops. This meticulous coordination is supported by robust production tracking systems and artist toolchains designed to scale for feature films, episodic content, and global delivery timelines.

### Strategic Role of Outsourcing in the VFX Ecosystem

In today’s high-output entertainment landscape, production studios, including Disney, Marvel, Paramount, Netflix, and Apple, rely on strategic outsourcing to manage both scale and complexity. Studios like Basilic Fly Studio are selected not just for capacity, but for its technical strengths, artistic quality, data security, and proven pipeline compatibility.

Outsourced work includes key components such as complex fluid and crowd simulations, character animation, digital doubles, environmental builds, and high-end compositing along with preparatory services tasks like Roto, Prep and Tracking.

### Studio Specialisation as a Competitive Advantage

The global VFX market is increasingly defined by studio specialisation. One of Us and Basilic Fly Studio have developed deep proficiency across several technical domains through sustained investment in R&D, proprietary tool development, and artist training. These include design sensibilities with photorealistic environments, detailed character creation and intricate character animation, stylised effects, and simulation-heavy sequences.

This specialisation enables both studios to act as critical contributors to large-scale productions, often in collaboration with multiple vendors across time zones. Studios are evaluated not just on delivery timelines, but on their ability to innovate within technical constraints and preserve creative intent.

Each project follows a rigorous workflow pipeline:

- Shot breakdown and bidding
- Preparatory services of RPM
- Asset creation, Texturing, and rigging
- FX development, fluid & Cloth, and animation passes
- Lighting and rendering
- Compositing and review cycles
- Quality control, colour pipeline integration, and final delivery

### STUDIO WISE REVENUE BREAKUP

Geographical distribution of our revenue during the last 3 years are as under:

Revenue Breakup (₹ in Crores)						
Location	2022-23	% of Revenue	2023-24	% of Revenue	2024-25	% of Revenue
Chennai, India	70.23	89.29	100.30	98.00	59.48	23.00
Pune, India <sup>(1)</sup>	-	-	-	-	-	-
Vancouver, Canada	8.45	10.74	2.37	2.00	4.16	1.00
London, UK	-	-	-	-	141.01	44.00
Paris, UK	-	-	-	-	99.45	31.00

<sup>(1)</sup> Our branch office situated in Pune is the back-end support office for our registered office

### OUR VISION AND MISSION:

<b>VISION</b>	To blaze new trails in the world of visual effects, driving the industry forward with our pioneering spirit, artistic vision, and unwavering commitment to delivering extraordinary visual experiences.	<b>MISSION</b>	To be the vanguard of the VFX world, pioneering the art and science of visual effects with unmatched creativity, technical prowess, and a relentless pursuit of excellence.
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## SERVICES OFFERED BY OUR COMPANY

### *Structured. Scalable. End-to-End.*

Full-spectrum VFX services, supporting international productions from concept to final composite. Our pipeline is optimised for quality control, global collaboration, and efficient throughput, meeting the evolving demands of feature films, series, and streaming platforms.

#### 1. Pre-Production Visual Planning

We engage early in the production lifecycle to align technical feasibility with creative intent.

- Storyboarding: Sequence breakdown and visual continuity planning
- Concept Art: Environment, character, and asset design
- Design Development: Mood boards, look references, and style frames

#### 2. On-Set and Production Integration

We enable seamless data capture and creative alignment during live-action production.

- VFX Supervision: Shot-level planning and technical advisory on set
- Plate & Data Capture: Lens, camera, and HDRI acquisition for post-processing
- Virtual Production Interface: Support for LED wall workflows and camera tracking

#### 3. Preparatory Services

Foundational services to enable downstream production with precision.

- Rotoscopy & Paint: Isolation mattes, wire removal, and cleanup
- Matchmove & Body Tracking: Camera tracking and movement replication
- Layout: Scene setup with camera, proxy assets, and blocking

#### 4. Asset Development

Creating technically sound, high-fidelity digital assets for seamless integration.

- Modelling & Texturing: CG characters, props, and environments
- Surfacing & Lookdev: Material setup for render consistency and visual appeal

#### 5. Simulation & Animation FX

Dynamic effects and animated content grounded in physical realism.

- Rigging & Animation: Skeletal setup and performance-based animation
- FX Simulations: Fluids, fire, destruction, cloth, hair, and creature FX

#### 6. Lighting, Rendering & Compositing

Final shot assembly with focus on fidelity, integration, and delivery readiness.

- Lighting & Rendering: Physically-based rendering using show LUTs and ACES
- Compositing: Layered integration of CG and plates using industry-standard tools

Motion Graphics Enhancements: Main titles, Visual overlays, HUDs, and transitional effects

## KEY VFX TECHNIQUES & TECHNOLOGIES USED BY OUR COMPANY

*Industry-Standard Software | Integrated Workflows | Production-Proven Pipelines*

Our VFX pipeline is powered by a combination of best-in-class commercial software and proprietary toolsets, designed for large-scale, high-resolution film and episodic production. We focus on interoperability, scalability, and creative flexibility — enabling our artists to deliver pixel-perfect shots under tight schedules. The choice of tools is driven by project needs, team familiarity, and integration potential allowing us to deliver high-end visuals reliably, at scale.

### **3D Content Creation & Animation**

- **Autodesk Maya**- Primary DCC used for asset creation, animation, rigging, and scene layout. Integrated with pipeline tools for scalability across character and environment builds.
- **Blender**-Used selectively for look development and lightweight asset creation. Open-source flexibility allows rapid prototyping and integration into custom workflows.
- **ZBrush**- Industry-standard for high-resolution sculpting and displacement generation. Extensively used in creature and character detailing pipelines.
- **Unreal Engine** – Central to our virtual production toolkit. Used for real-time scene assembly, environment creation, previs and techvis.

### Simulation, FX & Procedural Workflows

- **SideFX Houdini**-Core FX platform for procedural simulations including destruction, fluids, pyro, crowd, and cloth. Fully integrated into our caching and rendering pipeline for high-volume production.
- **Houdini Engine**-Enables procedural asset deployment across other DCCs, streamlining scene assembly and look consistency.

### Texturing & Look Development

- **Foundry Mari**-High-resolution texture painting for hero assets. Supports UDIM workflows and custom shader previews.
- **Substance 3D Painter / Designer**-Used for procedural material creation and texture authoring. Integrated with rendering shaders for visual parity in final output.

### Matchmove, Layout & Camera Tracking

- **3DEqualizer** – Industry-leading 3D tracking software, essential for high-precision matchmoving and camera solving. Supports complex lens distortion workflows, survey integration, and multi-pass tracking.
- **Boujou** – An automated camera tracking software known for its ease of use and fast initial solves, often used for previsualization, quick layout tasks, and supplementary matchmove.
- **Mocha Pro (Geo Tracker Module)** – Planar tracking powerhouse with integrated Geo Tracker plugin, enabling 3D object tracking directly from within Mocha.
- **Maya Layout Tools** – Used for refining camera movement, validating matchmove solutions, and setting up layout cameras and proxy geometry. Critical for pre-animation handoffs and editorial continuity.

### Compositing & Finishing

- **Foundry Nuke / NukeX**-Core compositing platform across all projects. Used for plate integration, CG compositing, and final delivery.
- **Silhouette FX (BorisFX)**-Dedicated tool for high-precision rotoscoping and paint tasks. Mocha integration enhances planar tracking and matte refinement.

### Production Management

- **ShotGrid / Jira**-Project management, asset tracking, and review platforms integrated into the production pipeline for real-time feedback and version control.

### Rendering & Lighting

- **Arnold / Redshift / Deadline/ Tractor** -We deploy multiple render engines depending on show requirements, including CPU/GPU optimised solutions for physically accurate lighting and fast turnaround.

## ACES Color Workflow

All projects are managed under a calibrated colour pipeline using ACEScg to ensure consistency across vendors and final grade.

### OUR KEY CHALLENGING PROJECTS

Some of the Projects that we have executed successfully and well recognized by the industry and well appreciated by the viewer are as under:

Sr no.	Name of theMovie	Scope of Work
1.	Mission: Impossible – Final Reckoning Part two (2025)	<ul style="list-style-type: none"> <li>• <b>Mission: Impossible – Final Reckoning:</b> focusing on high-stakes underwater sequences that blended live-action with visual effects. Using rotomation, we aligned stunt performances with Tom Cruise’s movements to ensure realism. Precise tracking stabilized elements in turbulent conditions, while compositing added depth, distortion, and light refraction, creating a fully immersive and visually coherent underwater experience.</li> </ul>
2.	Black Mirror Season 7 (2025)	<ul style="list-style-type: none"> <li>• We worked on the emotional Eulogy sequence in Black Mirror Season 7, blending surreal visuals into a grounded narrative. Through multi-pass compositing, we integrated layered performances and enhanced environmental interaction to maintain realism. Rig cleanup, atmospheric effects, and lighting adjustments helped preserve the scene’s emotional depth while staying true to the show’s distinctive style.</li> </ul>
3.	The Wheel of time Season 3 (2025)	<ul style="list-style-type: none"> <li>• Created and Layered visually striking water separation sequences. Our team created fluid simulations that responded naturally to character interaction and environment. Multi-layered FX passes and particle dynamics brought realistic water displacement, while compositing ensured seamless integration with live-action, maintaining reflections, refractions, and lighting for a grounded magical effect.</li> </ul>
4.	Thug Life (2025)	<ul style="list-style-type: none"> <li>• We focused on the de-aging sequences featuring younger Sakthivel (<b>Kamal Hassan</b>), using precise compositing to reduce age cues while preserving natural expressions. Skin tones were smoothed, wrinkles softened, and facial textures refined. Advanced match-moving and facial retiming kept the altered look in sync with the actor’s performance, ensuring realism across quick cuts and emotional moments.</li> </ul>
5.	Damsel (2025)	<ul style="list-style-type: none"> <li>• We handled end-to-end dragon creature creation, building layered textures, scale patterns, and detailed surface work to give it a lifelike presence. Our team enhanced the creature’s movement and impact with carefully crafted lighting, shadows, and environmental effects. We also developed fire, smoke, and debris simulations for key battle scenes, and used precise tracking to ensure the dragon interacted naturally with its surroundings, adding cinematic scale and depth to the fantasy world.</li> </ul>
6.	Sonic the Hedgehog 3 (2024)	<ul style="list-style-type: none"> <li>• We majorly contributed to the preparatory services for the Twin Jim Carrey sequence, blending two performances into one seamless scene. With precise alignment and timing synchronization, we ensured both characters interacted naturally. Our work included rig cleanup and enhancing physical interactions, maintaining continuity while elevating the scene’s comedic effect.</li> </ul>
7.	Deadpool & Wolverine (2024)	<ul style="list-style-type: none"> <li>• <b>Deadpool &amp; Wolverine:</b> We delivered stylized VFX for the high-octane “100 Deadpools” single-shot sequence. The scene demanded precise character separation and detailed frame cleanups. Despite being a continuous take, it involved numerous creative and technical challenges, with many of our artists contributing to preserve the scene’s energy and humor.</li> </ul>
8.	Pushpa 2: The Rule (2024)	<ul style="list-style-type: none"> <li>• We focused on the intense climax featuring a helicopter, delivering fast-moving aerial visuals with on-ground practical stunts. Our team worked on adding atmospheric elements like dust trails, rotor wash to heighten the realism and energy of the scene. The combined effort helped elevate the tension and scale of the sequence, amplifying the overall cinematic payoff of the final act.</li> </ul>

9.	Beetlejuice Beetlejuice (2024)	<ul style="list-style-type: none"> <li>We worked on the surreal face-morphing mobile sequences, crafting seamless transitions through layered facial distortions synced with device interactions. Our team enhanced character creation by digitally augmenting practical makeup and prosthetics to maintain stylization and continuity. A standout was the black-and-white snake integration, achieved through detailed tracking and environmental blending to bring the creature to life while matching the film's eccentric yet grounded aesthetic.</li> </ul>
10.	John Wick 4 (2023)	<ul style="list-style-type: none"> <li>Our 2D team supported the pub fight sequence with detailed VFX services that played a crucial role in shaping the scene's visual tone. From removing unwanted elements and cleaning up the plate to refining finer details across frames, our efforts helped preserve continuity throughout fast-paced edits and dynamic camera moves. These contributions ensured visual clarity while reinforcing the gritty, grounded atmosphere that defined the intense choreography of the sequence.</li> </ul>
11.	Avatar 2: The Way of Water (2022)	<ul style="list-style-type: none"> <li>We contributed to the preparatory services of Roto and Prep for the tech displays inside the docks and the emotional dead whale sequence, focusing on refining visual elements to fit seamlessly within the world of Pandora. Our work involved enhancing clarity, reducing distractions, and subtly shaping details like waterlines and shadows to support the mood and maintain the immersive quality of the scenes.</li> </ul>

### Our Credo: What Sets us Apart for Our Clients

- 1. Precision Delivery, Every Time**-We understand the stakes. Our integrated pipeline between Global sites ensures timely deliveries, with clearly defined milestones, production transparency, and agile response to change, so our clients stay in control at every stage.
- 2. Uncompromising Quality, Built to Scale**-Whether it's 5 shots or 500, our high-end creative supervision and disciplined production management ensure consistent quality, with the scalability to support both tentpole films and complex episodic work.

### Client Data, Our Confidentiality

We treat client IP with the highest levels of confidentiality. Our security protocols align with global best practices, supported by TPN certification and secure infrastructure across both locations.

### Innovation That Adds Value:

From Robust pipelines to bespoke toolsets and virtual production workflows, we invest in technology that not only improves quality and speed, but also empowers creative decision-making and collaboration

## AWARDS AND RECOGNITION

Basilic Fly Studio has been awarded with below mentioned awards:

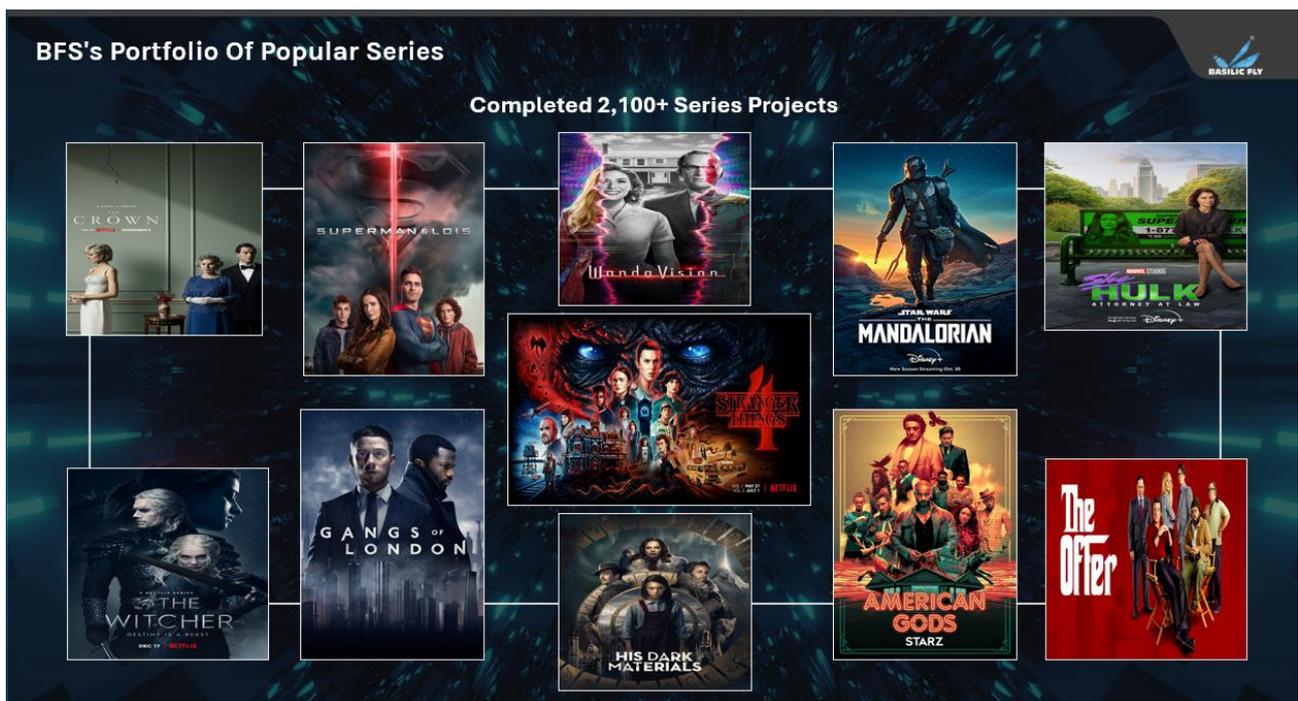
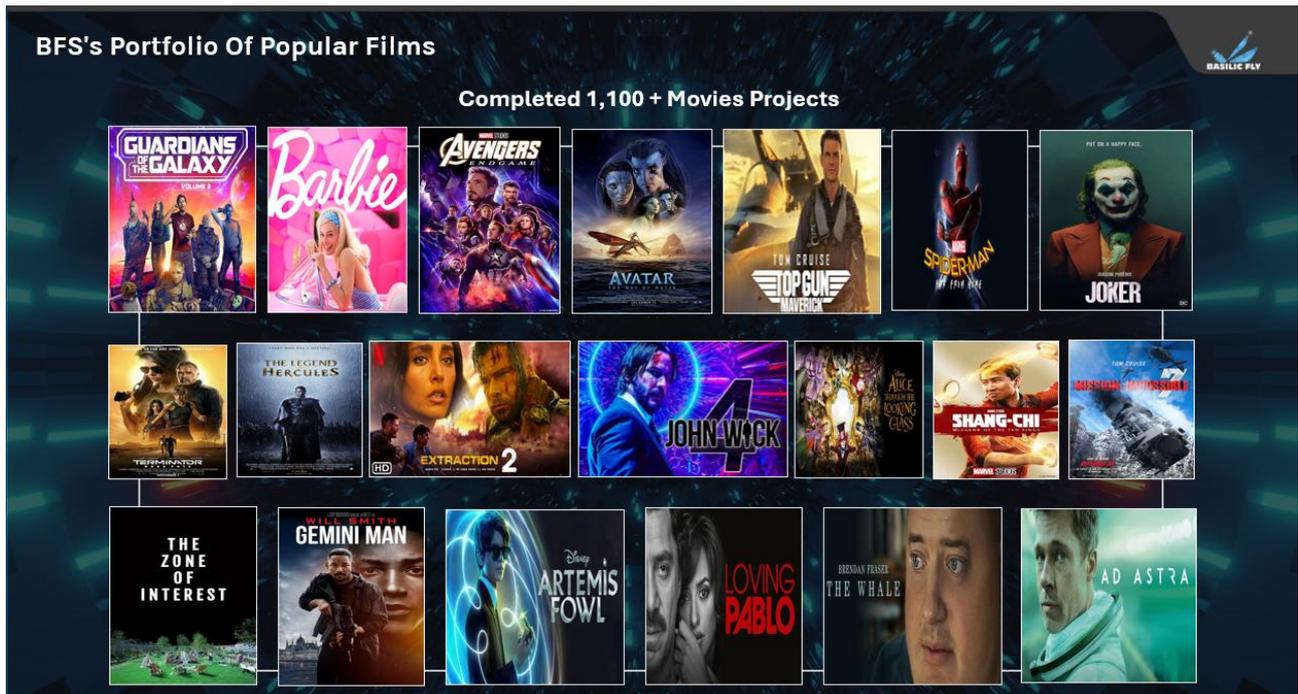
Basilic Fly Studio has been awarded with below mentioned awards:

- Best VFX Shot in Feature Film (International) - Antman Quantum Mania at VAM Awards 2024
- Best VFX Shot in TV Series (International) - Warrior Nun 2 at VAM Awards 2024
- Best VFX TV Series (International) - Warrior Nun 2 at VAM Awards 2024
- Most Prominent Company 2023, (Animation Category) At Nation Wide Awards
- Excellence in VFX and Post Production at the Times Business Awards 2023
- Outlook Business Excellence awards 2023
- Company Of the Year (Creative Media Solution 2022) At India Icons Awards

## WORKS IN SUMMARY:

11,300+ projects in total and 390+ Clients  
Break up as 2100+ series 8100+ Commercials 1100+ Movies

We have completed around more than 1100+ Movie projects and 2100+Series projects, few of the projects that we have executed successfully and well recognised by the industry and well appreciated by the viewer are as under:



## OUR STRATEGIC GROWTH ROADMAP: SCALING CREATIVE EXCELLENCE GLOBALLY

As the global demand for premium visual storytelling accelerates, the role of high-end visual effects has moved from being supportive to absolutely essential. Across film, episodic content, animation, and interactive platforms, VFX now defines audience engagement and immersive world-building. The increasing volume of content from streamers and studios has transformed VFX into a strategic priority, creating an unprecedented opportunity for well-structured, scalable, and creatively distinguished studios.

**One of Us (UK) and Basilic Fly Studio (India)** operate as a unified global force, combining London's pedigree in storytelling and artistic direction with India's production depth, agility, and technical innovation. Together, we deliver full-spectrum VFX services with a single-source workflow that's as seamless as it is scalable.

## Market Momentum & Expansion Strategy

The global VFX industry is projected to grow from **\$26.3 billion in 2021 to \$48.9 billion by 2028** at a **CAGR of 10.9%** (Vantage Market Research). Our integrated delivery model is uniquely positioned to serve this surge, with the ability to rapidly ramp capacity, deploy real-time creative feedback loops, and meet high-volume and high-complexity demands across time zones.

We currently operate in **Chennai, Pune, Vancouver, and London**, with 700+ artists and technologists across disciplines. Expansion plans include:

- **Two new India-based facilities** dedicated to capacity growth and training.
- **Strengthening our North American footprint** to better service studio relationships and tap into emerging creative tech ecosystems.
- **Continued investment** in Advanced tech infrastructure, USD pipeline architecture, real-time production toolsets, ML and AI assisted tools for non-generative optimization, with an emphasis on Unreal Engine pipelines, to lead the future of interactive and hybrid content creation.

## INFORMATION SECURITY & TRUST INFRASTRUCTURE

As custodians of unreleased content from the world's leading studios, **data security is not an add-on, it is a foundational principle**. Our global facilities are **TPN-certified** and adhere to **MPA-aligned security protocols**. Infrastructure across sites includes:

- Encrypted centralised storage systems with fully secured firewall systems and rules.
- Biometric and CCTV-secured access control
- Role-based data segregation
- All access only with MFA integration
- Controlled internet access with regular data security audits

These controls ensure compliance and confidence, whether we're handling blockbuster IP or niche productions.

## PROJECT OVERSIGHT & DELIVERY QUALITY

With 700+ team members across the UK, Canada and India, our dual-studio approach gives us unique control over scale and creative alignment. Our senior VFX supervisors are embedded from pre-production through final delivery, providing:

- On-set supervision and scanning
- Locked-shot pipeline handoffs
- Dedicated QC and scene integrity checks
- Realtime client updates via our proprietary scheduling tools

This ensures that our outputs meet not just client expectations but creative intent of preserving the director's vision without compromise.

## COMPETITIVE EDGE

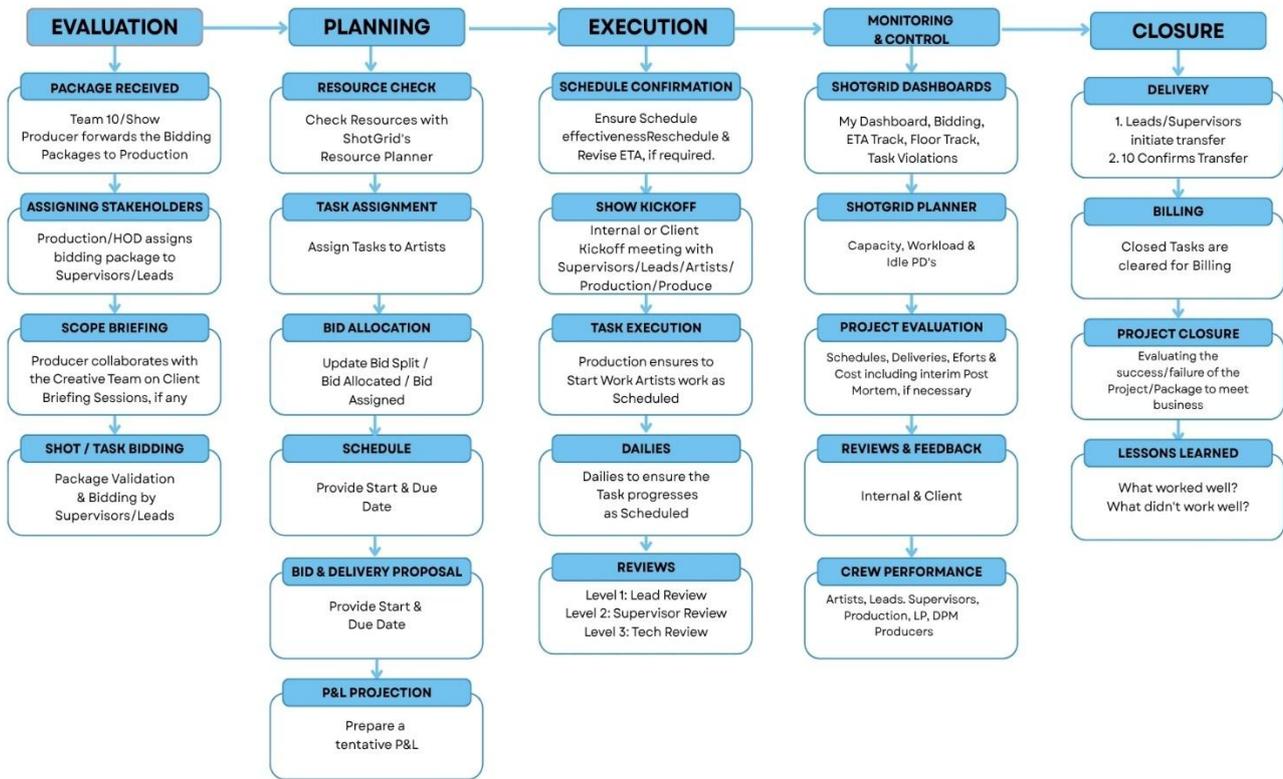
While the market sees intense competition, particularly from mid-sized North American and European players, our hybrid model stands apart. Few studios globally can match our combination of:

1. European creative excellence
2. Indian production scalability
3. Unified technical pipeline
4. Leadership in secure, real-time collaboration

Proven track record across both direct connect to top tier production studios and streamer formats.

## PRODUCTION PROCESS:

Our Company's production process is equipped with latest technologies, equipment and software. Our Company brings the latest modern technology in the project execution so that best of the VFX effect is delivered in the ultimate scene. The production flow chart of the Company is as under:



## SOFTWARE AND EQUIPMENT LIST

We use the most advanced and licensed software available in the industry, continuously upgraded to deliver cutting-edge visual effects. These tools empower our artists to achieve world-class results and are backed by secured access systems and robust infrastructure.

S. No	Software/Tool	Latest (2025)	Version	Software Company	Notes / License Type
1	Nuke (X, Studio, Indie)	v15.0		Foundry	Compositing – Multi-seat license
2	Hiero / HieroPlayer	v15.0		Foundry	Timeline / Review
3	Nuke Render	v15.0		Foundry	Render-only nodes
4	Silhouette	v2024.0		Boris FX	Rotoscoping / Paint
5	Sapphire	v2024.0		Boris FX	VFX Plugin Suite
6	Continuum	v2024.0		Boris FX	VFX Plugin Suite
7	Mocha Pro	v2025		Boris FX	Planar Tracking / Roto
8	Optics	v2024.0		Boris FX	Look Dev / Filters
9	Autodesk Maya	2025		Autodesk	Modeling / Animation

10	ShotGrid	Cloud-based (2025)	Autodesk	Production tracking
11	Houdini FX	v20.5	SideFX	Procedural FX / Simulations
12	Blender	v4.2 LTS	Blender Foundation	Open-source 3D creation
13	Adobe Photoshop	v2025 (CC)	Adobe	Texture / Matte painting
14	Adobe Acrobat Pro	2025	Adobe	Documentation / PDFs
15	Substance 3D Painter & Designer	v2025 Suite	Adobe	Texturing & Material Creation
16	3DEqualizer PRO	v2025	Science-D-Visions	Matchmoving / Camera Tracking
17	KeenTools (FaceBuilder, FaceTracker)	v2025	Keen Tools	Face rigging & tracking
18	Boujou	v5.0	Vicon	3D Matchmoving
19	Mocha GeoTracker	Integrated in Mocha	Boris FX	Geometry-based tracking
20	IBM Aspera Enterprise	High-Speed 100 Mbps	IBM	Data transfer / File sharing
21	Sophos Firewall (XG210 Series)	Firmware MR4 v19.5	Sophos	Endpoint & Perimeter Security
22	Kaspersky Endpoint Security	v12.3.0.150	Kaspersky	Workstation security
23	Okta Identity Management	Okta Workforce 2025	Okta	SSO / Identity Access
24	ActionVFX Element Packs	Custom Packs	ActionVFX	FX Elements: Energy Balls, Blasters, Hits etc.

## HUMAN RESOURCE

Our employees are the key to the success of our business. As on March 31, 2025, we have the total strength of 382 employees in various departments as per the below details:

S. No.	Departments	No. of Employees
1.	Supervisors	12
2.	Production	28
3.	New Projects	1
4.	Marcom	1
5.	Management/ Directors	3
6.	IT and Pipeline support	21
7.	HR	6
8.	HOD's	7
9.	Finance	6
10.	Editorial	1
11.	Digital Compositing	19
12.	Data I/O	6
13.	Creative Operations	3
14.	CG Generalist	8
15.	Admin Support	9
16.	3D Digital Artist	46

17.	2D Digital Artist	205
	<b>TOTAL</b>	<b>382</b>

## FINANCIAL ACHIEVEMENTS OF THE COMPANY

On Consolidated basis:

(₹ in Crores)

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Share Capital	23.24	23.24	17.00
Reserves & Surplus	179.00	99.90	14.67
Net Worth	202.24	123.14	31.67
Total Revenue	306.07	102.67	78.95
PAT	45.60	36.56	27.90

On Standalone basis:

(₹ in Crores)

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Share Capital	23.24	23.24	17.00
Reserves & Surplus	116.35	98.08	13.21
Net Worth	139.59	121.32	30.21
Total Revenue	75.38	103.18	70.51
PAT	18.28	36.21	26.44

## GEOGRAPHICAL WISE REVENUE BREAKUP

Geographical distribution of our revenue during the last 3 years are as under:

On Consolidated basis:

(₹ in Crores)

Country	2024-25		2023-24		2022-23	
	Amount	%	Amount	%	Amount	%
North America	36.88	12.13	42.54	41.41	33.02	41.98
Europe	258.39	84.97	35.11	34.18	30.90	39.28
Australia and New Zealand	1.55	0.51	17.00	16.60	11.24	14.28
Other	7.28	2.39	8.02	7.81	3.51	4.46
<b>Total</b>	<b>304.1</b>	<b>100.00</b>	<b>102.67</b>	<b>100.00</b>	<b>78.67</b>	<b>100.00</b>

## TOP FIVE CUSTOMERS

Our top 5 clients in terms of revenue generated during the last 3 years are as under:

On Consolidated basis:

(₹ in Crores)

Particulars	Amount		
	FY 2024-25	FY 2023-24	FY 2022-23
Revenue from Top 5 Clients	180.16	58.03	32.31

## CORPORATE SOCIAL RESPONSIBILITY

We seek to integrate our business values and operations in an ethical and transparent manner to improve our fulfillment of social responsibilities and environmental and economic practices in an attempt to create a positive impact on the society. We have adopted a 'Corporate Social Responsibility' policy in compliance with the applicable laws. In Fiscal 2025 we have spent ₹ 0.58 Crores as CSR contribution.

## OUR BUSINESS STRATEGY

*Positioning Basilic Fly Studio and One of Us as a Singular, Global Force in Visual Storytelling*

As a combined entity, We are among the significant players in the global VFX industry, merging the best of scale, artistry, and innovation. Together, we offer end-to-end visual effects solutions that support complex, high-end content for feature films, episodics, and streaming platforms worldwide.

Our strategic direction is built on the foundation of deep technical expertise, globally distributed delivery capabilities, and a bold creative vision. We are committed to advancing the craft of VFX while remaining a reliable, forward-looking partner to studios and production companies worldwide.

### **What Sets Us Apart:**

#### **1. Creature Mastery**

With our legacy of photorealistic creature and character work on titles like *Aladdin*, *Damsel*, and *Jurassic World*, we have earned a global reputation for delivering emotionally resonant, anatomically complex digital creatures and digi-doubles. Our pipeline and team are structured specifically to handle the nuance and scale of such work making us a go-to partner for creature-intensive storytelling.

#### **2. Large-Scale Environments**

Our environment teams, spread across the UK and India, specialize in designing vast, immersive worlds with architectural and geological fidelity. From ancient cities to sci-fi vistas, we marry matte painting, procedural generation, and simulation-based tools to build spaces that are both technically precise and narratively rich.

#### **3. Animation that Breathes Life into Pixels**

Our animation division focuses not only on technical polish but also on performance. Whether it's nuanced facial capture for digi-doubles or epic full-body animation for creatures and crowds, we bring cinematic energy and emotion into every frame, helping directors realise their vision at the highest level.

#### **4. Unified Global Pipeline with Seamless Collaboration**

We operate a globally integrated pipeline that ensures real-time project visibility, flexible load balancing, and high-end review workflows across Chennai, London, and beyond. Powered by Shotgrid, Aspera, Okta-secured access, and cloud-enabled platforms, we deliver with precision, without compromising on creative quality.

#### **5. Trusted by Top-Tier Studios for High-Stakes Delivery**

We are privileged to serve as VFX partners to some of the world's leading studios and streaming platforms. Our clients trust us not only for our artistry but for our track record in delivering complex sequences on time, under strict NDAs, with no compromise on security or quality.

### **Our Strategic Priorities:**

#### **1. Positioning as a High-Value, Creative-Technical Powerhouse**

We are actively positioning as a one-stop creative-technical destination for high-stakes productions. Our focus is on earning a seat at the table not just as a vendor, but as a collaborative creative partner who helps shape story, design sequences, and deliver cutting-edge visual storytelling.

#### **2. Expanding Global Operations with Integrated Oversight**

We are building scale responsibly, expanding our physical and virtual studio presence to offer around-the-clock support, multilingual collaboration, and localised client servicing. Simultaneously, we maintain a unified governance model to ensure consistent quality across all touchpoints.

#### **3. Investing in Advanced R&D, Real-Time and Procedural Tools**

From Unreal Engine-based virtual production support to the integration of Houdini, Blender, Mocha Geo Tracker, and AI-assisted workflows, we are investing in future-ready tools and R&D. These technologies allow us to reduce iteration cycles, enable real-time previews, and support data-driven creative decisions.

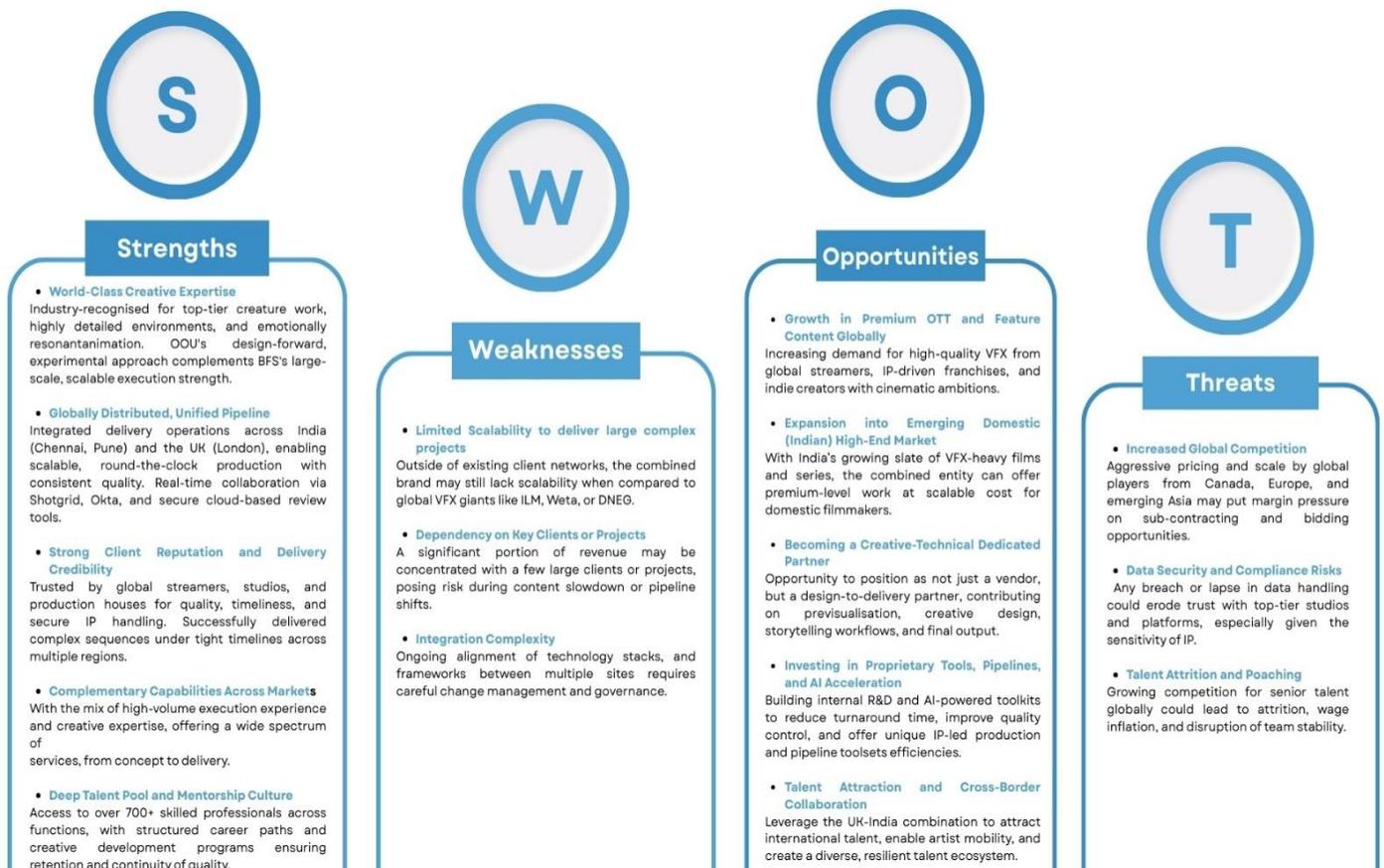
#### 4. Strengthening Data Security and Compliance as a Differentiator

With growing sensitivity around IP security, we have made data confidentiality and cyber resilience core to our brand. Our adoption of Okta for secure access, Fortigate Firewalls, and Content secured workflows helps clients sleep well knowing their content is in safe hands.

#### 5. Nurturing a World-Class Talent Ecosystem

We believe that great VFX is built on great people. Our cross-studio mentorship models, structured career paths, and international talent mobility programs help us attract, grow, and retain the best minds in the industry, creating an inspired and future-proof workforce.

### SWOT ANALYSIS:



### Marketing Strategy

The combined identity is positioned as a high-impact, globally trusted, and creatively elite VFX partner. Our marketing and PR strategy is rooted in precision, reputation-building, and strategic visibility, designed to attract both high-calibre clients and top global talent.

#### 1. Brand Positioning: A Dual Strength Studio

We are defining a unique space in the VFX industry where **artisanal design-first storytelling** meets **high-volume, scalable execution**. This differentiated positioning resonates strongly with both directors and producers who seek:

- Specialist capabilities in **creature animation, digi-doubles, and large-scale photoreal environments**
- An integrated pipeline that supports everything from **creative experimentation to cost-effective, high-volume delivery**

#### 2. Showcase and Credit Strategy

We curate a selective but powerful portfolio narrative

- **Showreels** that blend creative impact with behind-the-scenes technical rigour
- **Digital spotlights** on processes like creature FX, environment builds, and crowd systems
- **Client-approved media visibility** and credit strategies that ensure our work gets recognised at the right forums

### 3. Participation in Global Industry Events

We maintain a strong presence at premier global industry events and conferences, including:

- **SIGGRAPH, FMX, NAB Show, and Annecy**
- Panels, masterclasses, and technical presentations by our supervisors and leads
- Sponsorship and curation of roundtable discussions on next-gen workflows, AI in VFX, and global pipeline challenges

### 4. Relationship-Driven Marketing

Our strongest marketing remains our **reputation**. We deepen this through:

- Dedicated account management for strategic clients
- Executive engagement on key accounts to ensure transparency and alignment
- Hosting **private showcase events, screening nights, and studio walkthroughs** to maintain high-touch engagement

### 5. Culture as an Employer Brand

We showcase our inclusive, global culture to the world as part of our external brand identity:

- Promoting artist spotlight stories, career journeys, and team-led innovation
- Highlighting training programs, mentorship initiatives, and talent exchange across India, UK, and Canada

Collaborating with academic and industry bodies to remain a top-choice employer in the VFX space.

## MARKETING

We have established a strong presence in the industry by forging direct partnerships with diverse production houses, as well as collaborating with prominent VFX companies and studios through sub-contracting arrangements. Many VFX companies and studios choose to outsource certain aspects to specialized teams who are equipped with expertise, infrastructure, and technology to manage large-scale VFX projects. We have generated major revenue from VFX companies and Studios. Our success is due to our strong relationships with producers, production houses, VFX companies, studios, and directors. We have built these relationships through our extensive networks and effective branding strategies. We also maintain regular engagement with our customers to understand their needs and preferences.

Our management team is also a key factor in our success. They are experts in their field and they motivate and inspire our team to achieve great things. They also create an environment that is conducive to development and progress.

## INTELLECTUAL PROPERTY

Our Company has the following trademarks:

SL No.	Original Trademark Name	Registration No./Application No.	Class	Current Status
1		3591613	42	Registered
2		6025338	42	Registered

3		7032982	42	Accepted and advertised
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## INSURANCE

Sr. No.	Insurer	Description of Property Insured	Policy No.	Expiry date	Insured Amount (Rs. In Lakhs)
1	Bajaj Allianz General Insurance Company Limited	Employee Compensation Insurance	OG-26-9906-2802-00000334	26-May-26	As per Employees Compensation Act, 1923
2	Go Digit General Insurance Ltd	Digit Group Total Protect Policy	D221121358	15-Aug-26	34,70,00,000
3	Go Digit General Insurance Limited	Mediclaim-GMC	D174158870	4-Nov-25	3,00,000
4	ICICI Lombard	Directors and Officers Liability Insurance	4025/372229349	03-Dec-25	50,00,00,000
5	IFFCO-TOKIO General Insurance Co. Ltd.	Theft and Burglary	44501225	20-Aug-26	1,60,00,000
6	IFFCO-TOKIO General Insurance Co. Ltd.	Physical loss or damage of property	12975244	20-Aug-26	2,00,00,000

## PROPERTIES

Our company does not own any immovable property in its name. We operate our activities from our registered office and branch office which are on lease, the details of which are given below:

SL. No.	Details of the Deed/Agreement	Details of Property	Purpose	Tenure	Rent (in Rs.)
1	Service Agreement dated 12 <sup>th</sup> March, 2022 between Tablespace Technologies Private Limited and our company	Tower A, KRC Commerzone Mount Poonamallee Road Porur Chennai, TamilNadu - 600116	Registered Office	60 months w.e.f. May 15, 2022	27,10,001 per month plus taxes
2	Lease contract dated 21 <sup>st</sup> October, 2022 between Smartworks Coworking Spaces Private Limited and our company	S NO 83, 16th Floor Smartworks NorthMain Road Near Hard Rock Cafe Pune Maharashtra - 411036	Branch Office	60 months w.e.f. November 01, 2022	16,60,815 per month plus taxes

## BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

### Board of Directors

In accordance with our Articles of Association, unless otherwise determined in a general meeting of the Company and subject to the provisions of the Companies Act, 2013 and other applicable rules, the number of Directors of the Company shall not be less than 3 and not more than 15. As on date of this Placement Document, we have six (6) Directors on our Board, comprising of (3) Executive Directors and three (3) Non- Executive Directors of which Two (2) are Independent Directors and one (1) women director. Our Company is in compliance with the corporate governance norms prescribed under the SEBI Listing Regulations and the Companies Act, 2013, in relation to the composition of our Board and constitution of committees thereof.

Pursuant to the provisions of the Companies Act, 2013, at least two-third of the total number of Directors, excluding the Independent Directors, are liable to retire by rotation, with one-third of such number retiring at each AGM. A retiring Director is eligible for re-election. Further, an Independent Director may be appointed for a maximum of two consecutive terms of up to five consecutive years each. Any re-appointment of Independent Directors shall, inter alia, be on the basis of the performance evaluation report and approved by the shareholders by way of special resolution.

The following table sets forth details of our Board as on the date of this Placement Document:

No.	Name, address, occupation, term, nationality and DIN	Age (years)	Designation
1.	<p><b>Mr. Balakrishnan</b></p> <p><b>Address:</b> Plot No. 47, Radha Avenue 4th Street, Valasaravakkam, Alwarthirunagar, Tiruvallur Tamil Nadu - 600087, India</p> <p><b>Occupation:</b> Business</p> <p><b>Term:</b> 3 years w.e.f. January 01, 2023 till December 31, 2025 and liable to retire by rotation</p> <p><b>Nationality:</b> Indian</p> <p><b>DIN:</b> 06590484</p>	40	Managing Director
2.	<p><b>Ms. Yogalakshmi S</b></p> <p><b>Address:</b> Plot No. 47, Radha Avenue 4th Street, Valasaravakkam, Alwarthirunagar, Tiruvallur Tamil Nadu - 600087, India.</p> <p><b>Occupation:</b> Business</p> <p><b>Term:</b> 3 years w.e.f. January 01, 2023 till December 31, 2025 and liable to retire by rotation</p> <p><b>Nationality:</b> Indian</p> <p><b>DIN:</b> 07323404</p>	35	Whole Time Director
3.	<p><b>Mr. Duraiswami Prabhakar</b></p> <p><b>Address:</b> 06, T G Nagar 36th Street, Nanganallur, Kancheepuram, Tamilnadu- 600061</p> <p><b>Occupation:</b> Self-Employed</p> <p><b>Term:</b> 3 years w.e.f. January 01, 2023 till December 31, 2025 and liable to retire by rotation</p> <p><b>Nationality:</b> Indian</p> <p><b>DIN:</b> 09831080</p>	37	Whole Time Director

4.	<b>Ms. R Thiripurasundari</b> <b>Address:</b> Plot No. 47, Radha Avenue, 4th Street, Valasaravakkam, Alwarthirunagar, Thiruvallur – 600087, Tamil Nadu, India. <b>Occupation:</b> Self-Occupied <b>Term:</b> Liable to retire by rotation <b>Nationality:</b> Indian <b>DIN:</b> 07323583	58	Non- Independent Non- Executive Director
5.	<b>Mr. Vengarai Seshadri Sowrirajan</b> <b>Address:</b> No. 64, Vijaya Rengaa Appartments, west Adaiyavalainjan, Srirangam, Tiruchirappalli, Tamil Nadu - 620006. <b>Occupation:</b> Professional <b>Term:</b> For a period of 5 years w.e.f. January 01, 2023, not liable to retire by rotation <b>Nationality:</b> Indian <b>DIN:</b> 00434044	66	Non- Executive Independent Director -
6.	<b>Mr. Nandhagopal Damodaran</b> <b>Address:</b> Vigneshwar Illam, No. 1/187, Pillayar Koil Street, Manapakkam, Chennai – 600125 <b>Occupation:</b> Independent Professional <b>Term:</b> For a period of 5 years w.e.f. July 07, 2024 <b>Nationality:</b> Indian <b>DIN:</b> 10697520	52	Non- Executive Independent Director -

#### Relationship with other Directors

Sr. No.	Name of the Director	Relationship with other Director
1.	Balakrishnan	Spouse of Yogalakshmi S and Son of R Thiripurasundari
2.	Yogalakshmi S	Spouse of Balakrishnan and Daughter in Law of R Thiripurasundari
3.	R Thiripurasundari	Mother of Balakrishnan and Mother-in-Law of Yogalakshmi S

#### Borrowing powers of the Board:

The Board of Directors are vested with the power to borrow, pursuant to Section 179(3)(d) of Companies Act 2013. No such resolution is passed pursuant to Section 180(1)(c) Companies Act, 2013 and the rules made thereunder since any sum or sums of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), does not exceed the aggregate of the paid-up capital of the Company and free reserve.

#### Shareholding details of our directors:

The following table sets forth details of shareholding of our directors as on the date of this Placement Document:

No.	Name of the Director	Number of fully paid- up Equity Shares held	Percentage
1.	Mr. Balakrishnan	1,05,88,250	45.56
2.	Ms. Yogalakshmi S	33,83,900	14.56
3.	Mr. Duraiswami Prabhakar	-	-
4.	Ms. R Thiripurasundari	-	-
5.	Mr. Vengarai Seshadri Sowrirajan	-	-
6.	Mr. Nandhagopal Damodaran	-	-

#### Sitting Fees/ Remuneration details of our directors

Our Independent Directors and Non-Executive are entitled to receive sitting fees for attending meetings of our Board of Directors or any of its committees and other payments as may be determined by our Board of Directors from time to time.

(₹ in Crores)

Name of the Director	Sitting Fees		
	For Fiscal 2025	For Fiscal 2024	For Fiscal 2023
Vengarai Seshadri Sowrirajan	0.07	0.02	-
Nandhagopal Damodaran#	0.04	-	-
Jitendra Kumar Pal*	0.06	0.03	-
Subramaniam Krishnan**	-	0.01	-
Rajarathinam Thiripurasundari	0.02	0.02	-

# Appointed w.e.f. July 07, 2024

\* Resigned w.e.f. May 12, 2025

\*\* Resigned w.e.f. October 20, 2023

For further details on the related party transactions, with our Directors during the last three Fiscals, see "**Related Party Transactions**" beginning on page 65.

#### Terms of Appointment of our Executive Directors

##### i. Executive Director

<b>Name</b>	<b>Balakrishnan</b>
<b>Designation</b>	Managing Director
<b>Period</b>	January 01, 2023 to December 31, 2025
<b>Date of approval of shareholder</b>	December 29, 2022
<b>Remuneration</b>	Rs.10,00,000/- per month
<b>Perquisite</b>	As per the Rules of the Company

<b>Name</b>	<b>Yogalakshmi S</b>
<b>Designation</b>	Whole Time Director
<b>Period</b>	January 01, 2023 to December 31, 2025
<b>Date of approval of shareholder</b>	December 29, 2022
<b>Remuneration</b>	Rs.7,00,000/- per month
<b>Perquisite</b>	As per the Rules of the Company

<b>Name</b>	<b>Duraiswami Prabhakar</b>
<b>Designation</b>	Whole Time Director
<b>Period</b>	January 01, 2023 to December 31, 2025
<b>Date of approval of shareholder</b>	December 29, 2022
<b>Remuneration</b>	Rs. 2,50,000/- per month
<b>Perquisite</b>	As per the Rules of the Company

The following table set forth the compensation paid by our Company to the Executive Director for Fiscals 2025, 2024 and 2023:

(Rs. In Crores)

Name of the Executive Directors	For Fiscal 2025	For Fiscal 2024	For Fiscal 2023
Balakrishnan	1.20	1.20	0.66
Yogalakshmi S	0.84	0.84	0.48
Duraiswami Prabhakar	0.25	0.30	0.21

## ii. Non-Executive Director

Non-Executive Non-Independent Directors and Independent Directors are not entitled to any remuneration except sitting fees for attending meetings of the Board, or of any committee of the Board. They are entitled to a sitting fee for attending the meeting of the Board and the Committee thereof respectively.

## KEY MANAGERIAL PERSONNEL

The Key Managerial Personnel are permanent employees of our Company. In addition to the Chairman and Managing Directors the details of our other Key Managerial Personnel in terms of the Companies Act and the SEBI ICDR Regulations as on the date of this Placement Document are set forth below:

<b>Name</b>	<b>Mr. Gaurav Mehra</b>
<b>Date of Appointment</b>	October 15, 2024
<b>Designation</b>	Chief Financial Officer
<b>Remuneration</b>	Rs.48,55,314/- for Fiscal 2025

<b>Name</b>	<b>Ms. Swati Sharma</b>
<b>Date of Appointment</b>	July 05, 2024
<b>Designation</b>	Company Secretary & Compliance Officer
<b>Remuneration</b>	Rs 9,11,652/- for Fiscal 2025

### Shareholding of our Key Managerial Personnel

No.	Name of the Key Managerial Personnel	Number of fully paid-up Equity Shares held	Percentage
1	Balakrishnan	1,05,88,250	45.56
2	Yogalakshmi S	33,83,900	14.56
3	Duraiswami Prabhakar	-	-
4	Gaurav Mehra	-	-
5	Swati Sharma	-	-

### Interest of our Directors and Key Managerial Personnel

All of our Directors may be deemed to be interested to the extent of fees payable to them (if any) for attending meetings of the Board or a committee thereof as well as to the extent of remuneration payable to them for their services as Directors of our Company and reimbursement of expenses as well as to the extent of commission and other remuneration, if any, payable to them under our Articles of Association. Some of the Directors may be deemed to be interested to the extent of consideration received/paid or any loans or advances provided to any bodies corporate including companies and firms, and trusts, in which they are interested as directors, members, partners or trustees.

All our Directors may also be deemed to be interested to the extent of Equity Shares, if any, already held by them or their relatives in our Company, or that may be subscribed for and allotted to our non-promoter Directors, out of the present Issue and also to the extent of any dividend payable to them and other distribution in respect of the said Equity Shares.

The Directors may also be regarded as interested in the Equity Shares, if any, held or that may be subscribed by and allocated to the companies, firms and trusts, if any, in which they are interested as directors, members, partners, and/or trustees.

Our directors may also be regarded interested to the extent of dividend payable to them and other distribution in respect of the Equity Shares, if any, held by them or by the companies/firms/ventures promoted by them or that may be subscribed by or allotted to them and the companies, firms, in which they are interested as Directors, members, partners and promoters, pursuant to this Issue. All our directors may be deemed to be interested in the contracts, agreements/arrangements entered into or to be entered into by the Company with either the Directors himself, other company in which they hold directorship or any partnership firm in which they are partners, as declared in their respective declarations.

The Key Managerial Personnel of our Company do not have any interest in our Company other than to the extent of the remuneration or benefits to which they are entitled to as per their terms of appointment and reimbursement of expenses incurred by them and to the extent of the Equity Shares held by them or their dependents in our Company, if any, any dividend payable to them.

Other than as disclosed in this Placement Document, there are no outstanding transactions other than in the ordinary course of business undertaken by our Company, in which the Directors are interested. Except as mentioned in the chapter titled “*Financial Statement*” on page no.158 our company has not availed of any loans from, nor extended any loans to our directors, which are outstanding.

For further details on the related party transactions, with our Directors during the last three Fiscals, see “*Related Party Transactions*” beginning on page 158 of this Placement Document.

Our Directors have no interest in the promotion of our Company as on the date of this Placement Document except the directors who are also the promoters of the company.

Our Company does not have any bonus or profit-sharing plan with its Directors.

### Corporate governance

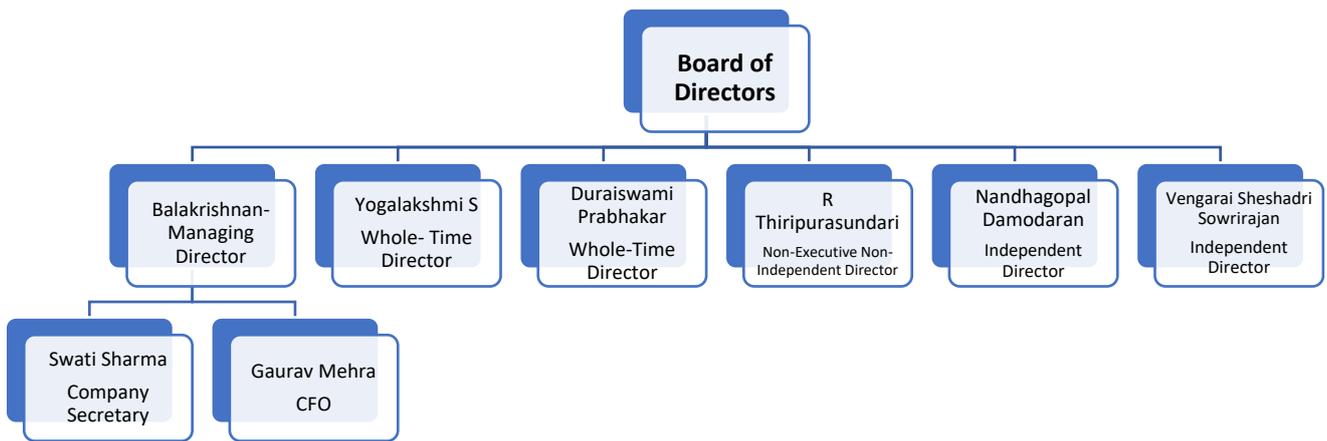
Our Company is in compliance with the corporate governance requirements including the constitution of Board and Committees thereof, as prescribed under the Companies Act and SEBI Listing Regulations.

### Committees of the Board of Directors

The Board of Directors have constituted committees, which function in accordance with the relevant provisions of the Companies Act and the SEBI Listing Regulations. The following table sets forth the members of the aforesaid committees as of the date of this Placement Document:

Name of the Committee	Members
Audit Committee	<ul style="list-style-type: none"> <li>• Mr. Nandhagopal Damodaran (Chairperson)</li> <li>• Mr. Vengarai Seshadri Sowrirajan</li> <li>• Mr. Balakrishnan</li> </ul>
Nomination and Remuneration Committee	<ul style="list-style-type: none"> <li>• Mr. Nandhagopal Damodaran (Chairperson)</li> <li>• Mr. Vengarai Seshadri Sowrirajan</li> <li>• Ms. R Thiripurasundari</li> </ul>
Stakeholders’ Relationship Committee	<ul style="list-style-type: none"> <li>• Mr. Vengarai Seshadri Sowrirajan (Chairperson)</li> <li>• Mr. Nandhagopal Damodaran</li> <li>• Mr. Balakrishnan</li> </ul>
Corporate Social Responsibility Committee	<ul style="list-style-type: none"> <li>• Mr. Vengarai Seshadri Sowrirajan (Chairperson)</li> <li>• Mr. Nandhagopal Damodaran</li> <li>• Mr. Balakrishnan</li> <li>• Ms. Yogalakshmi S</li> <li>• Mr. Duraiswami Prabhakaran</li> </ul>
Risk Management Committee	<ul style="list-style-type: none"> <li>• Mr. Nandhagopal Damodaran (Chairperson)</li> <li>• Mr. Vengarai Seshadri Sowrirajan</li> <li>• Mr. Balakrishnan</li> <li>• Ms. Yogalakshmi S</li> </ul>

### Management Organization Structure



### Other Confirmations

None of the Directors or Promoters or Key Managerial Personnel of our Company has any financial or other material interest in the Issue.

Neither our Company, nor any of our Directors or Promoters has been declared as a Willful Defaulter in the last ten years by any bank or financial institution or consortium thereof.

None of the Directors or the companies with which they are or were associated as promoters, directors are debarred from accessing the capital markets under any order or direction passed by the SEBI or any other governmental authority. Neither our Company, nor our Promoters or the companies with which our Promoters is or has been associated with a promoter or a person in control have been debarred from accessing capital markets under any order or direction passed by SEBI or any other governmental authority.

None of our Directors or Promoters has been declared as a Fugitive Economic Offender.

None of our Directors, Promoters or Key Managerial Personnel of our Company intends to subscribe to the Issue.

### Policy on disclosures and internal procedure for prevention of insider trading

SEBI Insider Trading Regulations applies to us and our employees and requires us to formulate and implement a code of practices and procedures for fair disclosure of unpublished price sensitive information and a code of conduct to regulate, monitor and report trading by designated persons. Our Company is in compliance with the same and has implemented an insider trading code of conduct for prevention of insider trading in accordance with the SEBI Insider Trading Regulations, in terms of which, Company Secretary, acts as the Compliance Officer of our Company under the aforesaid code of conduct for the prevention of insider trading.

## ORGANISATIONAL STRUCTURE OF OUR COMPANY

### Corporate History

Our Company was originally incorporated on January 28, 2016 as a Private Limited Company as “Basilic Fly Studio Private Limited” under the provisions of the Companies Act, 2013 with the Registrar of Companies, Chennai. Subsequently, pursuant to a special resolution of our Shareholders passed in the Extraordinary General Meeting held on December 29, 2022, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to ‘Basilic Fly Studio Limited’ and a Fresh Certificate of Incorporation consequent to Conversion was issued on May 19, 2023 by the Registrar of Companies, Chennai. The Corporate Identification Number of our Company is L92100TN2016PLC103861.

The registered office of our Company is located at Tower A, KRC Commerzone, Mount Poonamallee Road, Porur Chennai Tamil Nadu 600116 India.

Our Equity Shares are listed on NSE Emerge Platform since September 11, 2023.

### Organizational Structure

As of the date of this Placement Document, we have two Overseas Subsidiaries namely and one Step Down Subsidiary:

- **Overseas Subsidiary**
  1. Basilic Fly Studio UK Private Limited (Wholly Owned)
  2. Basilic Fly Studio Canada Limited
  
- **Step Down Subsidiary**
  1. One of Us Limited

### Details of Subsidiaries:

Sr. No.	Name of Subsidiary	Registered Address
1.	Basilic Fly Studio UK Private Limited	Runway East Aldgate East, 2 Whitechapel Road, London, United Kingdom, E1 1EW
2.	Basilic Fly Studio Canada Limited	1010 - 1030, West Georgia Street, Vancouver, BC V6E 2Y3

### Details of Step-Down Subsidiary:

Sr. No.	Name of Step-Down Subsidiary	Registered Address
1.	One of Us Limited*	16 abernacle Street, London, England, EC2A 4DD

\* Basilic Fly Studio UK Private Limited holds 70% of total shares in One of Us Limited

For further details, see “*Definitions and Abbreviations*” and “*Financial Statements*” on pages 22 and 158 respectively.









## ISSUE PROCEDURE

*The following is a summary intended to present a general outline of the procedure relating to the Bidding, application, payment of Application Amount, Allocation and Allotment of Equity Shares. The procedure followed in the Issue may differ from the one mentioned below and the investors are assumed to have apprised themselves of any restrictions or limitations that may be applicable to them and are required to consult their respective advisors in this regard. Bidders that apply in the issue will be required to confirm and will be deemed to have represented to our Company, the BRLM and their respective directors, officers, agents, affiliate and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire the Equity Shares. Also see "Selling Restrictions" and "Transfer Restrictions" beginning on page 137 and 137 respectively.*

*Our Company, the BRLM and their respective directors, officers, agents, advisors, shareholders, employees, counsel, affiliates and representatives are not liable for any amendment or modification or change to applicable laws or regulations, which may occur after the date of this Placement Document. Eligible QIBs are advised to make their independent investigations and satisfy themselves that they are eligible to apply. Eligible QIBs are advised to ensure that any single Bid from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in this Placement Document. Further, Eligible QIBs are required to satisfy themselves that their Bids would not result in triggering an open offer under the SEBI Takeover Regulations and shall be solely responsible for compliance with all the applicable provisions of the SEBI Takeover Regulations, the SEBI Insider Trading Regulations, and other applicable laws.*

### Qualified Institutions Placement

#### **THE ISSUE IS MEANT ONLY FOR ELIGIBLE QIBs ON A PRIVATE PLACEMENT BASIS AND IS NOT AN OFFER TO THE PUBLIC OR TO ANY OTHER CLASS OF INVESTORS.**

This Placement Document has not been, and will not be, filed as a prospectus with the RoC and, no Equity Shares will be offered in India or overseas to the public or any members of the public or any other class of investors, other than Eligible QIBs.

The Issue is being made to Eligible QIBs in reliance upon Chapter VI of the SEBI ICDR Regulations and Section 42 and other applicable provisions of the Companies Act and rules thereunder, through the mechanism of a QIP. Under Chapter VI of the SEBI ICDR Regulations and Section 42 of the Companies Act read with Rule 14 of the PAS Rules and other applicable provisions of the Companies Act, our Company, being a listed company in India may issue eligible securities to Eligible QIBs provided that certain conditions are met by such Company. Some of these conditions are set out below:

- the shareholders of the issuer have passed a special resolution approving such QIP. Such special resolution must *inter alia* specify that, (a) the allotment of securities is proposed to be made pursuant to the QIP; and (b) the relevant date for the QIP;
- the explanatory statement to the notice to the shareholders for convening the general meeting must disclose, among other things, the particulars of the issue including the date of passing the board resolution, the kind of securities being offered, amount which the company intends to raise by way of such securities and the material terms of raising such securities, proposed issue schedule, the purpose or objects of offer, the contribution made by the promoters or directors either as part of the offer or separately in furtherance of the objects, and the basis or justification for the price (including premium, if any) at which the offer or invitation is being made;
- under Regulation 172(1)(b) of the SEBI ICDR Regulations, the equity shares of the same class of such issuer, which are proposed to be allotted through the QIP, are listed on a recognised stock exchange in India having nation-wide trading terminals for a period of at least one year prior to the date of issuance of notice to its shareholders for convening the meeting to seek approval of the shareholders for the abovementioned special resolution;
- invitation to apply in the QIP must be made through a private placement offer-cum-application form serially numbered and addressed specifically to the Eligible QIBs to whom the QIP is made either in writing or in electronic mode, within 30 days of recording the name of such person in accordance with applicable law; the Issuer shall have completed allotments with respect to any earlier offer or invitation made by the Issuer or shall have withdrawn or abandoned such invitation or offer made by the Issuer, except as permitted under the Companies Act;
- the issuer shall not make any subsequent QIP until the expiry of two weeks from the date of the previous QIP;

- an offer to Eligible QIBs will not be subject to a limit of 200 persons. Prior to circulating the private placement offer-cum-application (i.e., this Placement Document), the issuer shall prepare and record a list of Eligible QIBs to whom the Issue will be made. The QIP must be made only to such Eligible QIBs whose names are recorded by the issuer prior to the invitation to subscribe;
- the offering of securities by issue of public advertisements or utilisation of any media, marketing or distribution channels or agents to inform the public about the QIP is prohibited;
- In accordance with the SEBI ICDR Regulations, securities will be issued and allotment shall be made only in dematerialized form to the allottees;
- the promoter and directors of the issuer are not Fugitive Economic Offenders under section 12 of the Fugitive Economic Offenders Act, 2018, as amended;
- the promoter and directors of the issuer are not Wilful defaulters;
- the promoter and directors of the issuer are not Fraudulent Borrower.

At least 10% of the equity shares issued to Eligible QIBs shall be available for Allocation to Mutual Funds, provided that, if this portion, or any part thereof to be allotted to Mutual Funds remains unsubscribed, it may be allotted to other Eligible QIBs.

Bidders are not allowed to withdraw or revise downwards their Bids after the Bid/ Issue Closing Date.

Additionally, there is a minimum pricing requirement under the SEBI ICDR Regulations. The floor price of the equity shares issued under the QIP shall not be less than the average of the weekly high and low of the closing prices of the issuer's equity shares of the same class quoted on the stock exchanges during the two weeks preceding the relevant date as calculated in accordance with Chapter VI of the SEBI ICDR Regulations. However, a discount of up to 5% of the floor price is permitted in accordance with the provisions of the SEBI ICDR Regulations. Our Board through its resolution dated July 12, 2025, and our Shareholders through a special resolution on August 9, 2025, have authorised our Board to decide the quantum of discount up to 5% of the Floor Price at the time of determination of the Issue Price.

The Issue Price shall be subject to appropriate adjustments, if our Company makes any alteration to its share capital as mentioned in Regulation 176 (4) of the SEBI ICDR Regulations.

The "relevant date" mentioned above in case of allotment of equity shares, refers to the date of the meeting in which the board of directors or the committee of directors duly authorised by the board of the issuer decides to open the proposed issue and "stock exchange" means any of the recognised stock exchanges in India on which the equity shares of the issuer of the same class are listed and on which the highest trading volume in such shares has been recorded during the two weeks immediately preceding the relevant date.

The securities must be allotted within 365 days from the date of the shareholders' resolution approving the QIP in one or tranches and also within 60 days from the date of receipt of Application Amount from the successful Eligible QIBs. For details of Allotment, see "Pricing and Allocation – Designated Date and Allotment of Equity Shares" below.

The Equity Shares issued pursuant to the Issue must be issued on the basis of the Preliminary Placement Document and this Placement Document that shall contain all material information including the information specified in Schedule VII of the SEBI ICDR Regulations and the requirements prescribed under PAS Rules and Form PAS-4. The Preliminary Placement Document and this Placement Document are private documents provided to only select Eligible QIBs through serially numbered copies and are required to be placed on the website of the concerned Stock Exchanges and of our Company with a disclaimer to the effect that it is in connection with an issue to Eligible QIBs and no offer is being made to the public or to any other category of investors. Please note that if you do not receive a serially numbered copy of the Preliminary Placement Document addressed to you, you may not rely on the Preliminary Placement Document or Placement Document uploaded on the website of the Stock Exchanges or our Company for making an application to subscribe to Equity Shares pursuant to the Issue.

The minimum number of allottees for each QIP shall not be less than:

- two, where the issue size is less than or equal to ₹25,000 Lakhs; and
- five, where the issue size is greater than ₹25,000 Lakhs.

No single Allottee shall be Allotted more than 50% of the Issue Size. Eligible QIBs that belong to the same group or that are under common control shall be deemed to be a single Allottee for the purpose of the Issue. For details of what constitutes "same group" or "common control", see "*Application Form – Bid Process*" beginning on the page 164.

Equity Shares being Allotted pursuant to the Issue shall not be sold for a period of one year from the date of Allotment, except on the floor of a recognised stock exchange.

Our Company has filed the Preliminary Placement Document with NSE Emerge. Our Company has received in-principle approvals from the NSE under Regulation 28(1)(a) of the SEBI Listing Regulations for the listing of the Equity Shares on the NSE EMERGE on September 8, 2025.

We shall also make the requisite filings with the RoC within the stipulated period as required under the Companies Act and the PAS Rules.

The Issue has been authorised and approved by our Board on July 12, 2025 and our Shareholders through a special resolution passed at the EGM on August 9, 2025.

**Allotments made to VCFs and AIFs in the Issue are subject to the rules and regulations that are applicable to each of them respectively, including in relation to lock-in requirement. VCFs and AIFs should independently consult their own counsel and advisors as to investment in and related matters concerning the Issue.**

**The Equity Shares offered hereby have not been and will not be registered under the U.S. Securities Act or the securities laws of any state of the United States, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares offered in this Issue are being offered and sold outside the United States in "offshore transactions" as defined in, and in reliance on Regulation S and the applicable laws of the jurisdiction where those offers and sales are made.**

**The Equity Shares issued pursuant to this Issue have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold. And Bids may not be made by persons in any such jurisdictions, except in compliance with the applicable laws of such jurisdiction.**

#### **Issue Procedure**

1. On Bid / Issue Opening Date, our Company in consultation with the BRLM shall circulate serially numbered copies of the Preliminary Placement Document and the serially numbered Application Form, either in electronic or physical form to Eligible QIBs and the Application Form will be specifically addressed to such Eligible QIBs. In terms of Section 42(3) of the Companies Act, our Company shall maintain complete records of such Eligible QIBs in the form and manner prescribed under the PAS Rules, to whom the Preliminary Placement Document and the serially numbered Application Form have been dispatched or circulated, as the case may be. Our Company will make the requisite filings with RoC within the stipulated time period as required under the Companies Act.
2. The list of QIBs to whom the Application Form is delivered shall be determined by our Company in consultation with the BRLM. Unless a serially numbered Preliminary Placement Document along with the serially numbered Application Form, which includes the details of the bank account wherein the Application Amount is to be deposited, is addressed to a particular Eligible QIB, no invitation to subscribe shall be deemed to have been made to such Eligible QIB. Even if such documentation were to come into the possession of any person other than the intended recipient, no offer or invitation to offer shall be deemed to have been made to such person and any application that does not comply with this requirement shall be treated as invalid. The Application Form may be signed physically or digitally, if required under applicable law in the relevant jurisdiction applicable to each Eligible QIB and as permitted under such applicable law. An Eligible QIB may submit an unsigned copy of the Application Form, as long as the Application Amount is paid along with submission of the Application Form within the Bid/Issue Period. Once a duly filled Application Form is submitted by an Eligible QIB, whether signed or not, and the Application Amount has been transferred to the Escrow Account, such Application Form constitutes an irrevocable offer and cannot be withdrawn or revised downwards after the Bid/Issue Closing Date. In case Bids are being made on behalf of the Eligible QIB and this Application Form is unsigned, it shall be assumed that the person submitting the Application Form and providing necessary instructions for transfer of the Application Amount to the Escrow Account, on behalf of the Eligible QIB is authorised to do so.
3. Eligible QIBs may submit an Application Form, including any revisions thereof, along with the Application Amount transferred to the Escrow Account specified in the Application Form and a copy of the PAN card or PAN allotment letter and/or any other documents mentioned in the Application Form, during the Bid/ Issue Period to the BRLM.

4. Eligible QIBs must note that since our Company is listed on the SME platform of National Stock Exchange i.e. NSE Emerge, our Equity Shares are traded in Lot Size. The present Lot Size is 300 Equity Shares and thus the QIBs will be required to make application in Minimum Application Lot Size i.e. of applications for 300 Equity Shares and in multiples of 300 Equity Shares thereafter.
5. Bidders will be required to indicate the following in the Application Form:
  - full official name of the Bidder to whom Equity Shares are to be Allotted, complete address, email id, PAN details (if applicable), phone number and bank account details;
  - number of Equity Shares Bid for/Application size;
  - price at which they are agreeable to subscribe to the Equity Shares and the aggregate Application Amount for the number of Equity Shares Bid for;
  - an undertaking that they will deliver an offshore transaction letter to our Company prior to any sale of Equity Shares confirming that they will not re-offer, re-sell, pledge or otherwise transfer the Equity Shares, except in an offshore transaction on a recognized Indian stock exchange in compliance with Regulation S under the Securities Act;
  - details of the beneficiary account maintained by the Depository Participant to which the Equity Shares should be credited pursuant to the Issue;
  - equity shares held by the Bidder in our Company prior to the Issue; and
  - a representation that it is outside the United States and it has agreed to certain other representations set forth in the *Transfer Restrictions*" on page 137 and certain other representations made the Application Form.

**NOTE:** Eligible FPIs are required to indicate their SEBI FPI registration number in the Application Form. The Bids made by the asset management companies or custodian of Mutual Funds shall specifically state the names of the concerned schemes for which the Bids are made. In case of a Mutual Fund, a separate Bid can be made in respect of each scheme of the Mutual Fund registered with SEBI and such Bids in respect of more than one scheme of the Mutual Fund will not be treated as multiple Bids provided that the Bids clearly indicate the scheme for which the Bid has been made. Application by various schemes or funds of a Mutual Fund will be treated as one application from the Mutual Fund. Bidders are advised to ensure that any single Bid from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable laws.

6. Eligible QIBs shall be required to make the entire payment of the Application Amount for the Equity Shares Bid for, along with the Application Form, only through electronic transfer to the Escrow Account opened in the name of "**BASILIC FLY STUDIO LIMITED QIP ESCROW ACCOUNT**" with the Escrow Agent, within the Bid/Issue Period as specified in the Application Form sent to the respective Bidders. Please note that any payment of Application Amount for the Equity Shares shall be made from the bank accounts of the relevant Bidders and our Company shall keep a record of the bank account from where such payment has been received. No payment shall be made in the Issue by the Bidders in cash. Application Amount payable on Equity Shares to be held by joint holders shall be paid from the bank account of the person whose name appears first in the Application Form. Until Allotment, and the filing of return of Allotment by our Company with the RoC, or receipt of final listing and trading approvals from the Stock Exchange, whichever is later, Application Amount received for subscription of the Equity Shares shall be kept by our Company in a separate bank account with a scheduled bank and shall be utilised only for the purposes permitted under the Companies Act. Notwithstanding the above, in the event (a) any Bidder is not allocated Equity Shares in the Issue, (b) the number of Equity Shares Allotted to a Bidder is lower than the number of Equity Shares applied for through the Application Form and towards which Application Amount has been paid by such Bidder, (c) the Application Amount has been arrived at using an indicative price higher than the Issue Price, or (d) any Eligible QIB lowers or withdraws their Bid after submission of the Application Form but on or prior to the Issue Closing Date, the excess Application Amount will be refunded to the same bank account from which it was remitted, in the form and manner set out in "*Refunds*"
7. Once a duly completed Application Form is submitted by a Bidder and the Application Amount is transferred to the Escrow Account, such application constitutes an irrevocable offer and the Bid cannot be withdrawn or revised downwards after the Bid/ Issue Closing Date. In case of an upward revision before the Bid/ Issue Closing Date, an additional amount shall be required to be deposited towards the Application Amount in the Escrow Account along with the submission of such revised Bid. In case of Bids being made on behalf of the Eligible QIB where the Application Form is unsigned, it shall be assumed that the person submitting the Application Form and providing necessary instructions for transfer of the Application Amount to the Escrow Account, on behalf of the Eligible QIB is authorised to do so. The Bid/ Issue Closing Date shall be notified to the Stock Exchange and the Eligible QIBs shall be deemed to have been given notice of such date after receipt of the Application Form.
8. The Eligible QIBs acknowledge that in accordance with the requirements of the Companies Act, upon Allocation, our Company will be required to disclose the names of proposed Allottees and the percentage of their post Issue

shareholding in the Placement Document and consents to such disclosure, if any Equity Shares are allocated to it.

9. The Bids made by asset management companies or custodians of Mutual Funds shall specifically state the names of the concerned schemes for which the Bids are made. In case of a Mutual Fund, a separate Bid can be made in respect of each scheme of the Mutual Fund registered with SEBI.
10. Upon receipt of the duly completed Application Form, whether signed or not and the Application Amount in the Escrow Account, on or after the Bid/ Issue Closing Date, our Company shall, in consultation with BRLM determine the final terms, including the Issue Price of the Equity Shares to be issued pursuant to the Issue and Allocation. Upon such determination, the BRLM, on behalf of our Company, will send the serially numbered CAN and the Placement Document to the Successful Bidders. The dispatch of a CAN, and the Placement Document (when dispatched) to a Successful Bidder shall be deemed a valid, binding and irrevocable contract for the Successful Bidders to subscribe to the Equity Shares Allocated to such Successful Bidders at an aggregate price equivalent to the product of the Issue Price and Equity Shares Allocated to such Successful Bidders. The CAN shall contain details such as the number of Equity Shares Allocated to the Successful Bidders, Issue Price and the aggregate amount received towards the Equity Shares Allocated. In case of Bids being made on behalf of the Eligible QIB where the Application Form is unsigned, it shall be assumed that the person submitting the Application Form and providing necessary instructions for transfer of the Application Amount to the Escrow Account, on behalf of the Eligible QIB is authorised to do so. The Issue Closing Date shall be notified to the Stock Exchange and the Eligible QIBs shall be deemed to have been given notice of such date after receipt of the Application Form. Please note that the Allocation will be at the absolute discretion of our Company and shall be in consultation with the BRLM.
11. The Bidder acknowledges that in terms of the requirements of the Companies Act, 2013, upon allocation, our company will be required to disclose the names of the Proposed allottees and the percentage of their post-issue shareholding in the placement document and consent to such disclosure, if any Equity Shares are allocated to it.
12. Upon determination of the Issue Price and before Allotment of Equity Shares to the Successful Bidders, the BRLM, shall, on our behalf, send a serially numbered Placement Document either in electronic form or through physical delivery to each of the Successful Bidders who have been Allocated Equity Shares pursuant to dispatch of a serially numbered CAN.
13. Upon dispatch of the serially numbered Placement Document, our Company shall Allot Equity Shares as per the details in the CANs sent to the Successful Bidders. Our Company will inform the Stock Exchange of the details of the Allotment.
14. After passing the resolution passed by the Board or its committee approving the Allotment and prior to crediting the Equity Shares into the beneficiary account of the Successful Bidders maintained by the Depository Participant, as specified in the records of the depositories or as indicated in their respective Application Form, our Company shall apply to the Stock Exchange for listing approvals in respect of the Equity Shares Allotted pursuant to the Issue.
15. After receipt of the listing approvals of the Stock Exchange, our Company shall credit the Equity Shares Allotted pursuant to this Issue into the beneficiary accounts of the respective Allottees.
16. Our Company will then apply for the final trading approvals from the Stock Exchange.
17. The Equity Shares that would have been credited to the beneficiary account with the Depository Participant of the Successful Bidders shall be eligible for trading on the Stock Exchange only upon the receipt of final trading and listing approvals from the Stock Exchange.
18. As per applicable law, the Stock Exchange will notify the final listing and trading approvals, which are ordinarily available on their websites, and our Company may communicate the receipt of the listing and trading approvals to those Eligible QIBs to whom the Equity Shares have been Allotted. Our Company and the BRLM shall not be responsible for any delay or non-receipt of the communication of the final trading and listing permissions from the Stock Exchange or any loss arising from such delay or non- receipt. Investors are advised to apprise themselves of the status of the receipt of the permissions from the Stock Exchange or our Company.

### **Eligible Qualified Institutional Buyers**

Only Eligible QIBs are eligible to invest in the Equity Shares pursuant to the Issue, provided that with respect to FPIs, only Eligible FPIs applying under Schedule II of the FEMA Non-Debt Rules will be considered as Eligible QIBs. FVCIs are not permitted to participate in the Issue. Currently, QIBs, who are eligible to participate in the Issue (not being excluded pursuant to Regulation 179(2)(b) of the SEBI ICDR Regulations) and also as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations, are set forth below:

- a foreign portfolio investor other than individuals, corporate bodies and family offices, registered with the Board (i.e. Eligible FPI);
- alternate investment funds registered with SEBI;
- Eligible FPIs;
- insurance companies registered with Insurance Regulatory and Development Authority of India;
- insurance funds set up and managed by army, navy or air force of the Union of India;
- insurance funds set up and managed by the Department of Posts, India;
- multilateral and bilateral development financial institutions;
- Mutual Funds registered with SEBI;
- pension funds with minimum corpus of ₹ 25 Crores;
- provident funds with minimum corpus of ₹ 25 Crores;
- public financial institutions;
- scheduled commercial banks;
- state industrial development corporations;
- the National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of the Government published in the Gazette of India;
- venture capital funds registered with SEBI; and
- systemically important non-banking financial companies.

*Allotments made to VCFs and AIFs in the Issue are subject to the rules and regulations that are applicable to each of them respectively, including in relation to lock-in requirement. VCFs and AIFs should independently consult their own counsel and advisors as to investment in and related matters concerning the Issue.*

**ELIGIBLE FPIS ARE PERMITTED TO PARTICIPATE UNDER SCHEDULE II OF FEMA RULES IN THIS ISSUE. ELIGIBLE FPIS ARE PERMITTED TO PARTICIPATE IN THE ISSUE SUBJECT TO COMPLIANCE WITH ALL APPLICABLE LAWS AND SUCH THAT THE SHAREHOLDING OF THE FPIS DO NOT EXCEED SPECIFIED LIMITS AS PRESCRIBED UNDER APPLICABLE LAWS IN THIS REGARD. FVCIS ARE NOT PERMITTED TO PARTICIPATE IN THIS ISSUE.**

In terms of the SEBI FPI Regulations, the Equity Shares issued to a single Eligible FPI or an investor group (multiple entities registered as FPIs and directly or indirectly, having common ownership of more than 50.00% or common control) should not exceed 10.00% of post-Issue Equity Share capital of our Company. In terms of the FEMA Regulations, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs shall be included. Further, in terms of the FEMA Rules, the total holding of each FPI or an investor group shall be below 10.00% of the post-issue total paid-up Equity Share capital of our Company on a fully diluted basis.

In case the holding of an FPI including its investor group increases to 10.00% or more of the total paid-up equity capital, on a fully diluted basis, the FPI including its investor group is required to divest the excess holding within five trading days from the date of settlement of the trades resulting in the breach. In the event that such divestment of excess holding is not done, the total investment made by such FPI together with its investor group will be reclassified as FDI as per the procedure specified by SEBI and the FPI and its investor group will be prohibited from making any further portfolio investment in our Company under the SEBI FPI Regulations. However, in accordance with Regulation 22(4) of the SEBI FPI Regulations, the FPIs who are: (a) appropriately regulated public retail funds; (b) public retail funds where the majority is owned by appropriately regulated public retail fund on look through basis; or (c) public retail funds and investment managers of such foreign portfolio investors are appropriately regulated, the aggregation of the investment limits of such FPIs having common control, shall not be applicable. As per the circular issued by SEBI dated November 5, 2019 (circular no. IMD/FPI&C/CIR/P/2019/124), these investment restrictions shall also apply to subscribers of Offshore Derivative Instruments. Two or more subscribers of P-Notes having a common beneficial owner shall be considered together as a single subscriber of the P-Notes. In the event an investor has investments as an FPI and as a subscriber of P-Notes, these investment restrictions shall apply on the aggregate of the FPI and P-Notes investments held in the underlying company. Further, the aggregate permissible limit of all FPIs investments, with effect from April 1, 2020, is the sectoral cap applicable to the sector in which our Company operates.

Pursuant to the SEBI Circular dated April 5, 2018 (Circular No: IMD/FPIC/CIR/P/2018/61), our Company has appointed NSDL as the designated depository to monitor the level of FPI/NRI shareholding in our Company on a daily basis and once the aggregate foreign investment of a company reaches a cut-off point, which is 3% below the overall limit a red flag shall be activated. SEBI however, pursuant to its Circular dated May 17, 2018 (Circular No: SEBI/HO/IMD/FPIC/CIR/P/2018/81), directed that this system of monitoring foreign investment limits in Indian listed companies be made operational with effect from June 1, 2018. The depository is then required to inform the Stock Exchanges about the activation of the red flag. The Stock Exchanges are then required to issue the necessary circulars/public notifications on their respective websites. Once a red flag is activated, the FPIs must trade cautiously, because in

the event that there is a breach of the sectoral cap, the FPIs will be under an obligation to disinvest the excess holding within five trading days from the date of settlement of the trades.

Eligible FPIs are permitted to participate in the Issue subject to compliance with conditions and restrictions which may be specified by the Government from time to time. In terms of the FEMA Rules, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs shall be included.

### **Restriction on Allotment**

Pursuant to Regulation 179(2)(b) of the SEBI ICDR Regulations, no Allotment shall be made pursuant to the Issue, either directly or indirectly, to any Eligible QIB being a promoter, or any person related to, the promoter. QIBs, which have all or any of the following rights, shall be deemed to be persons related to the promoter:

- rights under a shareholders' agreement or voting agreement entered into with the promoters or members of the promoter group;
- veto rights; or
- a right to appoint any nominee director on the board of the Issuer.

Provided, however, that an Eligible QIB which does not hold any Equity Shares in our Company and which has acquired the aforesaid rights in the capacity of a lender shall not be deemed to be related to the promoter.

**Our Company, the BRLM and any of their respective shareholders, employees, counsel, officers, directors, representatives, agents, advisors or affiliates shall not be liable for any amendment or modification or change to applicable laws or regulations, which may occur after the date of this Placement Document. Eligible QIBs are advised to make their independent investigations and satisfy themselves that they are eligible to apply. Eligible QIBs are advised to ensure that any single application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in the Preliminary Placement Document. Further, Eligible QIBs are required to satisfy themselves that their Bids would not eventually result in triggering a tender offer under the SEBI Takeover Regulations and ensure compliance with applicable laws.**

**A minimum of 10% of the Equity Shares offered in the Issue shall be Allotted to Mutual Funds. In case of undersubscription in such portion, such portion or part thereof may be Allotted to other Eligible QIBs.**

*Note:* Affiliates or associates of the BRLM who are Eligible QIBs may participate in the Issue in compliance with applicable laws.

### **Bid Process**

#### *Application Form*

Eligible QIBs shall only use the serially numbered Application Forms (which are addressed to them) supplied by our Company and the BRLM in either electronic form or by physical delivery for the purpose of making a Bid (including revision of a Bid) in terms of the Preliminary Placement Document and the Placement Document. By making a Bid (including the revision thereof) for Equity Shares through Application Forms and pursuant to the terms of the Preliminary Placement Document, the Eligible QIB will be deemed to have made all the following representations and warranties and the representations, warranties and agreements made under "*Notice to Investors*", "*Representations by Investors*" and "*Selling Restrictions*" beginning on pages 3, 6 and 128 respectively:

1. Each Eligible QIB confirms that it is a QIB in terms of Regulation 2(1)(ss) of the SEBI ICDR Regulations and is not excluded under Regulation 179(2)(b) of the SEBI ICDR Regulations, has a valid and existing registration under the applicable laws in India (as applicable) and is eligible to participate in this Issue;
2. Each Eligible QIB confirms that it is not a Promoter and is not a person related to the Promoter(s), either directly or indirectly and its Application Form does not directly or indirectly represent the Promoter(s) or members of the Promoter Group or persons related to the Promoter(s);
3. Each Eligible QIB confirms that it has no rights under a shareholders' agreement or voting agreement with the Promoter or members of the Promoter Group, no veto rights or right to appoint any nominee director on the Board other than those acquired in the capacity of a lender not holding any Equity Shares which shall not be deemed to be a person related to the Promoter(s);
4. Each Bidder confirms that in the event it is resident outside India, it is an Eligible FPI, having a valid and existing registration with SEBI under the applicable laws in India or a multilateral or bilateral development financial

institution, and is eligible to invest in India under applicable law, including the FEMA Rules, as amended, and any notifications, circulars or clarifications issued thereunder, and has not been prohibited by SEBI or any other regulatory authority, from buying, selling, dealing in securities or otherwise accessing the capital markets and is not an FVCI;

5. Each Eligible QIB acknowledges that it has no right to withdraw or revise its Bid downwards after the Bid / Issue Closing Date;
6. Each Bidder confirms that if Equity Shares are Allotted through this Issue, it shall not, for a period of one year from Allotment, sell such Equity Shares otherwise than the floor of a recognised Stock Exchange;
7. Each Eligible QIB confirms that the Eligible QIB is eligible to Bid and hold Equity Shares so Allotted together with any Equity Shares held by it prior to the Issue, if any. Each Eligible QIB further confirms that the holding of the Eligible QIB, does not and shall not, exceed the level permissible as per any applicable regulations applicable to the Eligible QIB;
8. Each Eligible QIB confirms that its Bids would not eventually result in triggering a tender offer under the SEBI Takeover Regulations;
9. The Eligible QIB agrees that it will make payment of its Application Amount along with submission of the Application Form within the Issue Period. Each Eligible QIB agrees that once a duly filled Application Form is submitted by an Eligible QIB, whether signed or not, and the Application Amount has been transferred to the Escrow Account, such Application Form constitutes an irrevocable offer and cannot be withdrawn or revised downwards after the Bid/Issue Closing Date;
10. The Eligible QIB agrees that although the Application Amount is required to be paid by it along with the Application Form within the Issue Period in terms of provisions of the Companies Act, our Company reserves the right to Allocate and Allot Equity Shares pursuant to this Issue on a discretionary basis in consultation with the BRLM. The Eligible QIB further acknowledges and agrees that the payment of Application Amount does not guarantee Allocation and/or Allotment of Equity Shares Bid for in full or in part;
11. The Eligible QIB acknowledges that in terms of the requirements of the Companies Act, upon Allocation, our Company will be required to disclose names as "proposed Allottees" and percentage of post-Issue shareholding of the proposed Allottees in the Placement Document and such QIB consents of such disclosure, if any Equity Shares are Allocated to it. However, the Eligible QIB further acknowledges and agrees that, disclosure of such details as "proposed Allottees" in the Placement Document will not guarantee Allotment to them, as Allotment in the Issue shall continue to be at the sole discretion of our Company, in consultation with the BRLM;
  - (a) QIBs "belonging to the same group" shall mean entities where (a) any of them controls, directly or indirectly, through its subsidiary or holding company, not less than 15% of the voting rights in the other;
  - (b) any of them, directly or indirectly, by itself, or in combination with other persons, exercise control over the others; or (c) there is a common director, excluding nominee and Independent Directors, amongst an Eligible QIB, its subsidiary(ies) or holding company and any other Eligible QIB; and
  - (b) 'Control' shall have the same meaning as is assigned to it by Regulation 2(1)(e) of the SEBI Takeover Regulations;
12. The Eligible QIBs acknowledge that no Allocation shall be made to them if the price at which they have Bid for in the Issue is lower than the Issue Price.
13. Each Eligible QIB confirms that it shall not undertake any trade in the Equity Shares credited to its beneficiary account maintained with the Depository Participant until such time that the final listing and trading approvals for the Equity Shares are issued by the Stock Exchange.
14. Each Eligible FPI, confirms that it will participate in the Issue only under and in conformity with Schedule II of FEMA Rules. Further, each Eligible FPI acknowledges that Eligible FPIs may invest in such number of Equity Shares such that the individual investment of the Eligible FPI or its investor group (multiple entities registered as FPIs and directly or indirectly, having common ownership of more than fifty per cent or common control) in our Company does not exceed 10% of the post-Issue paid-up capital of our Company on a fully diluted basis. The Bidder confirms that it, individually or together with its investor group, is not restricted from making further investments in our Company through the portfolio investment route, in terms of Regulation 22(3) of the SEBI FPI Regulations.
15. A representation that such Bidder is outside the United States, is acquiring the Equity Shares in an "offshore

transaction" under Regulation S and is not an affiliate of the Company or the BRLM or a person acting on behalf of such an affiliate

**ELIGIBLE QIBs MUST PROVIDE THEIR NAME, COMPLETE ADDRESS, PHONE NUMBER, EMAIL ID, BANK ACCOUNT DETAILS, BENEFICIARY ACCOUNT DETAILS, PAN, DEPOSITORY PARTICIPANT'S NAME, DEPOSITORY PARTICIPANTS IDENTIFICATION NUMBER AND ENSURE THAT THE NAME GIVEN IN THE APPLICATION FORM, ELIGIBLE QIBs MUST ENSURE THAT THE NAME GIVEN IN THE APPLICATION FORM IS EXACTLY THE SAME AS THE NAME IN WHICH THEIR BENEFICIARY ACCOUNT IS HELD.**

**IF SO REQUIRE BY THE BRLM, THE ELIGIBLE QIBs SUBMITTING A BID ALONG WITH THE APPLICATION FORM, WILL ALSO HAVE TO SUBMIT REQUISITE DOCUMENT(S) TO THE BRLM TO EVIDENCE THEIR STATUS AS A "QIB" AS DEFINED HEREINABOVE.**

**IF SO REQUIRED BY THE BRLM, ESCROW AGENT OR ANY STATUTORY OR REGULATORY AUTHORITY IN THIS REGARD, INCLUDING AFTER BID/ISSUE CLOSING DATE, THE ELIGIBLE QIBs SUBMITTING A BID AND/OR BEING ALLOTTED EQUITY SHARES IN THE ISSUE, WILL ALSO HAVE TO SUBMIT REQUISITE DOCUMENT(S) TO FULFILL THE APPLICABLE KNOW YOUR CUSTOMER (KYC) NORMS.**

Demographic details such as address and bank account will be obtained from the Depositories as per the Depository Participant account details provided in the Application Form. However, for the purposes of refund of all or part of the Application Amount submitted by the Bidder, the bank details as mentioned in the Application Form from which the Application Amount shall be remitted for the Equity Shares applied for in the Issue, will be considered.

The submission of an Application Form and payment of the Application Amount pursuant to the Application Form by a Bidder shall be deemed a valid, binding and irrevocable offer for such Bidder and becomes a binding contract on a Successful Bidder upon issuance of the CAN and the Placement Document (when dispatched) by our Company (by itself or through the BRLM) in favour of the Successful Bidder.

#### **Submission of Application Form**

All Application Forms must be duly completed with information including the number of Equity Shares applied for along with payment and a copy of the PAN card or PAN allotment letter. Additionally, the Application Form will include details of the relevant Escrow Account into which the Application Amounts will have to be deposited. The Application Amount shall be deposited in the Escrow Account as is specified in the Application Form and the Application Form shall be submitted to the Book Running Lead Manager either through electronic form or through physical delivery at either of the following addresses:

<b>Name</b>	<b>Address</b>	<b>Contact Person</b>	<b>Email</b>	<b>Phone (telephone)</b>
GYR Capital Advisors Private Limited	428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India	Mr. Mohit Baid	<a href="mailto:info@gyrcapitaladvisors.com">info@gyrcapitaladvisors.com</a>	+91 8777564648

The BRLM shall not be required to provide any written acknowledgement of the receipt of the Application Form and the Application Amount.

Bidders Bidding in the Issue shall pay the entire Application Amount along with the submission of the Application Form, within the Issue Period.

#### **Payment of Application Amount**

Our Company has opened the Escrow Account in the name of "BASILI FLY STUDIO LIMITED QIP ESCROW ACCOUNT" with the Escrow Agent, in terms of the Escrow Agreement entered among our Company, the Book Running Lead Manager and the Escrow Agent. Each Bidder will be required to deposit the Application Amount payable for the Equity Shares Bid by it along with the submission of the Application Form and during the Bid/ Issue Period. Bidders can make payment of the Application Amount only through electronic transfer of funds from their own bank account.

**Note: Payments are to be made only through electronic fund transfer. Payments made through cash or cheques are liable to be rejected. Further, if the payment is not made favouring the Escrow Account, the Application Form is liable to be rejected.**

Pending Allotment, our Company undertakes to utilise the amount deposited in “**BASILIFLY STUDIO LIMITED QIP ESCROW ACCOUNT**” only for the purposes of (i) adjustment against Allotment of Equity Shares in the Issue; or (ii) repayment of Application Amount in terms of this Placement Document. Notwithstanding the above, in the event a Bidder is not Allocated Equity Shares in the Issue, or the number of Equity Shares Allocated to a Bidder, is lower than the number of Equity Shares applied for through the Application Form and towards which Application Amount has been paid by such Bidder, the excess Application Amount will be refunded to the same bank account from which Application Amount was remitted, in the form and manner set out in "*Issue Procedure – Refunds*" on page 114.

### **Permanent Account Number or PAN**

Each Bidder should mention its PAN allotted under the Income Tax Act, 1961 in the Application Form and enclose a copy of the PAN card or PAN allotment letter along with the Application Form, to the extent applicable. Applications without this information will be considered incomplete and are liable to be rejected. Bidders should not submit the GIR number instead of the PAN as the Application Form is liable to be rejected on this ground.

### **Bank Account Details**

Each Bidder shall mention the details of the bank account from which the payment of Application Amount has been made along with confirmation that such payment has been made from such account.

### **Pricing and Allocation**

There is a minimum pricing requirement under the SEBI ICDR Regulations. The Floor Price shall not be less than the average of the weekly high and low of the closing prices of the Equity Shares quoted on the stock exchange during the two weeks preceding the Relevant Date. For the purpose of determination of the Floor Price, ‘*stock exchange*’ shall mean any of the recognised stock exchanges in which the Equity Shares are listed and in which the highest trading volume in such Equity Shares has been recorded during the two weeks immediately preceding the Relevant Date. However, our Company may offer a discount of not more than 5% of the Floor Price in accordance with the approval of the Shareholders of our Company accorded through their resolution passed on August 9, 2025 and in terms of Regulation 176(1) of the SEBI ICDR Regulations.

Our Company, in consultation with the BRLM, shall determine the Issue Price, which shall be at or above the Floor Price.

The "Relevant Date" referred to above will be the date of the meeting in which the Board or the committee thereof decides to open the Issue and "stock exchange" means any of the recognized stock exchanges in India on which the Equity Shares of the issuer of the same class are listed and on which the highest trading volume in such Equity Shares has been recorded during the two weeks immediately preceding the Relevant Date. After finalisation of the Issue Price, our Company shall update the Preliminary Placement Document with the Issue details and file the same with the Stock Exchanges as the Placement Document.

### **Build-up of the Book**

The Bidders shall submit their Bids (including any revision thereof) through the Application Forms within the Bid/ Issue Period to the Book Running Lead Manager. Such Bids cannot be withdrawn or revised downwards after the Bid/ Issue Closing Date. The book shall be maintained by the Book Running Lead Manager.

### **Method of Allocation**

Our Company shall determine the Allocation in consultation with the Book Running Lead Manager on a discretionary basis and in compliance with Chapter VI of the SEBI ICDR Regulations. Application Forms received from the Bidders at or above the Issue Price shall be grouped together to determine the total demand. The Allocation to all such Bidders will be made at the Issue Price. Allocation to Mutual Funds for up to a minimum of 10% of the Issue Size shall be undertaken subject to valid Bids being received at or above the Issue Price. In case of cancellations or default by the Bidders, our Company in consultation with BRLM has the right to reallocate the Equity Shares at the Issue Price among existing or new Bidders at their sole and absolute discretion subject to the applicable laws.

**THE DECISION OF OUR COMPANY IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER IN RESPECT OF ALLOCATION SHALL BE FINAL AND BINDING ON ALL ELIGIBLE QIBS. ELIGIBLE QIBS MAY NOTE THAT ALLOCATION OF EQUITY SHARES IS AT THE SOLE AND ABSOLUTE DISCRETION OF OUR COMPANY AND ELIGIBLE QIBS MAY NOT RECEIVE ANY ALLOCATION EVEN IF THEY HAVE SUBMITTED VALID APPLICATION FORMS AND PAID THE ENTIRE APPLICATION AMOUNT AT OR ABOVE THE ISSUE PRICE WITHIN THE BID/ ISSUE PERIOD. NEITHER OUR**

## **COMPANY NOR THE BRLM ARE NOT OBLIGED TO ASSIGN ANY REASON FOR ANY NON-ALLOCATION.**

### **CAN**

Based on receipt of the serially numbered Application Forms and Application Amount, our Company, in consultation with the Book Running Lead Manager, in their sole and absolute discretion, shall decide the Successful Bidders to whom the serially numbered CAN shall be dispatched, pursuant to which the details of the Equity Shares Allocated to them, the Issue Price and the Application Amount for the Equity Shares Allocated to them shall be notified to such Successful Bidders. The CAN shall also include details of amount to be refunded, if any, to such Bidders. Additionally, the CAN will include the probable Designated Date, being the date of credit of the Equity Shares to the Successful Bidders' account, as applicable to the respective Bidder.

The Successful Bidders would also be sent a serially numbered Placement Document (which will include the names of the proposed Allottees along with the percentage of their post-Issue Shareholding in the Company) either in electronic form or by physical delivery.

The dispatch of the serially numbered CAN and the Placement Document (when dispatched), to the respective Successful Bidders shall be deemed a valid, binding and irrevocable contract for such Bidders to subscribe to the Equity Shares Allocated to them. Subsequently, our Board will approve the Allotment of the Equity Shares to the Allottees in consultation with the Book Running Lead Manager.

Eligible QIBs are advised to instruct their Depository Participant to accept the Equity Shares that may be Allotted to them pursuant to the Issue. By submitting the Application Form, a Bidder would have deemed to have made the representations and warranties as specified in "*Notice to Investors*" on page 3 and further that such Eligible QIB shall not undertake any trade on the Equity Shares credited to its Depository Participant account pursuant to the Issue until such time as the final listing and trading approval is issued by Stock Exchange.

### **Designated Date and Allotment of Equity Shares**

1. Subject to the satisfaction of the terms and conditions of the Placement Agreement, our Company will ensure that the Allotment of the Equity Shares is completed by the Designated Date provided in the CAN.
2. In accordance with the SEBI ICDR Regulations, Equity Shares will be issued and Allotment shall be made only in the dematerialized form to the Allottees. Allottees will have the option to re-materialize the Equity Shares, if they so desire, as per the provisions of the Companies Act and the Depositories Act. However, no transfer of securities in listed companies in physical form is permitted as per Regulation 40 of the SEBI Listing Regulations.
3. Our Company, at its sole discretion, reserves the right to cancel the Issue at any time up to Allotment without assigning any reasons whatsoever.
4. Following the Allotment of the Equity Shares pursuant to the Issue, our Company shall apply to the Stock Exchange for listing approvals and post receipt of the listing approvals from the Stock Exchange, our Company shall credit the Equity Shares into the beneficiary accounts of the Allottees.
5. Following the credit of Equity Shares into the respective Allottees' beneficiary accounts, our Company will
  - a. apply for the final listing and trading approvals from the Stock Exchange.
6. The monies lying to the credit of the Escrow Account shall not be released until the final listing and trading approvals of the Stock Exchange for the listing and trading of the Equity Shares issued pursuant to this Issue are received by our Company and the Company files the return of Allotment in connection with the Issue under Form PAS-3 with the RoC within the prescribed timelines under the Companies Act.
7. After finalization of the Issue Price, our Company shall update the Preliminary Placement Document with the Issue details and file it with the Stock Exchange as the Placement Document, which will include names of the proposed Allottees and the percentage of their post-Issue shareholding in the Company. Pursuant to a circular dated March 5, 2010 issued by the SEBI, Stock Exchange is required to make available on their websites the details of those Allottees in Issue who have been allotted more than 5% of the Equity Shares offered in the Issue, namely, names of the Allottees, and number of Equity Shares Allotted to each of them, pre and post Issue shareholding pattern of our Company along with the Placement Document.

### **Refunds**

In the event that the number of Equity Shares Allocated to a Bidder is lower than the number of Equity Shares applied for through the Application Form and towards which Application Amount has been paid by such Bidder, or the Bidder

has deposited the Application Amount arrived at using a price higher than the Issue Price or Equity Shares are not Allocated to a Bidder for any reasons or the Issue is cancelled prior to Allocation, or a Bidder lowers or withdraws the Bid prior to the Bid/ Issue Closing Date, any excess Application Amount paid by such Bidder will be refunded to the same bank account from which Application Amount was remitted as set out in the Application Form. The Refund Amount will be transferred to the relevant Bidders within two Working Days from the issuance of the CAN.

In the event that we are unable to issue and Allot the Equity Shares offered in the Issue or if the Issue is cancelled within 60 days from the date of receipt of application monies, our Company shall repay the application monies within 15 days from the expiry of 60 days, failing which our Company shall repay that monies with interest at the rate of 12% p.a. from expiry of the sixtieth day. The application monies to be refunded by us shall be refunded to the same bank account from which application monies was remitted by the Bidders, as mentioned in the Application Form. In accordance with the SEBI ICDR Regulations, Equity Shares will be issued and Allotment shall be made only in dematerialised form to the Allottees. Allottees will have the option to re-materialise the Equity Shares, if they so desire, as per the provisions of the Companies Act, the Depositories Act and other applicable laws.

We, at our sole discretion, reserve the right to cancel the Issue at any time up to Allotment without assigning any reason whatsoever. Following the Allotment and credit of Equity Shares into the Eligible QIBs' Depository Participant accounts, we will apply for final trading and listing approvals from the Stock Exchange. In the event of any delay in the Allotment or credit of Equity Shares, or receipt of trading or listing approvals or cancellation of the Issue, no interest or penalty would be payable by us.

### **Release of Funds to our Company**

The monies lying to the credit of the Escrow Account shall not be released until the final listing and trading approvals of the Stock Exchange for the listing and trading of the Equity Shares issued pursuant to this Issue are received by our Company and the Company files the return of Allotment in connection with the Issue with the RoC, whichever is later.

### **Other Instructions Submission of Documents**

A physical copy of the Application Form and relevant documents as required to be provided along with the Application Form shall be submitted as soon as practicable.

### **Right to Reject Applications**

Our Company, in consultation with the Book Running Lead Manager, may reject Bids, in part or in full, without assigning any reason whatsoever. The decision of our Company in consultation with the Book Running Lead Manager in relation to the rejection of Bids shall be final and binding. In the event the Bid is rejected by our Company, the Application Amount paid by the Bidder shall be refunded to the same bank account from which the Application Amount was remitted by such Bidder as set out in the Application Form. For details, see "*Issue Procedure*" – "*Refund*" on page 114.

### **Equity Shares in dematerialised form with NSDL or CDSL**

The Allotment of the Equity Shares in this Issue shall be only in dematerialised form (i.e., not in physical certificates but be fungible and be represented by the statement issued through the electronic mode).

An Eligible QIB applying for Equity Shares to be issued pursuant to the Issue must have at least one beneficiary account with a Depository Participant of either NSDL or CDSL prior to making the Bid. Equity Shares Allotted to a Successful Bidder will be credited in electronic form directly to the beneficiary account (with the Depository Participant) of the Successful Bidder, as indicated in the Application Form.

Equity Shares in electronic form can be traded only on the stock exchanges having electronic connectivity with NSDL and CDSL. The Stock Exchanges have electronic connectivity with NSDL and CDSL.

The trading of the Equity Shares to be issued pursuant to the Issue would be in dematerialised form only for all QIBs in the demat segment of the respective Stock Exchanges.

Our Company and the Book Running Lead Manager shall not be responsible or liable for the delay in the credit of Equity Shares to be issued pursuant to the Issue due to errors in the Application Form or otherwise on the part of the Bidders.

## PLACEMENT AND LOCK UP

### Placement Agreement

The Book Running Lead Manager has entered into the Placement Agreement dated August 21, 2025 with our Company, pursuant to which the Book Running Lead Manager has agreed, subject to certain conditions, to manage this Issue and to act as placement agents in connection with the proposed Issue and procure subscription to Equity Shares on a reasonable efforts basis.

The Equity Shares will be placed with the Eligible QIBs pursuant to this Issue under Chapter VI of the SEBI ICDR Regulations and Section 42 of the Companies Act read with the rules made thereunder. The Placement Agreement contains customary representations and warranties, as well as indemnities from our Company and is subject to satisfaction of certain conditions and termination in accordance with the terms contained therein.

Applications shall be made to list the Equity Shares issued pursuant to this Issue and admit them to trading on the Stock Exchange. No assurance can be given as to the liquidity or sustainability of the trading market for such Equity Shares, the ability of holders of the Equity Shares to sell their Equity Shares or the price at which holders of the Equity Shares will be able to sell their Equity Shares.

This Placement Document has not been, and will not be, registered as a prospectus with the Registrar of Companies, and no Equity Shares will be offered in India or overseas to the public or any members of the public in India or any other class of investors, other than Eligible QIBs.

The Equity Shares offered in the Issue have not been and will not be registered under the U.S. Securities Act, or the securities laws of any state of the United States and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any applicable state securities laws. Accordingly, the Equity Shares are being offered and sold by the Company outside the United States, in "offshore transactions", as defined in, and in reliance on, Regulation S and the applicable laws of the jurisdiction where those offers and sales occur.

### Relationship with the Book Running Lead Manager

In connection with the Issue, the Book Running Lead Manager or its affiliates may, for their own account, subscribe to the Equity Shares or enter into asset swaps, credit derivatives or other derivative transactions relating to the Equity Shares to be issued pursuant to the Issue at the same time as the offer and subscription or sale of the Equity Shares, or in secondary market transactions. As a result of such transactions, the Book Running Lead Manager may hold long or short positions in such Equity Shares. These transactions may comprise a substantial portion of the Issue and no specific disclosure will be made of such positions. Affiliates of the Book Running Lead Manager may purchase or subscribe to the Equity Shares or be Allotted Equity Shares for proprietary purposes and not with a view to distribute or in connection with the issuance of P-Notes. For further details, see the section "*Offshore Derivative Instruments*" beginning on page 12.

From time to time, the Book Running Lead Manager, and its affiliates and associates may have engaged in or may in the future engage in transactions with and perform services including but not limited to investment banking, advisory, commercial banking, trading services for our Company, group companies, affiliates and the Shareholders, as well as to their respective associates and affiliates, pursuant to which fees and commissions have been paid or will be paid to the Book Running Lead Manager and its affiliates and associates.

### Lock up

The Company will not, for a period commencing from the date hereof and ending 60 days from the date of Allotment, without the prior written consent of the Book Running Lead Manager, directly or indirectly: (a) issue, offer, lend, pledge, sell, contract to sell or issue, sell any option or contract to purchase, purchase any option or contract to sell or issue, grant any option, right or warrant to purchase, lend or otherwise transfer or dispose of, directly or indirectly, any equity shares, or any securities convertible into or exercisable or exchangeable for Equity Share; (b) enter into any swap or other agreement that transfers, directly or indirectly, in whole or in part, any of the economic consequences of ownership of equity shares; or (c) enter into any transaction (including a transaction involving derivatives) having an economic effect similar to that of an issue, offer, sale or deposit of the Shares in any depository receipt facility; (d) publicly announce any intention to enter into any transaction described in (a) or (b) above, whether any such transaction described in (a) or (b) above is to be settled by delivery of Equity Shares, or such other securities, in cash or otherwise; provided that, the foregoing restrictions shall not be applicable to the (i) the issuance of Equity Shares pursuant to the Issue; and (ii) any transaction required by law or an order of a court of law or a statutory authority.

## Lock-up by Promoters

Our Promoters and members of the Promoter Group agree that without the prior written consent of the Book Running Lead Manager, they shall not, announce any intention to enter into any transaction whether any such transaction which is to be settled by delivery of Equity Shares, or such other securities, in cash or otherwise, during the period commencing on the date of the Preliminary Placement Document and ending 60 days from the date of the filing of the Placement Document (both dates inclusive) ("**Lock-up Period**") directly or indirectly:

- (1) offer, issue, pledge, sell, encumber, contract to sell or announce the intention to sell, lend, purchase any option or contract to sell, grant or sell any option, right, contract or warrant to purchase, lend, make any short sale or otherwise transfer or dispose of any Equity Shares or any other securities of our Company substantially similar to the Equity Shares acquired or purchased during the Lock-Up Period, including, but not limited to options, warrants or other securities that are convertible into, exercisable or exchangeable for, or that represent the right to receive Equity Shares or any such substantially similar securities, whether now owned or hereinafter acquired;
- (2) enter into any swap or other agreement or any transaction that transfers, in whole or in part, directly or indirectly, the economic consequences of ownership of the Equity Shares and the securities that are convertible into, exercisable or exchangeable for or any such substantially similar securities, whether now owned or hereinafter acquired; whether any such transaction described in clause (1) or (2) above is to be settled by delivery of the Equity Shares or such other securities, in cash or otherwise, (3) enter into any transaction (including a transaction involving derivatives) having an economic effect similar to that of an issue, offer, sale or deposit of the Equity Shares or any securities convertible into or exercisable or exchangeable for Equity Shares or which carry the right to subscribe for or purchase Equity Shares in any depository receipt facility, or (4) publicly announce its intention to enter into the transactions referred to in (1) to (3) above.

Further, these provisions will not be applicable for (a) Any Equity Shares acquired by the Promoter during the Lock-up Period, either from the open market or inter-se transfer, shall constitute as its Equity Shares, and shall be subject to the restrictions contained herein (b) any bona fide pledge or non-disposal undertaking of any of the Lock-up Shares held by our Promoter or member of Promoter Group as collateral for loans on normal commercial terms entered or to be entered into in the ordinary course of business of the undersigned, the Company or transfer of any of the Lockup Shares to any third party pursuant to the invocation of any pledge in relation to the Lock-up Shares.

## SELLING RESTRICTIONS

The distribution of this Placement Document and the offer, sale or delivery of the Equity Shares in this Issue may be restricted by law in certain jurisdictions. Therefore, persons who may come into possession of this Placement Document are advised to consult with their own legal advisors as to what restrictions may be applicable to them and to observe such restrictions. This Placement Document may not be used for the purpose of an offer or invitation in any circumstances in which such offer or invitation is not authorised.

This Issue is being made only to Eligible QIBs through a QIP, in reliance upon Chapter VI of the SEBI ICDR Regulations and the Companies Act. Each purchaser of the Equity Shares in this Issue will be deemed to have made acknowledgments and agreements as described under "*Notice to Investors*" and "*Representations by Investors*" on pages 3 and 6 respectively.

### General

No action has been taken or will be taken that would permit a public offering of the Equity Shares to occur in any jurisdiction other than India, or the possession, circulation or distribution of this Placement Document or any other material relating to our Company or the Equity Shares in any jurisdiction where action for such purpose is required. Accordingly, the Equity Shares may not be offered or sold, directly or indirectly, and neither this Placement Document nor any offering materials or advertisements in connection with the Equity Shares may be distributed or published in or from any country or jurisdiction except under circumstances that will result in compliance with any applicable rules and regulations of any such country or jurisdiction. The Issue will be made only to Eligible QIBs through a QIP, in compliance with the applicable SEBI ICDR Regulations, Section 42 of the Companies Act, 2013 read with Rule 14 of the PAS Rules and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

### Republic of India

This Placement Document may not be distributed directly or indirectly in India or to residents of India and any Equity Shares may not be offered or sold directly or indirectly in India to, or for the account or benefit of, any resident of India except as permitted by applicable Indian laws and regulations, under which an offer is strictly on a private and confidential basis and is limited to Eligible QIBs and is not an offer to the public. This Placement Document has not been and will not be filed as a prospectus with the RoC and will not be circulated or distributed to the public in India or any other jurisdiction and will not constitute a public offer in India or any other jurisdiction.

### United States

The Equity Shares offered in the Issue have not been and will not be registered under the U.S. Securities Act or the securities laws of any state of the United States and may not be offered or sold in the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. The Equity Shares offered in the Issue are being offered and sold only outside the United States in reliance on Regulation S. To help ensure compliance with Regulation S, each purchaser of the Equity Shares offered and sold in "*offshore transactions*" as defined in, and reliance on Regulation S deemed to have made the representations, warranties, acknowledgments and agreements agreed as follows:

- a) the purchaser (i) is, and the person, if any, for whose account it is acquiring such Shares is, outside the United States, and (ii) is acquiring the Shares in an "*offshore transaction*" as defined in Regulations;
- b) the purchaser has not been offered the Shares by means of any "*directed selling efforts*" as defined in Regulations;
- c) the purchaser is aware that the Shares have not been and will not be registered under the Securities Act and are being distributed and offered outside the United States in reliance on Regulations, and, subject to certain exceptions, may not be offered or sold within the United States; and
- d) the purchaser acknowledges that the Company, the Book Running Lead Manager, their affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.

### European Economic Area

In relation to each Member State of the European Economic Area (each a "**Relevant State**"), an offer to the public of any Equity Shares in the Issue may not be made in that Relevant State, except if the Equity Shares are offered to the public in that Relevant State at any time under the following exemptions under the Prospectus Regulation (EU) 2017/1129 (and any amendment thereto) (the "**Prospectus Regulation**"):

- a) to any legal entity which is a qualified investor as defined under the Prospectus Regulation;

- b) to fewer than 150 natural or legal persons (other than qualified investors as defined under the Prospectus Regulation), subject to obtaining the prior consent of the Book Running Lead Manager and the Syndicate Members for any such offer; or
- c) in any other circumstances falling within Article 1(4) of the Prospectus Regulation, provided that no such offer of the Equity Shares shall require the Company or any BRLM to publish a prospectus pursuant to article 3 of the Prospectus Regulation or supplement a prospectus pursuant to article 23 of the Prospectus Regulation.

## **Hong Kong**

The Placement Document has not been reviewed or approved by any regulatory authority in Hong Kong. In particular, the Placement Document has not been, and will not be, registered as "prospectus" in Hong Kong under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap 32) ("CO") nor has it been authorised by the Securities and Futures Commission ("SFC") in Hong Kong pursuant to the Securities and Futures Ordinance (Cap 571) ("SFO"). Recipients are advised to exercise caution in relation to the Issue. If recipients are in any doubt about any of the contents of the Placement Document, they should obtain independent professional advice.

No advertisement, invitation or document relating to the Equity Shares, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Equity Shares which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" as defined in the SFO and any rules made under the SFO has been or will be issued, whether in Hong Kong or elsewhere.

The Placement Document does not constitute an offer or invitation to the public in Hong Kong to acquire any Equity Shares nor an advertisement of the Equity Shares in Hong Kong. The Placement Document must not be issued, circulated or distributed in Hong Kong other than:

- a) to "professional investors" within the meaning of the SFO and any rules made under that ordinance ("**Professional Investors**"); or
- b) in other circumstances which do not result in the Placement Document being a prospectus as defined in the CO nor constitute an offer to the public which requires authorization by the SFC under the SFO.

Unless permitted by the securities laws of Hong Kong, no person may issue or have in its possession for issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to the Equity Shares, which is directed at, or the content of which is likely to be accessed or read by, the public of Hong Kong other than with respect to the Equity Shares which are or are intended to be disposed of only to persons outside Hong Kong or only to Professional Investors.

Any offer of the Equity Shares will be personal to the person to whom relevant offer documents are delivered, and a subscription for the Equity Shares will only be accepted from such person. No person who has received a copy of the Placement Document may issue, circulate or distribute the Placement Document in Hong Kong or make or give a copy of the Placement Document to any other person.

No person allotted Equity Shares may sell, or offer to sell, such Equity Shares to the public in Hong Kong within six months following the date of issue of such Equity Shares.

## **Japan**

The Equity Shares offered hereby have not been and will not be registered under the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended, the "**Financial Instruments and Exchange Act**"). The Placement Document is not an offer of shares for sale, directly or indirectly, in Japan or to, or for the benefit of, any resident of Japan (which term as used in the Placement Document means any person resident in Japan, including any corporation or entity organized under the laws of Japan) or to others for reoffer or resale, directly or indirectly, in Japan or to, or for the benefit of, any resident of Japan, except pursuant to an exemption from the registration requirements of, and otherwise in compliance with, the Financial Instruments and Exchange Act and other relevant laws and regulations of Japan.

## **Singapore**

The Placement Document has not been and will not be registered as a prospectus with the Monetary Authority of Singapore, and the Equity Shares will be offered pursuant to exemptions under the Securities and Futures Act (Chapter 289) of Singapore, as modified or amended from time to time (the "**SFA**"). Accordingly, the Equity Shares may not be offered or sold or made the subject of an invitation for subscription or purchase nor may the Placement Document or any other document or material in connection with the offer or sale or invitation for subscription or purchase of the Equity Shares be circulated or distributed, whether directly or indirectly, to any person in Singapore other than (i) to an

institutional investor (as defined in Section 4A of the SFA) pursuant to Section 274 of the SFA, (ii) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1) of the SFA, or any person pursuant to Section 275(1A) of the SFA, and in accordance with the conditions specified in Section 275 of the SFA, or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where Equity Shares are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

- a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,
- c) securities or securities-based derivatives contracts (each term as defined in Section 2(1) of the SFA) of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Equity Shares pursuant to an offer made under Section 275 of the SFA except:
- d) to an institutional investor or to a relevant person, or to any person arising from an offer referred to in Section 275(1A) or Section 276(4)(i)(B) of the SFA;
- e) where no consideration is or will be given for the transfer
- f) where the transfer is by operation of law
- g) as specified in Section 267(7) of the SFA; or
- h) As specified in Regulation 37A of the Securities and Futures (Offers of Investments) (Securities and Securities-based Derivatives Contracts) Regulations 2018.

Notification under Sections 309B(1)(a) and 309B(1)(c) of the SFA: We have determined, and hereby notify all relevant persons (as defined in Section 309A of the SFA) that the Equity Shares are: (A) prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and (B) Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment: Notice on Recommendations on Investment Products)

## **United Kingdom**

No Equity Shares have been offered or will be offered pursuant to the Issue to the public in the United Kingdom prior to the publication of a prospectus in relation to the Equity Shares, except that the Equity Shares may be offered to the public in the United Kingdom at any time:

- a) to any legal entity which is a qualified investor as defined under Article 2 of the UK Prospectus Regulation;
- b) to fewer than 150 natural or legal persons (other than qualified investors as defined under Article 2 of the UK Prospectus Regulation), subject to obtaining the prior consent of Book Running Lead Manager for any such offer; or
- c) in any other circumstances falling within Article 1(4) of the UK Prospectus Regulation;

provided that no such offer of the Shares shall require the Company or any BRLM to publish a prospectus pursuant to Article 3 of the UK Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation. For the purposes of this provision, the expression an "offer to the public" in relation to the Shares in the United Kingdom means the communication in any form and by any means of sufficient information on the terms of the offer and any Shares to be offered so as to enable an investor to decide to purchase or subscribe for any Shares and the expression "UK Prospectus Regulation" means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018.

The Placement Document may not be distributed or circulated to any person in the United Kingdom other than to (i) persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Financial Promotion Order"); and (ii) high net worth entities falling within Article 49(2)(a) to (d) of the Financial Promotion Order (all such persons together being referred to as "**Relevant Persons**"). The Placement Document is directed only at relevant persons. Other persons should not act on the Placement Document or any of its contents. The Placement Document is confidential and is being supplied to you solely for your information and may not be reproduced, redistributed or passed on to any other person or published, in whole or in part, for any other purpose.

## **Australia**

This Placement Document is not a disclosure document or a prospectus under Chapter 6D.2 of the Corporations Act 2001 (Cth) ("**Corporations Act**") and has not been lodged with the Australian Securities and Investments Commission and it does not purport to include the information required of a disclosure document under Chapter 6D.2 of the Corporations Act.

No offer will be made under this Placement Document to investors to whom disclosure is required to be made under Chapter 6D of the Corporations Act. Each purchaser of the Equity Shares offered in the Issue in Australia shall be deemed to represent and warrant that it is either a "sophisticated investor" or a "professional investor" and that not it is not a "retail client" within the meaning of those terms in the Corporations Act.

The Equity Shares acquired in the Issue in Australia must not be offered for sale in Australia in the period of 12 months after the date of the Allotment, except in circumstances where disclosure to investors under Chapter 6D of the Corporations Act would not be required pursuant to an exemption under Section 708 of the Corporations Act or otherwise or where the offer is pursuant to a disclosure document that complies with Chapter 6D of the Corporations Act. Each purchaser of the Equity Shares offered in the Issue in Australia shall be deemed to undertake to our Company that it will not, for a period of 12 months from the date of issue of the Equity Shares, offer, transfer, assign or otherwise alienate those Equity Shares to investors in Australia except in circumstances where disclosure to investors is not required under Chapter 6D.2 of the Corporations Act or where or where the offer is pursuant to a disclosure document that complies with Chapter 6D of the Corporations Act.

Neither the BRLM nor any of its affiliates is the holder of Australian Financial Services Licence.

### **Bahrain**

All marketing and offering of the Equity Shares in the Issue has been made and will be made outside the Kingdom of Bahrain. This Placement Document and the Equity Shares that shall be offered pursuant to this Placement Document have not been registered, filed, approved or licensed by the Central Bank of Bahrain ("**CBB**"), the Bahrain Bourse, the Ministry of Industry, Commerce and Tourism ("**MOICT**") or any other relevant licensing authorities in the Kingdom of Bahrain.

The CBB, the Bahrain Bourse and the MOICT of the Kingdom of Bahrain takes no responsibility for the accuracy of the statements and information contained in this Placement Document, nor shall they have any liability to any person, investor or otherwise for any loss or damage resulting from reliance on any statements or information contained herein. This Placement Document is only intended for Accredited Investors as defined by the CBB and the Equity Shares offered by way of private placement may only be offered in minimum subscriptions of USD 100,000 (or equivalent in other currencies). No invitation to the public in the Kingdom of Bahrain to subscribe to the Equity Shares is being made and this Placement Document will not be issued to, passed to, or made available to the public generally in the Kingdom of Bahrain. The CBB has not reviewed, nor has it approved this Placement Document and any related offering documents or the marketing thereof in the Kingdom of Bahrain. The CBB is not and will not be responsible for the performance of the Equity Shares.

### **Kuwait**

This Placement Document has not been licensed for the offering, promotion, marketing, advertisement or sale of the Equity Shares offered in the Issue in the State of Kuwait by the Capital Markets Authority or any other relevant Kuwaiti government agency. The offering, promotion, marketing, advertisement or sale of the Equity Shares offered in the Issue in the State of Kuwait on the basis of a private placement or public offering is, therefore, prohibited in accordance with Law No. 7 of 2010 and the Executive Bylaws for Law No. 7 of 2010, as amended, which govern the issue, offer, marketing and sale of securities in the State of Kuwait ("**Kuwait Securities Laws**"). Therefore, in accordance with the Kuwait Securities Laws, no private or public offering of the Equity Shares is or will be made in the State of Kuwait, no agreement relating to the sale of the Equity Shares will be concluded in the State of Kuwait and no marketing or solicitation or inducement activities are being used to offer or market the Equity Shares in the State of Kuwait.

### **Mauritius**

In accordance with The Securities Act 2005 of Mauritius, no offer of the Equity Shares offered in the Issue may be made to the public in Mauritius without, amongst other things, the prior approval of the Mauritius Financial Services Commission. This Placement Document has not been approved or registered by the Mauritius Financial Services Commission. Accordingly, this Placement Document does not constitute a public offering. The Placement Document is for the exclusive use of the person to whom it has been given by the BRLM and is a private concern between the sender and the recipient.

### **Malaysia**

No prospectus or other offering material or document in connection with the offer and sale of the Equity Shares has been or will be registered with the Securities Commission of Malaysia (“**Commission**”) for the Commission’s approval pursuant to the Capital Markets and Services Act 2007. Accordingly, this Placement Document and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Equity Shares may not be circulated or distributed, nor may the Equity Shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Malaysia other than (i) a closed end fund approved by the Commission; (ii) a holder of a Capital Markets Services Licence; (iii) a person who acquires the Equity Shares, as principal, if the offer is on terms that the Equity Shares may only be acquired at a consideration of not less than RM250,000 (or its equivalent in foreign currencies) for each transaction; (iv) an individual whose total net personal assets or total net joint assets with his or her spouse exceeds RM3 million (or its equivalent in foreign currencies), excluding the value of the primary residence of the individual; (v) an individual who has a gross annual income exceeding RM300,000 (or its equivalent in foreign currencies) per annum in the preceding twelve months; (vi) an individual who, jointly with his or her spouse, has a gross annual income of RM400,000 (or its equivalent in foreign currencies), per annum in the preceding twelve months; (vii) a corporation with total net assets exceeding RM10 million (or its equivalent in a foreign currencies) based on the last audited accounts; (viii) a partnership with total net assets exceeding RM10 million (or its equivalent in foreign currencies); (ix) a bank licensee or insurance licensee as defined in the Labuan Financial Services and Securities Act 2010; (x) an Islamic bank licensee or takaful licensee as defined in the Labuan Financial Services and Securities Act 2010; and (xi) any other person as may be specified by the Commission; provided that, in the each of the preceding categories (i) to (xi), the distribution of the Equity Shares is made by a holder of a Capital Markets Services Licence who carries on the business of dealing in securities. The distribution in Malaysia of this Placement Document is subject to Malaysian laws. This Placement Document does not constitute and may not be used for the purpose of public offering or an issue, offer for subscription or purchase, invitation to subscribe for or purchase any securities requiring the registration of a prospectus with the Commission under the Capital Markets and Services Act 2007.

#### **New Zealand**

This Placement Document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013 (the “FMA Act”). The Equity Shares offered in the Issue may only be offered or sold in New Zealand (or allotted with a view to being offered for sale in New Zealand) to a person who: (a) is an investment business within the meaning of clause 37 of Schedule 1 of the FMC Act; (b) meets the investment activity criteria specified in clause 38 of Schedule 1 of the FMC Act; (c) is large within the meaning of clause 39 of Schedule 1 of the FMC Act; (d) is a government agency within the meaning of clause 40 of Schedule 1 of the FMC Act; or (e) is an eligible investor within the meaning of clause 41 of Schedule 1 of the FMC Act.

#### **Sultanate of Oman**

This Placement Document does not constitute an offer to sell or the solicitation of any offer to buy non-Omani securities in the Sultanate of Oman. This Placement Document is strictly private and confidential and is being provided to a limited number of sophisticated investors solely to enable them to decide whether or not to invest in the Equity Shares outside of the Sultanate of Oman, upon the terms and subject to the restrictions set out herein and may not be reproduced or used for any other purpose or provided to any person other than the original recipient.

This Placement Document has not been approved by the Capital Market Authority of Oman (the “CMA”) or any other regulatory body or authority in the Sultanate of Oman (“**Oman**”), nor has the BRLM or any placement agent acting on its behalf received authorisation, licensing or approval from the CMA or any other regulatory authority in Oman, to market, offer, sell, or distribute the Equity Shares in Oman.

No marketing, offering, selling or distribution of any Equity Shares has been or will be made from within Oman and no subscription for any Equity Shares may or will be consummated within Oman. Neither the BRLM nor any placement agent acting on its behalf is a company licensed by the CMA to provide investment advisory, brokerage, or portfolio management services in Oman, nor a bank licensed by the Central Bank of Oman to provide investment banking services in Oman. Neither the BRLM nor any placement agent acting on its behalf advises persons or entities resident or based in Oman as to the appropriateness of investing in or purchasing or selling securities or other financial products.

The Equity Shares offered in the Issue have not and will not be listed on any stock exchange in the Sultanate of Oman. Nothing contained in this Placement Document is intended to constitute Omani investment, legal, tax, accounting or other professional advice. This Placement Document is for your information only, and nothing herein is intended to endorse or recommend a particular course of action. You should consult with an appropriate professional for specific advice on the basis of your situation.

#### **Qatar (excluding the Qatar Financial Centre)**

This Placement Document does not, and is not intended to, constitute an invitation or an offer of Equity Shares in the State of Qatar and accordingly should not be construed as such. The Equity Shares offered in the Issue have not been, and shall not be, offered, sold or delivered at any time, directly or indirectly, in the State of Qatar. Any offering of the Equity Shares shall not constitute a public offer of securities in the State of Qatar.

By receiving this Placement Document, the person or entity to whom it has been provided to understands, acknowledges and agrees that: (a) neither this Placement Document nor the Equity Shares have been registered, considered, authorised or approved by the Qatar Central Bank, the Qatar Financial Markets Authority, or any other authority or agency in the State of Qatar; (b) our Company and the BRLM is not authorised or licensed by the Qatar Central Bank, the Qatar Financial Markets Authority or any other authority or agency in the State of Qatar, to market or sell the Equity Shares within the State of Qatar; (c) this Placement Document may not be provided to any person other than the original recipient and is not for general circulation in the State of Qatar; and (d) no agreement relating to the sale of the Equity Shares shall be consummated within the State of Qatar.

No marketing of the Issue has been or will be made from within the State of Qatar and no subscription to the Equity Shares may or will be consummated within the State of Qatar. Any applications to invest in the Equity Shares shall be received from outside of Qatar. This Placement Document shall not form the basis of, or be relied on in connection with, any contract in Qatar. Our Company and the BRLM are not, by distributing this Placement Document, advising individuals resident in the State of Qatar as to the appropriateness of purchasing Equity Shares in the Issue. Nothing contained in this Placement Document is intended to constitute investment, legal, tax, accounting or other professional advice in, or in respect of, the State of Qatar.

### **Qatar Financial Centre**

This Placement Document does not, and is not intended to, constitute an invitation or offer of Equity Shares from or within the Qatar Financial Centre ("**QFC**"), and accordingly should not be construed as such. The Placement Document has not been reviewed or approved by or registered with the Qatar Financial Centre Authority, the Qatar Financial Centre Regulatory Authority or any other competent legal body in the QFC.

The Placement Document is strictly private and confidential, and may not be reproduced or used for any other purpose, nor provided to any person other than the recipient thereof. Our Company has not been approved or licensed by or registered with any licensing authorities within the QFC.

### **Saudi Arabia**

Any investor in the Kingdom of Saudi Arabia or who is a Saudi person (a "**Saudi Investor**") who acquires Equity Shares pursuant to the Issue should note that the offer of Equity Shares is an offer to "Sophisticated Investors" (as defined in Article 11 of the "Offer of Securities Regulations" as issued by the Board of the Capital Market Authority resolution number 2-11- 2004 dated October 4, 2004 and amended by the Board of the Capital Market Authority resolution number 1-28-2008 dated August 18, 2008 (the "**KSA Regulations**")) for the purposes of Article 9 of the KSA Regulations. Each Book Running Lead Managers have represented, warranted and agreed that the offer of the Equity Shares will only be directed at Sophisticated Investors. Prospective purchasers of the Equity Shares offered hereby should conduct their own due diligence on the accuracy of the information relating to the Equity Shares. If you do not understand the contents of this document, you should consult an authorised financial adviser.

The offer of Equity Shares shall not therefore constitute a "public offer" pursuant to the KSA Regulations, but is subject to the restrictions on secondary market activity under Article 17 of the KSA Regulations. Any Saudi Investor who has acquired Equity Shares as a Sophisticated Investor may not offer or sell those Equity Shares to any person unless the offer or sale is made through an authorised person appropriately licensed by the Saudi Arabian Capital Market Authority and (a) the Equity Shares are offered or sold to a Sophisticated Investor; (b) the price to be paid for the Equity Shares in any one transaction is equal to or exceeds Saudi Arabian Riyal 1 million or an equivalent amount; or (c) the offer or sale is otherwise in compliance with Article 17 of the KSA Regulations.

### **Singapore**

Each BRLM has acknowledged that this Placement Document has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, each BRLM has represented and agreed that it has not offered or sold any Equity Shares or caused the Equity Shares to be made the subject of an invitation for subscription or purchase and will not offer or sell any Equity Shares or cause the Equity Shares to be made the subject of an invitation for subscription or purchase, and has not circulated or distributed, nor will it circulate or distribute, this Placement Document or any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Equity Shares, whether directly or indirectly, to any person in Singapore other than: (i) to an institutional investor (as defined in Section 4A of the Securities and Futures Act (Chapter 289) of Singapore, as modified or amended from time to time (the "SFA"))

pursuant to Section 274 of the SFA; (ii) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1) of the SFA, or any person pursuant to Section 275(1A) of the SFA, and in accordance with the conditions specified in Section 275 of the SFA; or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA. Where the Equity Shares are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

- (a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- (b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

securities or securities-based derivatives contracts (each term as defined in Section 2(1) of the SFA) of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Equity Shares pursuant to an offer made under Section 275 of the SFA except:

1. to an institutional investor or to a relevant person, or to any person arising from an offer referred to in Section 275(1A) or Section 276(4)(i)(B) of the SFA;
2. where no consideration is or will be given for the transfer;
3. where the transfer is by operation of law;
4. as specified in Section 276(7) of the SFA; or
5. as specified in Regulation 37A of the Securities and Futures (Offers of Investments) (Securities and Securities-based Derivatives Contracts) Regulations 2018.

Singapore SFA Product Classification: In connection with Section 309B of the SFA and the CMP Regulations 2018, unless otherwise specified before an offer of Equity Shares, the Company has determined, and hereby notifies all relevant persons (as defined in Section 309A(1) of the SFA), that the Equity Shares are "prescribed capital markets products" (as defined in the CMP Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

## South Africa

Due to restrictions under the securities laws of South Africa, no "offer to the public" (as such term is defined in the South African Companies Act, No. 71 of 2008 (as amended or re-enacted) (the "**South African Companies Act**")) is being made in connection with the issue of the Equity Shares in South Africa. Accordingly, this Placement Document does not, nor is it intended to, constitute a "registered prospectus" (as that term is defined in the South African Companies Act) prepared and registered under the South African Companies Act and has not been approved by, and/or filed with, the South African Companies and Intellectual Property Commission or any other regulatory authority in South Africa. The Equity Shares are not offered, and the offer shall not be transferred, sold, renounced or delivered, in South Africa or to a person with an address in South Africa, unless one or other of the following exemptions stipulated in section 96 (1) applies:

- i. the offer, transfer, sale, renunciation or delivery is to:
  - (a) persons whose ordinary business is to deal in securities, as principal or agent;
  - (b) the South African Public Investment Corporation;
  - (c) persons or entities regulated by the Reserve Bank of South Africa;
  - (d) authorised financial service providers under South African law;
  - (e) financial institutions recognised as such under South African law;
  - (f) a wholly-owned subsidiary of any person or entity contemplated in (c), (d) or (e), acting as agent in the capacity of an authorised portfolio manager for a pension fund or collective investment scheme (in each case duly registered as such under South African law); or
  - (g) any combination of the person in (a) to (f); or
- ii. the total contemplated acquisition cost of the securities, for any single addressee acting as principal is equal to or greater than ZAR1,000,000 or such higher amount as may be promulgated by notice in the Government Gazette of South Africa pursuant to section 96(2)(a) of the South African Companies Act.

Information made available in this Placement Document should not be considered as "advice" as defined in the South African Financial Advisory and Intermediary Services Act, 2002.

## **South Korea**

No securities registration statement in relation to the Solicitations (as defined under Financial Investment Services and Capital Markets Act of the Republic of Korea ("**South Korea**") (the "**FISCMA**") of the Equity Shares offered in the Issue in South Korea has been or will be filed pursuant to the FISCMA. The Solicitations shall only be made (i) to certain professionals as prescribed in the FISCMA and the enforcement decree promulgated thereunder ("Professional Investors") and (ii) to no more than 49 persons (excluding any Professional Investors) during the six-month period prior to the contemplated date of the allotment of the Equity Shares in the Issue.

Furthermore, the Equity Shares may not be offered, sold, transferred or delivered for reoffering or resale, directly or indirectly, in South Korea or to, or for the account or benefit of, any resident (as defined under the Foreign Exchange Transactions Act of South Korea and the decree, rules and regulations promulgated thereunder) thereof for a period of one year from the date of the issuance of the Equity Shares, except as otherwise permitted under applicable South Korean laws and regulations.

## **Switzerland**

The Equity Shares may not be publicly offered in Switzerland and will not be listed on the SIX Swiss Exchange ("**SIX**") or on any other stock exchange or regulated trading facility in Switzerland. This Placement Document does not constitute a prospectus within the meaning of, and has been prepared without regard to the disclosure standards for issuance prospectuses under art. 652a or art. 1156 of the Swiss Code of Obligations or the disclosure standards for listing prospectuses under art. 27 ff. of the SIX Listing Rules or the listing rules of any other stock exchange or regulated trading facility in Switzerland. Neither this document nor any other offering or marketing material relating to the Equity Shares or the offering may be publicly distributed or otherwise made publicly available in Switzerland.

Neither this Placement Document nor any other offering or marketing material relating to the offering, the Company, the Equity Shares have been or will be filed with or approved by any Swiss regulatory authority. In particular, this document will not be filed with, and the offer of Equity Shares will not be supervised by, the Swiss Financial Market Supervisory Authority and the offer of Equity Shares has not been and will not be authorized under the Swiss Federal Act on Collective Investment Schemes ("**CISA**"). The investor protection afforded to acquirers of interests in collective investment schemes under the CISA does not extend to acquirers of Equity Shares.

## **Taiwan**

The Equity Shares have not been and will not be registered with the Financial Supervisory Commission of Taiwan pursuant to relevant securities laws and regulations and may not be sold, issued or offered within Taiwan through a public offering or in circumstances which constitutes an offer within the meaning of the Securities and Exchange Act of Taiwan that requires a registration or approval of the Financial Supervisory Commission of Taiwan. No person or entity in Taiwan has been authorised to offer, sell, give advice regarding or otherwise intermediate the offering and sale of the Equity Shares in Taiwan.

## **United Arab Emirates (excluding the Dubai International Financial Centre)**

This Placement Document has not been, and is not intended to be, approved by the UAE Central Bank, the UAE Ministry of Economy, the Emirates Securities and Commodities Authority or any other authority in the UAE or any other authority in any of the free zones established and operating in the UAE. The Equity Shares have not been and will not be offered, sold or publicly promoted or advertised in the UAE in a manner which constitutes a public offering in the UAE in compliance with any laws applicable in the UAE governing the issue, offering and sale of such securities. This Placement Document is strictly private and confidential and is being distributed to a limited number of investors and must not be provided to any other person other than the original recipient and may not be used or reproduced for any other purpose.

## **Dubai International Financial Centre**

The Equity Shares have not been offered and will not be offered to any persons in the Dubai International Financial Centre except on that basis that an offer is:

1. an "Exempt Offer" in accordance with the Markets Rules (MKT) module of the Dubai Financial Services Authority (the "**DFSA**"); and
2. made only to persons who meet the Professional Client criteria set out in Rule 2.3.2 of the DFSA Conduct of Business Module of the DFSA rulebook.

**Other Jurisdictions**

The distribution of this Placement Document and the offer and sale of the Equity Shares may be restricted by law in certain jurisdictions. Persons into whose possession this Placement Document comes are required to inform themselves about, and to observe, any such restrictions to the extent applicable.

## TRANSFER RESTRICTIONS

*Due to the following restrictions, investors are advised to consult legal counsel prior to purchasing Equity Shares or making any resale, pledge or transfer of Equity Shares.*

*Pursuant to Chapter VI of the SEBI ICDR Regulations, any resale of Equity Shares, except on the floor of the Stock Exchanges, is not permitted for a period of one year from the date of Allotment. Investors are advised to consult legal counsels prior to making any offer, resale, pledge or transfer of our Equity Shares. In addition to the above, Allotments made to Eligible QIBs, including VCFs and AIFs, in the Issue may be subject to lock-in requirements, if any, under the rules and regulations that are applicable to them. For more information, see "Selling Restrictions" on page 137*

### **Transfer restrictions and purchaser representations for purchasers within the United States**

The Equity Shares have not been and will not be registered under the U.S. Securities Act and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws.

If you purchase the Equity Shares offered in the United States pursuant to Section 4(a)(2) of the U.S. Securities Act, in reliance upon Rule 144A or another available exemption from the registration requirements of the U.S. Securities Act, by accepting delivery of this Placement Document, submitting a bid to purchase Equity Shares and/or accepting delivery of any Equity Shares, you will be deemed to have represented and agreed to us and the Book Running Lead Managers as follows:

- You are authorised to consummate the purchase of the Equity Shares in compliance with all applicable laws and regulations.
- You (A) are a “qualified institutional buyer” (as defined in Rule 144A) (a “U.S. QIB”), (B) are aware that the sale of the Equity Shares to you is being made pursuant to Section 4(a)(2) of the U.S. Securities Act or another available exemption from the registration requirements of the U.S. Securities Act, and (C) are acquiring such Equity Shares for your own account or for the account of a U.S. QIB.
- You understand and agree (or if you are a broker-dealer acting on behalf of a customer, your customer has confirmed to you that such customer understands and agrees) that the Equity Shares are being offered in a transaction not involving any public offering within the meaning of the U.S. Securities Act, have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States and may not be reoffered, resold, pledged or otherwise transferred except (A)(i) in the United States, (1) to a person who the seller reasonably believes is a U.S. QIB in a transaction meeting the requirements of Rule 144A, (2) pursuant to an exemption from the registration requirements under the U.S. Securities Act provided by Rule 144 under the U.S. Securities Act (if available), (3) pursuant to another available exemption from the registration requirements of the U.S. Securities Act, or (4) pursuant to an effective registration statement under the U.S. Securities Act, or (ii) outside the United States in an offshore transaction in reliance upon Regulation S, as applicable, and (B) in each case, in accordance with all applicable securities laws of the states of the United States and any other jurisdictions in which such offers or sales are made.
- You agree (or if you are a broker-dealer acting on behalf of a customer, your customer has confirmed to you that such customer agrees) that neither you, nor any of your affiliates, nor any person acting on your behalf, will make any “directed selling efforts” as defined in Regulation S, with respect to the Equity Shares. You acknowledge and agree that you are not purchasing any Equity Shares as a result of any directed selling efforts.
- The Equity Shares offered and sold in the United States as part of the Issue are “restricted securities” within the meaning of Rule 144(a)(3) under the U.S. Securities Act and no representation is made as to the availability of the exemption provided by Rule 144 for re-sales of any Equity Shares.
- You will not deposit or cause to be deposited such Equity Shares into any depository receipt facility established or maintained by a depository bank other than a Rule 144A restricted depository receipt facility, so long as such Equity Shares are “restricted securities” within the meaning of Rule 144(a)(3) under the U.S. Securities Act.
- You have been provided access to the Placement Document and will be provided access to the Placement Document, which you have read in its entirety. You will base your investment decision on a copy of the Preliminary Placement Document and this Placement Document. You acknowledge that neither our Company nor any of its affiliates nor any other person (including the Book Running Lead Managers) or any of its affiliates has made or will make any representations, express or implied, to you with respect to our Company, the Issue,

the Equity Shares or the accuracy, completeness or adequacy of any financial or other information concerning our Company, the Issue or the Equity Shares, other than (in the case of our Company only) the information contained in this Placement Document, as it may be supplemented.

- You are a sophisticated investor and possess such knowledge and experience in financial, business and investments as to be capable of evaluating the merits and risks of the investment in the Equity Shares. You are experienced in investing in private placement transactions of securities of companies in similar jurisdictions. You and any accounts for which you are subscribing to the Equity Shares (i) are each able to bear the economic risk of the investment in the Equity Shares, (ii) will not look to our Company or the BRLMs or any of their respective shareholders, directors, officers, employees, counsels, advisors, representatives, agents or affiliates for all or part of any such loss or losses that may be suffered, (iii) are able to sustain a complete loss on the investment in the Equity Shares, (iv) are seeking to subscribe to the Equity Shares in this Issue for investment purposes and not with a view to resell or distribute them and you or they have no reason to anticipate any change in your or their circumstances, financial or otherwise, which may cause or require any sale or distribution by it of all or any part of the Equity Shares, (v) have no need for liquidity with respect to the investment in the Equity Shares, and (vi) have no reason to anticipate any change in your or their circumstances, financial or otherwise, which may cause or require any sale or distribution by you or them of all or any part of the Equity Shares. You acknowledge that an investment in the Equity Shares involves a high degree of risk and that the Equity Shares are, therefore, a speculative investment.
- You will notify any transferee to whom you subsequently offer, sell, pledge or otherwise transfer and the executing broker and any other agent involved in any resale of the Equity Shares of the foregoing restrictions applicable to the Equity Shares and instruct such transferee, broker or agent to abide by such restrictions.
- You acknowledge that if at any time your representations cease to be true, you agree to resell the Equity Shares at our Company's request.
- You agree that any offer, resale, pledge or other transfer, or attempted offer, resale, pledge or other transfer, of the Equity Shares made other than in compliance with the above-stated restrictions will not be recognised by the Company.

You acknowledge and agree (or if you are a broker-dealer acting on behalf of a customer, your customer has confirmed to you that such customer acknowledges and agrees) that the Company, the BRLMs and their respective affiliates and others will rely upon the truth and accuracy of the foregoing acknowledgments, representations and agreements and agree that, if any of such acknowledgments, representations or agreements are no longer accurate you will promptly notify Company and the BRLMs; and if you are acquiring any of the Equity Shares as a fiduciary or agent for one or more accounts, you represent that you have sole investment discretion with respect to each such account and that you have full power to make, and do make, the foregoing acknowledgments, representations and agreements on behalf of each such account. You agree that the terms and provisions of the foregoing acknowledgments, representations and agreements shall inure to the benefit of and any document incorporating such acknowledgments, representations and agreements shall be enforceable by the Company, its successors and its permitted assigns, and the terms and provisions hereof shall be binding on its permitted successors in title, permitted assigns and permitted transferees. You understand that these acknowledgments, representations and undertakings are required in connection with United States securities laws and irrevocably authorize the Company to produce these acknowledgments, representations and undertakings (or any document incorporating them) to any interested party in any administrative or legal proceedings or official enquiry with respect to the matters covered herein.

## THE SECURITIES MARKET OF INDIA

Our Company is listed on the NSE's SME platform "NSE Emerge". The information in this section has been extracted from documents available on the website of SEBI and the NSE and NSE Emerge and has not been prepared or independently verified by our Company, the Lead Manager or any of their respective affiliates or advisors.

### The Indian Securities Market

India has a long history of organised securities trading. In 1875, the first stock exchange was established in Mumbai. The BSE and the NSE together hold a dominant position among the stock exchanges in terms of the number of listed companies, market capitalisation and trading activity.

### Stock Exchange Regulations

Indian stock exchanges including NSE Emerge are regulated primarily by SEBI, as well as by the Government acting through the Ministry of Finance, Capital Markets Division, under the SCRA and the SCRR. On October 3, 2018, SEBI, in exercise of its powers under the SCRA and the SEBI Act, as amended from time to time, notified the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 (the "SECC Regulations"), which regulate inter alia the recognition, ownership and internal governance of stock exchanges and clearing corporations in India together with providing for minimum net worth requirements for stock exchanges. The SCRA, the SCRR and the SECC Regulations along with various rules, bye-laws and regulations of the NSE, regulate the recognition of stock exchanges, the qualifications for membership thereof and the manner, in which contracts are entered into, settled and enforced between members of the stock exchange.

The SEBI Act empowers SEBI to regulate the Indian securities markets, including NSE and intermediaries in the capital markets, promote and monitor self-regulatory organisations and prohibit fraudulent and unfair trade practices. Regulations and guidelines concerning minimum disclosure requirements by public companies, rules and regulations concerning investor protection, insider trading, substantial acquisitions of shares and takeover of companies, buy-backs of securities, employee stock option schemes, stockbrokers, merchant bankers, underwriters, mutual funds, foreign portfolio investors, credit rating agencies and other capital market participants have been notified by the relevant regulatory authority.

### Listing and delisting of Securities

The listing of securities on a recognised Indian stock exchange is regulated by the applicable Indian laws including the Companies Act, 2013, the SCRA, the SCRR, the SEBI Act, and various guidelines and regulations issued by SEBI including the SEBI ICDR Regulations SEBI Listing Regulations. The SCRA empowers the governing body of each recognised stock exchange to suspend trading of or withdraw admission to dealings in a listed security for breach of or non-compliance with any conditions or breach of company's obligations under the SEBI Listing Regulations or for any reason, subject to the issuer receiving prior written notice of the intent of the exchange and upon granting of a hearing in the matter. SEBI also has the power to amend the SEBI Listing Regulations and bye-laws of the stock exchanges in India, to overrule a stock exchange's governing body and withdraw recognition of a recognized stock exchange.

SEBI has notified the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, to govern the voluntary and compulsory delisting of equity shares from the stock exchanges. In addition, certain amendments to the SCRR have also been notified in relation to delisting.

### Minimum Level of Public Shareholding

All listed companies (except public sector undertakings) are required to maintain a minimum public shareholding at 25%. In this regard, SEBI has provided several mechanisms to comply with this requirement. Further, where the public shareholding in a listed company falls below 25% (except public sector undertakings) at any time, such company is required to bring the public shareholding to 25% within a maximum period of 12 months from the date of such fall. Consequently, a listed company may be delisted from the stock exchanges for not complying with the above-mentioned requirement. Our Company is in compliance with this minimum public shareholding requirement.

### Index-Based Market-Wide Circuit Breaker System

In order to restrict abnormal price volatility in any particular stock, the SEBI has instructed stock exchanges to apply daily circuit breakers which do not allow transactions beyond a certain level of price volatility. The index-based market-wide circuit breaker system (equity and equity derivatives) applies at three stages of the index movement, at 10%, 15% and 20%. The stock exchanges on a daily basis translate the circuit breaker limits based on previous day's closing level of the index. These circuit breakers, when triggered, bring about a co-ordinated trading halt in all equity and equity

derivative markets nationwide. The market-wide circuit breakers are triggered by movement of either the SENSEX of the BSE or the S&P CNX NIFTY of the NSE, whichever is breached earlier.

In addition to the market-wide index-based circuit breakers, there are currently in place individual scrip-wise circuit breakers. However, no price bands are applicable on scrips on which derivative products are available or scrips included in indices on which derivative products are available.

The stock exchanges in India can also exercise the power to suspend trading during periods of market volatility. Margin requirements are imposed by stock exchanges that are required to be paid by the stockbrokers.

In case the Capital market of the Main board is closed on account of nationwide index circuit filter, or for any other reason, NSE Emerge will also be closed. It will be reopened simultaneously, as and when the Capital market is reopened for trading.

## **NSE**

The NSE was established by financial institutions and banks to provide nationwide online, satellite-linked, screen based trading facilities with market-makers and electronic clearing and settlement for securities including government securities, debentures, public sector bonds and units. Deliveries for trades executed “on- market” are exchanged through the National Securities Clearing Corporation Limited. It has evolved over the years into its present status as one of the premier stock exchanges of India. The NSE was recognised as a stock exchange under the SCRA in April 1993 and commenced operations in the wholesale debt market segment in June 1994. The capital market (equities) segment commenced operations in November 1994 and operations in the derivatives segment commenced in June 2000. NSE launched the NSE 50 Index, now known as S&P CNX NIFTY, on April 22, 1996 and the Mid-cap Index on January 1, 1996.

## **NSE Emerge**

NSE's SME platform “NSE Emerge”, commenced in 2013 offers emerging businesses a new and viable option for raising equity capital from a diversified set of investors in an efficient manner. NSE EMERGE can play the critical role of significantly improving access to equity capital for growing companies. At the same time, NSE Emerge platform provides investors with opportunities to invest in growing SMEs.

Our Company is listed on the SME platform of of National Stock Exchange i.e. NSE Emerge and thus the QIBs will be required to make application in Minimum Application Lot Size i.e. of applications for 300 Equity Shares and in multiples of 300 Equity Shares thereafter.

As per the provisions of the Chapter IX of the SEBI (ICDR) Regulation, 2018, our Company may migrate to the main board of NSE from the Main Board on a later date.

## **Internet-based Securities Trading and Services**

Internet trading takes place through order routing systems, which route client orders to exchange trading systems for execution. Stockbrokers interested in providing this service are required to apply for permission to the relevant stock exchange and also have to comply with certain minimum conditions stipulated by SEBI. The NSE became the first exchange to grant approval to its members for providing internet-based trading services. Internet trading is possible on both the “equities” as well as the “derivatives” segments of the NSE.

## **Trading Hours**

Trading on both the NSE and the BSE occurs from Monday to Friday, between 9:15 a.m. and 3:30 p.m. IST (excluding the 15 minutes pre-open session from 9:00 a.m. to 9:15 a.m.). The BSE and the NSE are closed on 164 public holidays. The recognised stock exchange has been permitted to set their own trading hours (in the cash and derivatives segments) subject to the condition that (i) the trading hours are between 9.00 a.m. and 5.00 p.m.; and (ii) the stock exchange has in place a risk management system and infrastructure commensurate to the trading hours.

## **Trading Procedure**

In order to facilitate smooth transactions, NSE has introduced a fully automated trading system called National Exchange for Automated Trading (“NEAT”), which operates on strict time/price priority besides enabling efficient trade. NEAT has provided depth in the market by enabling a large number of members all over India to trade simultaneously, narrowing the spreads. Alternate options are available for trading of the securities of the listed companies. The SME securities can trade either in the normal (continuous) market or have a daily liquidity window through a call auction session.

## **SEBI Listing Regulations**

Public listed companies are required under the SEBI Listing Regulations to prepare and circulate to their shareholders audited annual accounts which comply with the disclosure requirements and regulations governing their manner of presentation and which include sections relating to corporate governance, related party transactions and management's discussion and analysis as required under the SEBI Listing Regulations. In addition, a listed company is subject to, inter alia, continuing disclosure requirements pursuant to the terms of the SEBI Listing Regulations.

## **SEBI Takeover Regulations**

Disclosure and mandatory bid obligations for listed Indian companies under Indian law are governed by the SEBI Takeover Regulations, which provides for specific regulations in relation to substantial acquisition of shares and takeover. Once the equity shares of a company are listed on a stock exchange in India, the provisions of the SEBI Takeover Regulations will apply to any acquisition of the company's shares/ voting rights/ control. The SEBI Takeover Regulations prescribes certain thresholds or trigger points in the shareholding a person or entity has in the listed Indian company, which give rise to certain obligations on part of the acquirer. Acquisitions up to a certain threshold prescribed under the SEBI Takeover Regulations mandate specific disclosure requirements, while acquisitions crossing particular thresholds may result in the acquirer having to make an open offer of the shares of the target company. The SEBI Takeover Regulations also provide for the possibility of indirect acquisitions, imposing specific obligations on the acquirer in case of such indirect acquisition. The SEBI Takeover Regulations also provides certain general exemptions which exempt certain acquisitions from the obligation to make an open offer. Subsequently, the SEBI Takeover Regulations were amended on August 13, 2021 exempting (a) persons, together with persons acting in concert with him, holding shares or voting rights entitling him to exercise twenty-five per cent or more of the voting rights in a target company; and (b) promoter of the target company, together with persons acting in concert with him, from making continual disclosures in relation to aggregate shareholding and voting rights in the target company. Further, the amendment has also removed certain disclosure obligations for acquirers/promoters, pertaining to acquisition or disposal of shares aggregating to 5% and any change of 2% thereafter, annual shareholding disclosure and creation/invocation/release of encumbrance registered in depository systems under the SEBI Takeover Regulations. These relaxations have been given on account of implementation of the System Driven Disclosures (SDD).

## **SEBI Insider Trading Regulations**

The SEBI Insider Trading Regulations have been notified to prohibit and penalise insider trading in India. An insider is, among other things, prohibited from dealing in the securities of a listed company when in possession of unpublished price sensitive information ("UPSI").

The SEBI Insider Trading Regulations were notified on January 15, 2015 and came into effect on May 15, 2015, which repealed the erstwhile regulations of 1992. The SEBI Insider Trading Regulations, inter alia, impose certain restrictions on the communication of information by listed companies. Under the SEBI Insider Trading Regulations, (i) no insider shall communicate, provide or allow access to any UPSI relating to such companies and securities listed or proposed to be listed, to any person including other insiders; and (ii) no person shall procure or cause the communication by any insider of UPSI relating to such companies and securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations. However, UPSI may be communicated, provided or allowed access to or procured, under certain circumstances specified in the SEBI Insider Trading Regulations.

The SEBI Insider Trading Regulations make it compulsory for listed companies and certain other entities that are required to handle UPSI in the course of business operations to establish an internal code of practices and procedures for fair disclosure of UPSI and to regulate, monitor and report trading by insiders. To this end, the SEBI Insider Trading Regulations provide principles of fair disclosure for purposes of code of practices and procedures for fair disclosure of UPSI and minimum standards for code of conduct to regulate, monitor and report trading by insiders. There are also initial and continuing shareholding disclosure obligations under the SEBI Insider Trading Regulations.

The SEBI Insider Trading Regulations also provides for disclosure obligations for promoters, members of the promoter group, designated person or director in case value of trade exceeds monetary threshold of ₹10 Lakhs over a calendar quarter, within two days of reaching such threshold. The board of directors of all listed companies are required to formulate and publish on the company's website a code of procedure for fair disclosure of UPSI along with a code of conduct for its employees for compliance with the SEBI Insider Trading Regulations.

Further, on July 17, 2020, SEBI amended the Insider Trading Regulations to prescribe that the board of directors or head(s) of listed companies shall ensure that a structured digital database be maintained, containing the nature of unpublished price sensitive information, the names and details of persons who have shared the information and the names and details person with whom information is shared.

## **Depositories**

The Depositories Act provides a legal framework for the establishment of depositories to record ownership details and effect transfer in book-entry form. Further, SEBI framed regulations in relation to the formation and registration of such depositories, the registration of participants as well as the rights and obligations of the depositories, participants, companies and beneficial owners. The depository system has significantly improved the operation of the Indian securities markets.

## DESCRIPTION OF THE EQUITY SHARES

*The following is information relating to the Equity Shares including a brief summary of the Memorandum of Association and Articles of Association and the Companies Act. Bidders are urged to read the Memorandum of Association and Articles of Association carefully, and consult with their advisers, as the Memorandum of Association and Articles of Association and applicable Indian law, and not this summary, govern the rights attached to the Equity Shares.*

### Share capital

The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crores) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

### Dividends

Under Indian law, a company pays dividends upon a recommendation by its board of directors and approval by a majority of the shareholders at the AGM of shareholders held each financial year. Under the Companies Act, unless the board of directors of a company recommends the payment of a dividend, the shareholders at a general meeting have no power to declare any dividend. Subject to certain conditions specified under Section 123 of the Companies Act and the rules made thereunder no dividend can be declared or paid by a company for any financial year except (a) out of the profits of the company for that year after providing depreciation, calculated in accordance with the provisions of the Companies Act; or (b) out of the profits of the company for any previous financial year(s) arrived at in accordance with the Companies Act and remaining undistributed; or (c) out of both; or (d) out of money provided by the Central Government or a state Government for payment of dividend by the Company in pursuance of a guarantee given by that Government.

Further, as per the Companies Act, read with the Companies (Declaration and Payment of Dividend) Rules, 2014, in case of the inadequacy or absence of profits in any year, a company may declare dividend out of the accumulated profits earned in previous years and transferred to the free reserves, provided: (a) the rate of dividend declared shall not exceed the average of the rates at which dividend was declared by it in the three years immediately preceding that year; provided, this rule shall not apply to a company, which has not declared any dividend in each of the three preceding financial years; (b) the total amount to be drawn from such accumulated profits shall not exceed one-tenth of the sum of the paid up share capital of the company and free reserves as per its most recent audited financial statements; (c) the amount so drawn shall be first utilised to set off the losses incurred by the company in the financial year in which the dividend is declared before any dividend in respect of equity shares is declared; and (d) the balance of the reserves of our Company after such withdrawal shall not fall below 15% of the company's paid up share capital as per its most recent audited financial statements.

These dividends are required to be deposited into a separate bank account within five days of the declaration of such dividend and paid to shareholders within 30 days of the date of its declaration.

The Articles of Association provide that our Company in its general meeting may declare dividends to be paid to the members according to their shareholding. The dividend shall not exceed the amount recommended by our Board. Further, our Board may from time to time pay the members interim dividend as may appear to them to be justified. No dividend may be paid otherwise than out of the profits of our Company, arrived at in the manner provided under the Companies Act. The dividends of our Company shall be divisible among the members in proportion of the amount of capital paid up or credited as paid-up on the Equity Shares, held by them for the respective period of the holding of the Equity Shares or both. However, our Board may retain any dividends on which our Company may have a lien and may apply the same towards the satisfaction of the debts or liabilities in respect of which the lien exists. All dividends shall be apportioned and paid on the amounts paid or credited as paid on the Equity Shares during any portion or portions of the period in respect of which the dividend is paid but if any Share is issued on terms providing that it shall rank for dividends as from a particular date, such Share shall rank for dividend accordingly. No member shall be entitled to receive payment of any interest or dividend or bonus in respect of his Equity Shares while any money may be due or owing from him to the company and our Board may deduct from the interest or dividend to any member all such sums of money so due from him to our Company. A transfer of Equity Shares shall not pass the right to any dividend declared therein before the registration of the transfer.

The Companies Act states that any dividends that remain unpaid or unclaimed after that period are to be transferred to a special bank account. Any dividend amount (along with interest) that remains unpaid or unclaimed for seven years from the date of such transfer is to be transferred by our Company to a fund, called the Investor Education and Protection Fund, created by the Government. In addition, all shares in respect of which dividend has not been paid or claimed for seven consecutive years, shall be transferred by the Company to the Investor Education and Protection Fund along with a statement containing requisite details.

## **Capitalization of reserves and issue of bonus shares**

In addition to permitting dividends to be paid out of current or retained earnings as described above, the Companies Act permits the board of directors, if so approved by the shareholders in a general meeting, to capitalise its profits or reserves for the purpose of issuing fully paid-up bonus shares, which are similar to stock dividend. The Companies Act permits the issue of fully paid-up bonus shares from its free reserves, securities premium account or capital redemption reserve account, provided that bonus shares shall not be issued by capitalising reserves created by revaluation of assets. These bonus Equity Shares must be distributed to shareholders in proportion to the number of Equity Shares owned by them as recommended by the board of directors.

Any issue of bonus shares by a listed company would be subject to the SEBI regulations. The relevant SEBI regulations prescribe that no company shall make a bonus issue of Equity Shares if it has outstanding fully or partly convertible debt instruments at the time of making the bonus issue, unless it has made reservation of the Equity Shares in the same class in favour of the holders of the outstanding convertible debt instruments in proportion to the convertible part thereof and the Equity Shares reserved for the holders of fully or partly convertible debt instruments shall be issued at the time of conversion of such convertible debt instruments on the same terms or same proportion on which the bonds were issued. Further, for issuance of such bonus shares, a company should not have defaulted in the payment of interest or principal in respect of fixed deposits and interest on existing debentures or principal on redemption of such debentures. The declaration of bonus shares in lieu of a dividend cannot be made. The bonus issuance shall be made out of free reserves built out of genuine profits or share premium collected in cash only. The reserves created by revaluation of fixed assets cannot be capitalised. Further, a company should have sufficient reason to believe that it has not defaulted in respect of the payment of statutory dues of the employees, such as contributions to provident funds, gratuities and/or bonuses.

The Company in General Meeting may resolve that any moneys, investments or other assets forming part of the undivided profits of the Company standing to the credit of the Reserve Fund, or any Capital Redemption Reserve Account, or in the hands of the Company and available for dividend (or representing premium received on the issue of Equity Shares and standing to the credit of the Shares Premium Account) be capitalized and distributed among such of the shareholders as would be entitled to receive the same if distributed by way of dividend and in the same proportions on the footing that they become entitled thereto as capital and that all or any part of such capitalized fund be applied on behalf of such shareholders in paying up in full either at par or at such premium as the resolution may provide, any unissued shares or debentures or debenture-stock of the Company which shall be distributed accordingly or in or towards payment of the uncalled liability on any issued shares or debentures or debenture-stock and that such distribution or payment shall be accepted by such shareholders in full satisfaction of their interest in the said capitalized sum, provided that a Share Premium Account and a Capital Redemption Reserve Account may, for the purposes of this Article, only be applied in the paying of any unissued shares to be issued to members of the Company as fully paid bonus shares.

## **Pre-emptive Rights and Alteration of Share Capital**

Subject to the provisions of the Companies Act, 2013 our Company may increase its share capital by issuing new shares on such terms and with such rights as it, by approval of our Shareholders in a General Meeting by way of an ordinary resolution, may determine. According to Section 62(1)(a) of the Companies Act, 2013 such new shares shall be offered to existing shareholders in proportion to the paid up share capital on those shares at that date. The offer shall be made by notice specifying the number of shares offered and the date (being not less than 15 days and not exceeding 30 days from the date of the offer) within which the offer, if not accepted, will be deemed to have been declined. After such date or on receipt of earlier intimation from the persons to whom such notice is given that they decline to accept the shares offered, the Board may dispose of the shares offered in respect of which no acceptance has been received in a manner which shall not be disadvantageous to the shareholders of our Company. The offer is deemed to include a right exercisable by the person concerned to renounce the shares offered to him in favour of any other person. private placement and public issues shall be undertaken pursuant to Chapter III of the Companies Act, 2013.

Under the provisions of Section 62(1)(c) of the Companies Act, 2013 and the Companies (Share Capital and Debentures) Rules, 2014, new shares may be offered to any persons whether or not those persons include existing shareholders or employees to whom shares are allotted under a scheme of employees stock options, either for cash or for consideration other than cash, if a special resolution to that effect is passed by our Company's shareholders in a general meeting. Our Company may, by a resolution passed in a general meeting, from time to time, increase the share capital by the creation of new Equity Shares of such amount as may be deemed expedient and specified in the resolution. Such increase in the share capital shall be subject to compliance with the provision of the Companies Act, 2013 and of any other laws that may be in force. New Equity Shares shall be issued upon such terms and conditions and with such rights and privileges attached thereto as are consistent with provisions of the Companies Act, 2013 and which the general meeting, resolving upon the creation thereof shall direct and if no direction be given, as our Board shall determine, and in particular such Equity Shares may be issued with a preferential or qualified right to dividends and in the distribution of assets of our Company and with a special or without any right of voting, subject to the conditions prescribed under the Companies Act, 2013.

Our Company may by ordinary resolution:

- Increase the share capital by such sum, to be divided into shares of such amount, as it thinks expedient;
- Consolidate and divide all or any its Equity Shares into shares of larger amount than its existing Equity Shares; subject to the applicable approvals under the Companies Act, 2013 for any consolidation and division which results in changes in the voting percentage of members;
- Subdivide its existing Equity Shares or any of them into Equity Shares of smaller amount than is fixed originally by the Memorandum of Association;
- Convert all or any of its fully-paid up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;
- Cancel any Equity Shares which at the date of the passing of the ordinary resolution, have not been taken or agreed to be taken by any person.

Further, our Company may, from time to time, by special resolution, reduce its share capital or any share premium account in any manner, subject to any incident authorized and consent required by law.

### **General Meetings of Shareholders**

Every year our Company is required to hold an annual general meeting in addition to any other meetings. Further, our Board may, whenever it thinks fit, call an extraordinary general meeting and shall, on the requisition of a number of members who constitute not less than one-tenth of the paid-up capital of our Company, proceed to call an extraordinary general meeting. Not less than 21 days' clear notice in writing of the general meeting is to be given, but shorter notice may be given if consent in writing is accorded by all the members entitled to vote and in case of any other meetings, with the consent of members holding not less than 95 per cent of such part of the paidup Share capital of our Company which gives a right to vote at the meeting. For a meeting of the shareholders, (i) five shareholders present in person, if the number of shareholders as on the date of meeting is not more than 1,000; (ii) 15 shareholders present in person, if the number of shareholders as on the date of the meeting is more than 1,000 but up to 5,000; and (iii) 30 shareholders present in person, if the number of shareholders as on the date of meeting exceeds 5,000, shall constitute a quorum for a general meeting of our Company, whether AGM or EGM. No business is to be transacted at the general meeting unless the requisite quorum is present at the commencement of the same. If the quorum is not present within half an hour of the time appointed for a meeting, the meeting, if convened upon such requisition as aforesaid, shall be dissolved; but in any other case it shall stand adjourned to the same day in the next week at the same time and place. The Articles of Association further provide that no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

The Chairman of our Board shall be entitled to take the chair at every general meeting or, if there is no such chairman, or if at any general meeting he is not present within fifteen minutes after the time appointed for holding such general meeting or is unwilling to act as Chairman, the Directors present shall elect one of them to be the chairman of the meeting. If no Director is present or if all the Directors present decline to take the chair, then the members present shall choose one amongst themselves to be chairman of the general meeting.

A company intending to pass a resolution relating to matters such as, but not limited to, amendments to the objects clause of the Memorandum of Association, a variation of the rights attached to a class of shares or debentures or other securities, buy-backs of shares, giving loans or extending guarantees in excess of limits prescribed, is required to obtain the resolution passed by means of a postal ballot instead of transacting the business in our Company's general meeting. A notice to all the shareholders shall be sent along with a draft resolution explaining the reasons thereof and requesting them to send their assent or dissent in writing on a postal ballot within a period of 30 days from the date of posting the notice. Postal ballot includes voting by electronic mode.

### **Voting Rights**

Every member present in person shall have one vote on poll and the member present in person or by proxy shall have one vote for each Share of our Company held by him, subject to any rights or restrictions for the time being attached to any class or classes of Equity Shares. The Articles of Association provide that any member entitled to attend and vote at a General Meeting may do so either personally or through his constituted attorney or through another person as proxy on his behalf, for that meeting. The manner of giving proxies is provided in detail in the Articles of Association of the Company.

The instrument appointing a proxy is required to be lodged at the registered office at least 48 hours before the time of the meeting or adjourned meeting at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid. A vote given in accordance with the terms of an instrument appointing a proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the instrument or transfer of the Share in respect of which the vote is given provided no intimation in writing of the death or insanity, revocation or transfer

shall have been received at the office of our Company before the general meeting. Provided never the less that the chairman of any general meeting shall be entitled to require such evidence as he may in his discretion think fit of the due execution of an instrument of proxy and that the same has not been revoked.

No member is entitled to be present or to vote on any question either personally or by proxy or as proxy for another member at any general meeting or upon a poll or to be reckoned in a quorum while any call or other sum payable to our Company in respect of any of the Equity Shares of such member shall remain unpaid, and no member is entitled to be present or to vote at any general meeting in respect of any Equity Share that he has acquired by transfer unless his name is entered as the registered holder of the Equity Share in respect of which he claims to vote, but this shall not affect Equity Shares acquired under a testamentary disposition or by succession to an intestate or under an insolvency or liquidation.

Ordinary resolutions may be passed by a simple majority of those present and voting and those voting electronically. Special resolutions require that the votes cast in favour of the resolution must be at least three times the votes cast against the resolution.

### **Directors**

The Articles of Association provide that the number of Directors shall not be less than three and not be more than fifteen. The Directors shall be appointed by our Company in the general meeting subject to the provisions of the Companies Act, 2013 and the Articles of Association. The Companies Act, 2013 provides that not less than one-third of the total number of directors on the board of a company, excluding the independent directors, shall be liable to retire by rotation. One-third of the directors shall automatically retire every year at the annual general meeting and shall be eligible for re-appointment. The Board shall have the power to determine the directors whose period of office is or is not liable to determination by retirement of directors by rotation. The independent directors may be appointed for a maximum of two terms of up to five consecutive years each; however, such directors are eligible for re-appointment after the expiry of three years of ceasing to be an independent director provided that such directors were not, during the three years period, appointed in or associated with the company in any other capacity, either directly or indirectly. Any reappointment of independent directors, inter alia, shall be on the basis of performance evaluation report and requires the approval of the shareholders by way of a special resolution.

Our Board is required to meet at least once every 120 days for the dispatch of business, adjourn and otherwise regulate its meetings and proceedings as it thinks fit provided that at least four such meetings shall be held in every year. The quorum for a meeting of our Board is one-third of its total strength (any fraction contained in that one-third being rounded off as one) or two Directors, whichever is higher. However, where it involves a decision on an affirmative vote item, the quorum is required to include an investor Director.

### **Buy-back**

Our Company may buy back its own Equity Shares or other specified securities subject to the provisions of the Companies Act, 2013 and the related SEBI guidelines issued in connection therewith.

### **Transfer and Transmission of Equity Shares**

Shares held through depositories are transferred in the form of book entries or in electronic form in accordance with the regulations laid down by SEBI. These regulations provide the regime for the functioning of the depositories and the participants and set out the manner in which the records are to be kept and maintained and the safeguards to be followed in this system.

Transfers of beneficial ownership of shares held through a depository are subject to STT (levied on and collected by the stock exchanges on which such equity shares are sold), however, are exempt from stamp duty. Our Company has entered into an agreement for such depository services with NSDL and CDSL.

SEBI requires that the shares for trading and settlement purposes be in book-entry form for all investors, except for transactions that are not made on a stock exchange and transactions that are not required to be reported to the stock exchange. Our Company shall keep a book in which every transfer or transmission of shares will be entered. Pursuant to the SEBI Listing Regulations, except in case of transmission or transposition of Equity Shares, requests for effecting transfer of Equity Shares shall not be processed unless the Equity Shares are held in dematerialized form with a depository. The Equity Shares shall be freely transferable, subject to applicable laws.

### **Winding up**

If the Company shall be wound up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of

the Company, whether they shall consist of property of the same kind or not. For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.

The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

## STATEMENT OF POSSIBLE SPECIAL TAX BENEFITS

To,  
**The Board of Directors,**  
**Basilic Fly Studio Limited**  
Tower A, Krc Commerzone  
Mount Poonamallee Road  
Porur, Chennai, Tamil Nadu,  
India, 600116

**GYR Capital Advisors Private Limited**  
428, Gala Empire, Near JB Tower,  
Drive In Road, Thaltej Ahmedabad-380054

(**GYR Capital Advisors Private Limited** is appointed in relation to the Offer is referred to as the “**Book Running Lead Manager**” or the “**BRLM**”)

**Re: Proposed qualified institutional placement of equity shares of face value of Rs. 10 each (the “Equity Shares” and such offering, the “Offer”) of Basilic Fly Studio Limited (the “Company”)**

We, **L U Krishnan and Co**, statutory auditors to the Company, Firm Registration Number 001527S, hereby confirm that the enclosed **Annexure A** provides the special tax benefits available to the Company, its shareholders identified as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, rules, circulars and notifications issued in relation thereto; and (ii) applicable indirect taxation laws, as amended and read with the rules, circulars and notifications issued in connection thereto.

Several of these stated tax benefits/consequences are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant tax laws. Therefore, the ability of the Company or its shareholders to derive the tax benefits is dependent on fulfilling such conditions.

The benefits discussed in the enclosed annexure are not exhaustive. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the Offer. Neither are we suggesting nor advising the investor to invest money based on this statement. These statements do not cover any general tax benefits available to the Company and/or its shareholders and is neither designed nor intended to be a substitute for professional tax advice.

We do not express any opinion or provide any assurance as to whether:

- i) the Company or its shareholders will continue to obtain these benefits in future; or
- ii) the conditions prescribed for availing the benefits have been/would be met with; or
- iii) The revenue authorities/courts will concur with the views expressed herein.

The contents of the enclosed statement are based on information, explanations and representations obtained from the Company and on the basis of our understanding of the business activities and operations of the Company.

This certificate, including **Annexure A** herein, is for your information and for inclusion in the preliminary placement document and placement document and any other material used in connection with the Offer (together the “**Offer Documents**”) with the Securities and Exchange Board of India (“**SEBI**”), National Stock Exchange of India Limited (collectively, the “**Stock Exchanges**”).

The aforesaid information contained herein and in **Annexure A** may be relied upon by the Book Running Lead Managers and legal counsels appointed pursuant to the Offer and may be submitted to the stock exchanges, the Securities and Exchange Board of India, and any other regulatory or statutory authority in respect of the Offer and for the records to be maintained by the Book Running Lead Managers.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

We undertake to update you in writing of any changes in the abovementioned position, until the date the Equity Shares issued pursuant to the Offer commence trading on the stock exchanges. In the absence of any communication from us till the Equity Shares commence trading on the stock exchanges, you may assume that there is no change in respect of the matters covered in this certificate.

Capitalized terms used herein, unless otherwise specifically defined, shall have the same meaning as ascribed to them in the Offer Documents.

**Restriction in Use**

This certificate is issued solely for the purpose of the Qualified Institutional Placement of the parent company and is not intended for use 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 L U Krishnan & Co.,  
Chartered Accountants  
Firm's Registration Number: 001527S**

**S/d  
PK Manoj  
Partner**

**Date:** 18-08-2025

**Place:** Chennai

LUKBFS-1710858597-3898

**Membership Number: 207550**

**UDIN: 25207550BMJDJT6517**

## **Annexure A**

The information provided below sets out the possible special tax benefits available to the Company and the Equity Shareholders under the Income Tax Act 1961 presently in force in India. It is not exhaustive or comprehensive and is not intended to be a substitute for professional advice. Investors are advised to consult their own tax consultant with respect to the tax implications of an investment in the Equity Shares particularly in view of the fact that certain recently enacted legislation may not have a direct legal precedent or may have a different interpretation on the benefits, which an investor can avail.

**YOU SHOULD CONSULT YOUR OWN TAX ADVISORS CONCERNING THE INDIAN TAX IMPLICATIONS AND CONSEQUENCES OF PURCHASING, OWNING AND DISPOSING OF EQUITY SHARES IN YOUR PARTICULAR SITUATION.**

### **Direct Taxation**

Outlined below are the special tax benefits available to the Company and its shareholders under the Income tax Act, 1961 ('the Act'), as amended by Finance Act, 2025 i.e., applicable for Financial Year 2025-26 relevant to the Assessment Year 2026-27, presently in force in India.

#### **A. SPECIAL DIRECT TAX BENEFITS TO THE COMPANY**

Section 115BAA, as inserted vide The Taxation Laws (Amendment) Act, 2019, provides that domestic company can opt for a rate of tax of 22% (plus applicable surcharge and education cess) for the financial year 2019-20 onwards, provided the total income of the company is computed without claiming certain specified incentives/deductions or set-off of losses, depreciation etc. and claiming depreciation determined in the prescribed manner. In case a company opts for section 115BAA, provisions of Minimum Alternate Tax would not be applicable and earlier year MAT credit will not be available for set-off. The option needs to be exercised on or before the due date of filing the tax return. Option once exercised, cannot be subsequently withdrawn for the same or any other tax year. The company has availed the benefit under this section from FY 2019-20 i.e. from AY 2020-21 onwards.

#### **B. SPECIAL DIRECT TAX BENEFITS TO THE SHAREHOLDERS**

The Shareholders of the Company are not entitled to any special tax benefits under the Act.

#### **C. SPECIAL DIRECT TAX BENEFITS TO THE MATERIAL COMPANY**

There are no special tax benefits available to the material subsidiary under the Tax Laws.

### **Indirect Taxation**

Outlined below are the special tax benefits available to the Company and its shareholders under the Central Goods and Services Tax Act, 2017/ Integrated Goods and Services Tax Act, 2017 read with Rules, Circulars, and Notifications ("GST law"), the Customs Act, 1962, Customs Tariff Act, 1975 ("Customs law) and Foreign Trade Policy 2015-2020 ("FTP") (collectively referred as "Indirect Tax").

#### **A. SPECIAL INDIRECT TAX BENEFITS TO THE COMPANY**

The Company is not entitled to any special indirect tax benefits under the Act

#### **B. SPECIAL INDIRECT TAX BENEFITS TO THE SHAREHOLDERS**

The Shareholders of the Company are not entitled to any special indirect tax benefits under the Act.

#### **Note:**

1. All the above benefits are as per the current tax laws and will be available only to the sole / first name holder where the shares are held by joint holders.
2. The above statement covers relevant direct tax law benefits and indirect tax law benefits or benefit under any other law.

No assurance is given that the revenue authorities/courts will concur with the views expressed herein.

Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes. We do not assume responsibility to update the views consequent to such changes. We shall not be liable to any claims, liabilities or expenses relating to this assignment except to the extent of fees relating to this assignment, as finally judicially determined to have resulted primarily from bad faith or intentional misconduct. We will not be liable to any other person in respect of this statement

## LEGAL PROCEEDINGS

*Our Company may be involved in certain legal proceedings from time to time, which are primarily in the nature of tax disputes and other matters pending before various authorities.*

*As on date of this Placement Document, except as disclosed below, there are no outstanding litigation, suits, including any tax proceedings or any other claims, disputes, legal or show cause notices, investigations or complaints determined as material in accordance with the Company's 'Policy on disclosure of Material Events and Information' framed in accordance with Regulation 30 of the SEBI Listing Regulations.*

*Notwithstanding such materiality policy approved by the Board in accordance with the resolution passed by our Board on March 31, 2023, except as disclosed in this section, there are no (i) outstanding criminal proceedings against our Company and Subsidiary; (ii) outstanding actions by statutory or regulatory authorities against our Company and Subsidiary; (iii) outstanding civil and tax proceedings against our Company, which involve an amount equivalent to or in excess materiality threshold in terms of our 'Policy on disclosure of Material Events and Information'; and (iv) other civil and tax proceedings involving our Company and our subsidiary wherein a monetary liability is not determinable or quantifiable, or which does not exceed the Materiality Threshold as specified in (iii) above and which if results in an adverse outcome, would have a material adverse effect on the financial position, business, operations, prospects or reputation of our Company.*

*Further, as on the date of this Placement Document, except as disclosed below, (i) there is no litigation or legal action pending or taken by any ministry or department of the government or a statutory authority against our Promoters during the last three years immediately preceding the year of this Placement Document and no directions have been issued by such ministry or department of statutory authority upon conclusion of such litigation or legal action; (ii) there are no inquiries, inspections or investigations initiated or conducted under the Companies Act, 2013 in the last three years immediately preceding the year of this Placement Document for our Company and our Subsidiary, and no prosecutions filed (whether pending or not), fines imposed, compounding of offences in the last three years immediately preceding the year of this Placement Document for our Company and Subsidiary; (iii) there are no defaults by our Company in the repayment of statutory dues, dues in respect of deposits and interests thereon, or in repayment of any loan obtained from any bank or financial institution and interest thereon, as of the date of this Placement document; (iv) there are no material frauds committed against our Company in the last three years; (v) there are no defaults in annual filings of our Company under the Companies Act, 2013 and the rules made thereunder; (vi) there are no significant and material orders passed by the regulators, courts and tribunals impacting the going concern status of our Company and its future operations; and (vii) there are no reservations, qualifications or adverse remarks of our auditors in their respective reports on our audited financial statements for the last five Fiscals preceding the date of this Placement Document.*

*It is clarified that for the purposes of the above, pre-litigation notices received by our Company or its Subsidiary, from third parties (excluding statutory/ regulatory authorities or notices threatening criminal action) shall, in no event be considered as litigation till such time that any of the Company or its Subsidiary, are impleaded as parties in any such litigation proceedings before any judicial forum and accordingly have not been disclosed in this section.*

*Capitalized terms used herein shall, unless otherwise specified, have the meanings ascribed to such terms in this section.*

### **A. LITIGATION INVOLVING OUR COMPANY**

*All terms defined in a particular litigation disclosure pertains to that litigation only.*

#### **I. Litigation involving our Company**

##### **A. Litigation filed against our Company**

##### **1. Criminal proceedings**

Nil

##### **2. Outstanding actions by regulatory and statutory authorities -**

Nil

##### **3. Material civil proceedings**

Nil

B. *Litigation filed by our Company*

1. **Criminal proceedings**

Nil

2. **Material civil proceedings**

Nil

C. *Tax proceedings*

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable (in ₹ crore)^
Direct Tax	5*	0.89
Indirect Tax	4#	0.56
<b>Total</b>	<b>9</b>	<b>1.45</b>

^ Rounded off to closes decimal.

\*Includes:

(i) income tax demand notice bearing number ITBA/RCV/F/17/2025-26/1078822568(1) dated July 23, 2025 amounting to ₹70,05,670 and interest thereon amounting for ₹4,20,336 for AY 2024. Our Company has replied to the said notice;

(ii) income tax demand notice bearing number ITBA/COM/F/17/2025-26/1078668887(1) dated July 18, 2025 amounting to ₹1,30,064 for AY 2018. Our Company has replied to the said notice; and

(iii) TDS Traces default amounting to ₹8,84,640 for financial year 2023-24, 4,64,010 for financial year 2024-25, and ₹44,430 for financial year 2025-26

# Includes:

(i) GST demand amounting to ₹50,260 against demand reference ID bearing number ZD330824300229L dated August 30, 2024 under section 73 of the GST Act, for tax period April 2019 to March 2020;

(ii) GST demand amounting to ₹9,60,158 against demand reference ID bearing number ZD3308243096773 dated August 31, 2024 under section 73 of the GST Act, for tax period April 2019 to March 2020;

(iii) GST notice amounting to ₹43,98,702 against demand reference ID bearing number ZD330825349521C dated August 29, 2025 under section 73 of the GST Act, for tax period April 2021 to March 2022;

(iv) GST intimation amounting to ₹1,57,334 against demand reference ID bearing number ZD330825084189Y dated August 08, 2025 under section 74A(8) of the GST Act, for tax period April 2024 to March 2025

II. **Litigation involving our Subsidiary**

A. *Litigation filed against our Subsidiary*

1. **Criminal proceedings**

Nil

2. **Outstanding actions by regulatory and statutory authorities**

Nil

3. **Material civil proceedings**

Nil

B. *Litigation filed by our Subsidiary*

1. **Criminal proceedings**

Nil

2. **Material civil proceedings**

Nil

III. *Litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory*

***authority against our Promoters during the last three years [***

There are no litigation or legal actions pending or taken by any ministry or department of the government or any statutory authority and there are no directions issued by such ministry or department of the government or statutory authority upon conclusion of such litigation or legal action against our Promoters during the last three years immediately preceding the year of the issue of this Placement Document.

***IV. Inquiries, inspections, or investigations under the Companies Act initiated or conducted in the last three years***

There have been no inquiries, inspections or investigations initiated or conducted against our Company under the Companies Act in the last three years immediately preceding the year of issue of this Placement Document, nor have there been any prosecutions filed (whether pending or not), fines imposed, compounding of offences in the last three years immediately preceding the year of this Placement Document involving our Company.

***V. Details of acts of material frauds committed against our Company in the last three years, if any, and if so, the action taken by our Company***

There have been no material frauds committed against our Company in the last three years preceding the date of this Placement Document.

***VI. Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of undisputed statutory dues; debentures and interests thereon; deposits and interest thereon; and loan from any bank or financial institution and interest thereon***

As on the date of this Placement Document, our Company has no outstanding defaults in repayment of undisputed statutory dues, dues payable to holders of any debentures and interest thereon, deposits and interest thereon and loans and interest thereon from any bank or financial institution.

***VII. Details of defaults in annual filing of our Company under the Companies Act, 2013 and the rules made thereunder***

As on the date of this Placement Document, our Company has not made any default in annual filings of our Company under the Companies Act, 2013 and the rules made thereunder.

***VIII. Details of significant and material orders passed by the regulators, courts and tribunals impacting the going concern status of our Company and its future operations***

There are no significant and material orders passed by the regulators, courts and tribunals impacting the going concern status of our Company and its future operations.

***IX. Reservations, qualifications, or adverse remarks of auditors in the last five Fiscals immediately preceding the year of issue of this Placement Document and their impact on the financial statements and financial position of our Company and the corrective steps taken and proposed to be taken by our Company for each of the said reservations or qualifications or adverse remarks***

There are no reservations, qualifications, or adverse remarks of the Statutory Auditor in their report on audited financial statements for last five Fiscals preceding the date of this Placement Document.

## **INDEPENDENT AUDITORS**

M/s L.U Krishnan & Co., Chartered Accountants, are the current independent Statutory Auditors with respect to our Company as required by the Companies Act, 2013 and in accordance with the guidelines prescribed by ICAI. M/s L.U Krishnan & Co., Chartered Accountants, have been appointed as the Statutory Auditors of our Company, pursuant to the approval of the Shareholders of our Company at the AGM held on September 30, 2022, for a term of 5 years commencing from the conclusion of the 6<sup>th</sup> AGM of the Company till the conclusion of the 11<sup>th</sup> AGM to be held in the year 2027.

The Audited Financial Statements of our Company as of Financial Year ending March 31, 2025; March 31, 2024 and March 31, 2023, included in this Placement Document, have been audited and limited reviewed by M/s L.U Krishnan & Co., Chartered Accountants, as stated in their report included in this Placement Document in "Financial Statements" on page 158 of this Placement Document.

## GENERAL INFORMATION

Our Company was originally incorporated on January 28, 2016 as a Private Limited Company as “Basilic Fly Studio Private Limited” under the provisions of the Companies Act, 2013 with the Registrar of Companies, Chennai. Subsequently, pursuant to a special resolution of our Shareholders passed in the Extraordinary General Meeting held on December 29, 2022, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to ‘Basilic Fly Studio Limited’ and a Fresh Certificate of Incorporation consequent to Conversion was issued on May 19, 2023 by the Registrar of Companies, Chennai.

Our Registered Office is situated at Tower A, KRC Commerzone, Mount Poonamallee Road, Porur Chennai Tamil Nadu 600116 India.

### Change in registered office address

Date of change	Shifted from	Shifted to
At the time of Incorporation	-	8th Floor, West Wing No.136, Shyamala Towers, Arcot Road, Saligramam, Chennai, Tamil Nadu 600083 India
October 01, 2022	8th Floor, West Wing No.136, Shyamala Towers, Arcot Road, Saligramam, Chennai, Tamil Nadu 600083 India	Tower A, KRC Commerzone, Mount Poonamallee Road, Porur Chennai, Tamil Nadu 600116 India

The website of our Company is [www.basilicflystudio.com](http://www.basilicflystudio.com)

1. The Equity Shares are listed on Emerge Platform of NSE (“NSE EMERGE”) since September 11, 2023.
2. The Issue was authorised and approved by our Board of Directors on July 12, 2025. Our Shareholders have approved the Issue by way of a special resolution through EGM dated August 9, 2025.
3. The authorised share capital of our Company as on the date of this Placement Document is ₹ 30,00,00,000 divided into 3,00,00,000 equity shares of ₹ 10 each. Our issued, subscribed and paid-up share capital as of the date of this Placement Document is ₹ 23,24,00,000 divided into 2,32,40,000 Equity Shares of ₹ 10 each.
4. Our Company has received in-principal approvals in terms of Regulation 28(1) of the SEBI Listing Regulations from Stock Exchange on September 8, 2025 to list the Equity Shares issued pursuant to the Issue on the Stock Exchange. We will apply for final listing and trading approvals of the Equity Shares to be issued pursuant to the Issue on the Stock Exchanges after Allotment of the Equity Shares in the Issue.
5. Copies of our Memorandum and Articles of Association will be available for inspection between 10:00 am to 05:00 pm on all working days, (except Saturdays and public holidays) during the Bid/ Issue Period at our Registered Office.
6. Except as disclosed in this Placement Document, there has been no material adverse change in our financial or trading position since March 31, 2025 which has been included in this Placement Document.
7. The Floor Price is ₹ 441.81 per Equity Share, calculated in accordance with the provisions of Chapter VI of the SEBI ICDR Regulations. Our Company may offer a discount of not more than 5% on the Floor Price in terms of Regulation 176(1) of the SEBI ICDR Regulations.
8. Our Company confirms that it is in compliance with the minimum public shareholding requirements as specified in the SCRR.
9. Our Company has obtained necessary consents, approvals and authorizations as may be required in connection with the Issue.
10. The Issue will not Result in Change in Control of our Company.
11. Except as disclosed in this Placement Document, there are no material litigation or arbitration proceedings against or affecting our Company, or its assets or revenues, nor is our Company aware of any pending or threatened legal or arbitration proceedings, which are or might be material in the context of this Issue or could have a material adverse effect on the position, business, operations, prospects or reputation of our Company. For further details, see "Legal Proceedings" on page 152.

12. The Company and the BRLM accept no responsibility for statements made otherwise than in this Placement Document and anyone placing reliance on any other source of information, including our website, would be doing it at his or her own risk.
13. Details of the Company Secretary and Compliance Officer of our Company:

Ms. Swati Sharma

**Basilic Fly Studio Limited**

Tower A, KRC Commerzone,

Mount Poonamallee Road, Porur

Chennai Tamil Nadu 600116 India

Telephone: + 91 9500019440

Email Id: [cs@basilicfly.com](mailto:cs@basilicfly.com)

## FINANCIAL STATEMENTS

<b>Sr. No.</b>	<b>Financial Information</b>	<b>Page nos.</b>
1.	Fiscal 2025 Audited Financial Statements along with audit report issued (Consolidated)	F-1 to F-33
2.	Fiscal 2025 Audited Financial Statements along with audit report issued (Standalone)	F-34 to F-72
3.	Fiscal 2024 Audited Financial Statements along with audit report issued (Consolidated)	F-73 to F-104
4.	Fiscal 2024 Audited Financial Statements along with audit report issued (Standalone)	F-105 to F-140
5.	Fiscal 2023 Audited Financial Statements along with audit report issued (Consolidated)	F-141 to F-174
6.	Fiscal 2023 Audited Financial Statements along with audit report issued (Standalone)	F-175 to F-208

## INDEPENDENT AUDITOR'S REPORT

To the Members of  
Basilic Fly Studio Limited.,

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

1. We have audited the accompanying consolidated financial statements of **Basilic Fly Studio Limited** (Hereinafter referred to the "**Holding Company**") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2025, and the consolidated statement of Profit and Loss, the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, consolidated profit and its consolidated cash flows for the year then ended.

#### Basis for Opinion

3. 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Key Audit Matters

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

Key Audit Matter	How the matter was addressed in our audit
The Holding company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts. Revenue on time-and-material contracts are recognized as the related services are performed. Sales are shown net of sales returns, if any.	<p>In view of the significance of the matter we applied the following audit procedures on selected specific and statistical samples of contracts, among others to obtain sufficient audit evidence:</p> <ul style="list-style-type: none"><li>• Assessed the appropriateness of the revenue recognition is in accordance with the applicable accounting standard and accounting policies.</li><li>• Verified the progress of each project in terms use of human resources and other resources and</li><li>• Verified the contract with customers made in this regard and revenues accounted under proportionate Completion method.</li></ul>

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

5. The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report along with Annexures but does not include the consolidated financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.
6. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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. The above information is not available to us as on the date of our report.

**Responsibilities of the Management and Those charged with Governance for the consolidated Financial Statements:**

8. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.
9. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
10. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

**Auditor's Responsibilities for the Audit of the consolidated Financial Statements**

11. Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.

12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
- i. Identify and assess the risks of material misstatement of the consolidated 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.
  - ii. Obtain an understanding of internal 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.
  - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - iv. 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 ability of the Group 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 consolidated 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 Group to cease to continue as a going concern.



- v. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
  - vi. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
13. Materiality is the magnitude of misstatements in the 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 in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.
14. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.
15. 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.
16. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



## Other Matter

17. We did not audit the financial statements of Basilic Fly Studio UK Private Limited (including step down subsidiaries namely One of Us Limited (UK) & One of Us Limited (Paris)), whose financial statements reflect group share of total assets of Rs 164.64 crores, group share of total revenues of Rs 240.46 crores and group share of total net profit after tax of Rs. 26.26 crores for the year ended 31 March 2025. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.

Certain of these subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries. The Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India and which have been audited by other auditors in India. We have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Company and audited by us.

Also we did not audit the financial statements of Basilic Fly Studio Canada Limited (Subsidiary), whose financial statements reflect share of total assets of Rs 10.93 crores, total revenues of Rs 4.16 crores and total net profit after tax of Rs. 0.38 crores for the year ended 31 March 2025, as considered in the consolidated financial statements, in respect of subsidiaries, whose financial statements have not been audited by us. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion is on the consolidated financial statements, and our report on Other Legal and regulatory Requirements below is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.



## Report on Other Legal and Regulatory Requirements

18. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
19. As required by Section 143(3) of the Act, we report that:
- i. 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 of the aforesaid consolidated financial statements.
  - ii. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - iii. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
  - v. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
  - vi. With respect to the adequacy of internal financial controls over financial reporting and the operating effectiveness of such controls, reporting under this section is not applicable for subsidiaries, as all subsidiaries are not incorporated in India and for Holding Company refer to our separate report in "Annexure B" of the Standalone Auditor's Report included in this annual report.
  - vii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:



- a) The Group does not have any pending litigations which would impact its consolidated financial position of the Group.
- b) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies incorporated in India.
- viii. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("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.
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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; .
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- ix. The Company did not declare or pay any dividend during the year.
- x. Based on our examination, which included test checks, the Holding Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025, 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 and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.



However, reporting in respect of subsidiaries is not applicable as all subsidiaries of the Group are incorporated outside India.

For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 0015275



P K Manoj  
Partner

Membership No.207550

UDIN: 25207550BMJDII9491

Place: Chennai  
Date: 30 May 2025

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF BASILIC FLY STUDIO LIMITED FOR THE YEAR ENDED 31 MARCH 2025**

(Referred to in paragraph 18 under 'Report on Other Legal and Regulatory Requirements' section of our report)

- a) In our opinion and according to the information and explanations given to us, the Companies (Auditor's Report) Order, 2020 of the Holding Company did not include any qualifications or adverse remarks made by the auditors of subsidiary company in their auditor's report, included in the consolidated financial statements of the Company.

For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 0015275



*Manoj*

P K Manoj  
Partner

Membership No.207550

UDIN: 25207550BMJDIJ9491

Place: Chennai  
Date: 30 May 2025

**Consolidated Balance Sheet as at March 31,2025**

(Amount in ₹ cr)

Particulars	Note No.	As at	
		31-Mar-2025	31-Mar-2024
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 SHAREHOLDERS' FUNDS</b>			
(a) Share Capital	1	23.24	23.24
(b) Reserves and Surplus	2	179.00	99.90
(c) Money received against share warrants			
<b>2 MINORITY INTEREST</b>	3	8.39	0.41
<b>3 SHARE APPLICATION MONEY PENDING ALLOTMENT</b>			
<b>4 NON-CURRENT LIABILITIES</b>			
(a) Long-Term Borrowings	4	35.70	0.56
(b) Deferred Tax Liabilities (Net)	5	2.75	-
(c) Other Long-Term Liabilities			
(d) Long-Term Provisions	6	4.39	3.03
<b>5 CURRENT LIABILITIES</b>			
(a) Short-Term Borrowings	7	15.52	1.86
(b) Trade Payables	8		
(A) Total outstanding dues of micro enterprises and small enterprises and		2.48	1.04
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		1.29	5.00
(c) Other Current Liabilities	9	28.16	3.82
(d) Short-Term Provisions	10	7.39	4.18
<b>TOTAL</b>		<b>308.31</b>	<b>143.04</b>
<b>II. ASSETS</b>			
<b>1 NON-CURRENT ASSETS</b>			
(a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant & Equipment	11	17.88	1.92
(ii) Intangible Assets	12	77.03	-
(iii) Capital Work-in-Progress			
(iv) Intangible Assets under development			
(b) Non-Current Investments		-	-
(c) Deferred Tax Assets (Net)	13	0.91	0.64
(d) Other Non-Current Assets	14	5.17	4.46
<b>2 CURRENT ASSETS</b>			
(a) Current Investments			
(b) Inventories			
(c) Trade Receivables	15	77.54	53.10
(d) Cash & Bank Balances	16	42.85	42.76
(e) Short-Term Loans and Advances	17	-	3.92
(f) Other Current Assets	18	86.93	36.24
<b>TOTAL</b>		<b>308.31</b>	<b>143.04</b>
Company overview, Significant Accounting Policies & Other notes on accounts	26 & 27		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For **L.U.KRISHNAN & CO.**  
Chartered Accountants  
Firm's Registration No: 701019275

  
P K Manoj  
Partner  
Membership Number: 207550  
UDIN: 25207550BMJDI9491

  
Swati Sharma  
Company Secretary  
Mem No: A54158

  
Gaurav Mehra  
Chief Financial Officer

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**

  
Sundaram Yogalakshmi  
Wholetime Director  
DIN: 07323404

  
Balakrishnan  
Managing Director  
DIN: 06590484

Place: Chennai  
Date: 30/05/2025

Place: Chennai  
Date: 30/05/2025



Consolidated Statement of Profit and Loss for the year ended March 31,2025

Particulars	Note No.	(Amount in ₹ cr)	
		For the year ended	
		31-Mar-2025	31-Mar-2024
I Revenue From Operations	19	304.09	102.67
II Other Income	20	1.98	3.12
III <b>Total Income (I+II)</b>		<b>306.07</b>	<b>105.79</b>
IV <b>Expenses</b>			
Employee Benefits Expense	21	189.41	29.45
Finance Costs	22	4.05	0.52
Depreciation & Amortisation Expenses	23	6.19	1.05
Other Expenses	24	49.98	24.15
<b>Total Expenses (IV)</b>		<b>249.63</b>	<b>55.17</b>
V <b>Profit Before Exceptional and Extraordinary Items and Tax (III-IV)</b>		<b>56.44</b>	<b>50.62</b>
VI Exceptional Items	25	4.03	-
VII <b>Profit before extraordinary items and tax (V-VI)</b>		<b>52.41</b>	<b>50.62</b>
VIII Extraordinary items		-	-
IX <b>Profit before tax (VII-VIII)</b>		<b>52.41</b>	<b>50.62</b>
X <b>Tax Expense:</b>			
(1) Current Tax		6.41	13.34
(2) Deferred Tax		(0.27)	(0.33)
(3) Provision for earlier tax		0.67	1.05
<b>Total Tax Expenses</b>		<b>6.81</b>	<b>14.06</b>
<b>Profit after tax (IX-X)</b>		<b>45.60</b>	<b>36.56</b>
XI Minority Interest		8.17	0.02
XII <b>Profit ( Loss) for the period from continuing operations (IX-X)</b>		<b>37.43</b>	<b>36.54</b>
XIII <b>Profit ( Loss) for the period from discontinuing operations</b>		-	-
XIV Tax expenses of discontinuing operations		-	-
<b>Profit ( Loss) for the period from discontinuing operations (after tax) (XII-XIII)</b>		<b>-</b>	<b>-</b>
<b>Profit/(Loss) For The Period (XII+XIV)</b>		<b>37.43</b>	<b>36.54</b>
XV <b>Earnings per equity share before extraordinary items: (In Rs.)</b>			
(1) Basic		16.11	17.86
(2) Diluted		16.11	17.86
<b>Earnings per equity share after extraordinary items: (In Rs.)</b>			
(1) Basic		16.11	17.86
(2) Diluted		16.11	17.86

Company overview, Significant Accounting Policies & Other notes on accounts  
The accompanying notes form an integral part of the financial statements

As per our report of even date attached  
For L.U.KRISHNAN & CO  
Chartered Accountants  
Firm's Registration No: 0015275

P K Manoj  
Partner  
Membership Number: 207580  
UDIN: 25207550BMJDI9491



Swati Sharma  
Company Secretary  
Mem No: A54158

Gaurav Mehra  
Chief Financial Officer

For and on behalf of the Board of Directors of  
BASILIC FLY STUDIO LIMITED

Sundaram Yogalakshmi  
Wholetime Director  
DIN: 07323404

Balakrishnan  
Managing Director  
DIN: 06590484

Place: Chennai  
Date: 30/05/2025

Place: Chennai  
Date: 30/05/2025



Consolidated Cash Flow Statement for the year ended March 31, 2025

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
<b>A CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net Profit Before Tax	52.41	50.61
<b>Adjustments for:</b>		
Foreign Exchange (Gain)/Loss	(0.48)	0.00
Depreciation	6.19	1.05
Interest Expenses	4.05	0.49
Interest Income	(0.66)	(2.39)
<b>Operating Profit before working capital changes:</b>		
<b>Adjustments for changes in working capital:</b>		
Increase/Decrease in Trade Receivables	(23.96)	(37.64)
Increase/Decrease in Short Term Loans & Advances	3.92	(3.92)
Increase/(Decrease) in Long term Provisions	1.36	1.07
Increase/(Decrease) in Short term Provisions	0.53	(0.71)
Increase/Decrease in Other Current assets	(50.69)	1.95
Increase/Decrease in Trade and Other payables	(2.27)	(0.48)
Increase/Decrease in Other Current Liabilities	24.34	0.04
Increase/Decrease in Other Non-Current assets	(0.71)	(20.95)
<b>Cash generated from operations</b>		
Income Taxes paid	(4.40)	(17.02)
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>9.63</b>	<b>(27.90)</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Interest Received	0.66	2.39
Fixed assets purchased including Intangible Assets	(99.19)	(0.65)
Acquisition of subsidiary	0.00	0.00
(Increase)/Decrease in Bank Deposits	26.81	(33.66)
<b>NET CASH USED IN INVESTING ACTIVITIES (B)</b>	<b>(71.72)</b>	<b>(31.92)</b>
<b>C CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Interest paid	(4.05)	(0.49)
Proceeds from issue of equity shares	0.00	54.91
Change in Reserves	44.08	0.00
Increase/(Decrease) in Long-Term Borrowings	35.14	(1.97)
Increase/(Decrease) in Short-Term Borrowings	13.66	0.12
<b>NET CASH USED IN FINANCING ACTIVITIES (C)</b>	<b>88.83</b>	<b>52.57</b>
Effect of Exchange Difference		
Exchange difference on Realized (Loss)/Gain	0.14	0.04
<b>D NET INCREASE IN CASH AND CASH EQUIVALENT (A+B+C)</b>	<b>26.88</b>	<b>(7.21)</b>
Opening Cash and Cash Equivalents	2.97	10.18
<b>CLOSING CASH AND CASH EQUIVALENT- Refer Note No.16 in Other Notes to Accounts</b>	<b>29.85</b>	<b>2.97</b>
Bank Deposits with more than 3 months but less than 12 months maturity	13.00	39.81
<b>Cash &amp; Bank Balance as per Balance Sheet</b>	<b>42.85</b>	<b>42.76</b>

Company overview, Significant Accounting Policies & Other notes on accounts - Note No 26 & 27  
The accompanying notes form an integral part of the financial statements

As per our report of even date attached  
For L.U. KRISHNAN & CO  
Chartered Accountants  
Firm's Registration No: 0015275

P K Manoj  
Partner  
Membership Number: 207550  
UDIN: 25207550BMJDIJ9491

Swati Sharma  
Company Secretary  
Mem No: A54158

Gaurav Mehra  
Chief Financial Officer

For and on behalf of the Board of Directors of  
BASILIC FLY STUDIO LIMITED

Sundaram Yogalakshmi  
Wholtime Director  
DIN: 07323404

Balakrishnan  
Managing Director  
DIN: 06590484

Place: Chennai  
Date: 30/05/2025

Place: Chennai  
Date: 30/05/2025



Notes to Consolidated Financial Statements as at March 31, 2025

Note: 1 Share Capital

Particulars	As at 31-Mar-2025		As at 31-Mar-2024	
	Number	Amount	Number	Amount
a) Number and amount of equity shares authorised	2,50,00,000	25.00	2,50,00,000	25.00
b) (i) Number and amount of equity shares Issued, Subscribed and Paid-Up	2,32,40,000	23.24	2,32,40,000	23.24
(ii) Number and amount of equity shares Subscribed but not fully Paid-Up				
<b>Total of b (i) and (ii)</b>	<b>2,32,40,000</b>	<b>23.24</b>	<b>2,32,40,000</b>	<b>23.24</b>
<b>c) Par value per Equity share (in ₹ each)</b>		<b>10.00</b>		<b>10.00</b>

d) Reconciliation of Number of Equity shares outstanding at the beginning and at the end of the reporting period

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Shares outstanding at the beginning of the year	2,32,40,000	1,70,00,000
Shares issued during the year	-	62,40,000
Shares bought back during the year	-	-
<b>Shares outstanding at the end of the year</b>	<b>2,32,40,000</b>	<b>2,32,40,000</b>

e) The rights, preferences and restrictions attaching to each class of shares:

The Company has only one class of shares and all shareholder have equal rights and there are no restriction and preferences attached to any shareholders including the right to receive dividend and repayment of Capital.

f) Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate

The Company has no shares held by its holding company or its ultimate holding company including subsidiaries or associates of the holding company or the ultimate holding company

g) Details of shareholders holding more than 5% of shares:

Name of the Shareholder	As at 31-Mar-2025		31-Mar-2024	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Balakrishnan	1,05,33,250	45.32%	1,05,33,250	45.32%
Sundaram Yogalakshmi	33,83,900	14.56%	33,83,900	14.56%

h) Shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment, including the terms and amounts;

There is no shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment.

i) Shares information related to immediately preceding five years from reporting date:

a) Number & class of Share allotted as fully paid up pursuant to contract(s) without payment being received in cash :

Nil

b) Aggregate number and class of shares allotted as fully paid up bonus shares :

During the Financial year 2022-23, the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10/- each in the ratio of 16 shares for every 1 share vide resolution dated 29-12-

c) Aggregate number and class of shares brought back :

Nil

j) Terms of any securities convertible into equity/preference shares issued along with the earliest date of conversion in descending order starting from the farthest such date

The Company has not issued any securities convertible into equity/preference shares.

k) Calls unpaid (showing aggregate value of calls unpaid by directors and officers)

The Company has no calls unpaid on shares during the reporting year.

l) The Company has not forfeited any shares during the reporting period

The Company has not forfeited any shares during the reporting period.

m) Shareholding of Promoters

Promoter Name	Equity Shares held by promoters as at 31-Mar-2025		31-Mar-2024		% Change during the year
	No. of Shares at the beginning of the year	% of total shares	No. of Shares at the end of the year	% of total shares	
Balakrishnan	1,05,33,250	45.32%	1,05,33,250	45.32%	0.00%
Sundaram Yogalakshmi	33,83,900	14.56%	33,83,900	14.56%	0.00%
<b>Promoters Shareholding Total</b>	<b>1,39,17,150</b>	<b>59.88%</b>	<b>1,39,17,150</b>	<b>59.88%</b>	<b>0.00%</b>

Note: 2 Reserves and Surplus

Particulars	As at	
	31-Mar-2025	31-Mar-2024
<b>(a) General Reserve</b>		
Opening Balance	4.00	4.00
Add: Additions during the year	0.02	-
Less: Deduction during the year	-	-
<b>Closing Balance</b>	<b>4.02</b>	<b>4.00</b>
<b>(b) Securities Premium</b>		
Opening Balance	48.67	48.67
Add: Additions during the year	41.49	48.67
Less: Deduction during the year (Bonus, others)	-	-
<b>Closing Balance</b>	<b>90.16</b>	<b>48.67</b>



Notes to Consolidated Financial Statements as at March 31,2025

(c) Surplus		
Opening Balance	47.16	10.62
Add: Additions during the year	37.43	36.54
<b>Closing Balance</b>	<b>84.59</b>	<b>47.16</b>
<b>(d) Foreign Currency Translation Reserve</b>		
Opening Balance	0.09	0.05
Add: Additions during the year	0.14	0.04
<b>Closing Balance</b>	<b>0.23</b>	<b>0.09</b>
<b>Total</b>	<b>179.00</b>	<b>99.90</b>

Note: 3 Minority Interest

Particulars	As at	
	31-Mar-2025	31-Mar-2024
<b>Minority Interest</b>		
Paid up Value (At Original Cost)	0.22	0.22
Add: Opening Share of Profit	-	0.17
Add/Less: Additions or deduction during the year	8.17	0.02
<b>Closing Balance</b>	<b>8.39</b>	<b>0.41</b>

Note: 4 Long-Term Borrowings

Particulars	As at	
	31-Mar-2025	31-Mar-2024
<b>Secured</b>		
a) Term Loans:		
i. From banks (Refer Note 3.1 below)	17.43	0.13
<b>Unsecured</b>		
b) Term Loans:		
i. From banks (Refer Note 3.2 below)	18.25	0.22
ii. From other parties (Refer Note 3.3 below)	0.02	0.21
iii. Loan From Related parties	-	-
<b>Total</b>	<b>35.70</b>	<b>0.56</b>

Note:

3.1 Disclosure about the nature of securities and type of asset given as security (Banks)

Particulars	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In cr)	Starting Date	Outstanding (Rs. in cr)	Nature of Security /Pledge
HDFC Bank Term Loan	9.50%	79	0.33	Sep'24	17.12	FD & Shares Pledge
Canara Bank Car Loan	8.85%	47	0.01	Mar'22	0.32	Mortgage of Vehicle

3.2 Disclosure about the nature and details of unsecured loans (Banks)

Particulars	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In cr)	Starting Date	Outstanding (Rs. in cr)	Nature of Security /Pledge
Bank - Coutts & Co - CBIL Loan	8.25%	23	0.46	Mar'22	11.07	-
Bank - Coutts & Co - Fitout Loan	9.00%	37	0.19	May'23	7.10	-
Deutsche Bank Business Loan	14.00%	2	0.02	Apr'22	0.04	-
IDFC Bank Business Loan	14.00%	1	0.02	May'22	0.02	-
Standard Chartered Term Loan	14.00%	1	0.03	Apr'22	0.03	-

3.3 Disclosure about the nature and details of unsecured loans (Other than bank)

Particulars	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In cr)	Starting Date	Outstanding (Rs. in cr)	Nature of Security /Pledge
Aditya Birla Term Loan	13.00%	1	0.02	Apr'22	0.02	-

Note: 5 Deferred Tax Liabilities (Net)

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Deferred Tax Liabilities	2.75	-
<b>Total</b>	<b>2.75</b>	<b>-</b>

Note: 6 Long-Term Provisions

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Provision for Employee Benefits	3.28	3.03
Provision for Dilapidations	1.11	-
<b>Total</b>	<b>4.39</b>	<b>3.03</b>



Notes to Consolidated Financial Statements as at March 31, 2025

Note: 7 Short-Term Borrowings

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-2025	31-Mar-2024
<b>Secured</b>		
a) Current Maturities of Long-term borrowings- Secured (refer note 3.1)	2.32	0.25
b) Loans repayable on demand:		
i. From banks (refer note 7.1)	10.87	-
<b>Unsecured</b>		
a) Current Maturities of Long-term borrowings- Unsecured (refer note 3.2 & 3.3)		1.61
<b>Total</b>	<b>2.34</b>	<b>-</b>
	<b>15.52</b>	<b>1.86</b>

Note:

7.1 Disclosure about the nature of securities and type of asset given as security (Banks)

(Amount in ₹ cr)						
Particulars	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. in cr)	Starting Date	Outstanding (Rs. in cr)	Nature of Security /Pledge
HDFC Bank OD Loan for working capital	9.50%	N.A	N.A	Sep'24	9.74	Debtors Statement

Note: 8 Trade Payables

I. Trade Payables relating to MSME

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-2025	31-Mar-2024
a) The principal amount and the interest due thereon, remaining unpaid to any supplier as at the end of accounting year		
Principal	2.45	
Interest Due	0.03	
b) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year		
c) The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)		
d) The amount of interest accrued and remaining unpaid at the end of accounting year		
e) The amount of further interest due and payable even in the succeeding year, 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		

II. Trade Payables ageing schedule

a) Trade Payables ageing schedule For the year ended 31-Mar-2025

Particulars	(Amount in ₹ cr)				TOTAL
	Outstanding for following periods from due date of payment				
	< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	2.48				2.48
(ii) Others	1.29				1.29
(iii) Disputed dues - MSME					
(iv) Disputed dues - Others					
<b>Sub total</b>	<b>3.76</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3.76</b>
Undue- Considered Good					
Unbilled Payables					
<b>Total:</b>	<b>3.76</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3.76</b>

b) Trade Payables ageing schedule For the year ended 31-Mar-2024

Particulars	(Amount in ₹ cr)				TOTAL
	Outstanding for following periods from due date of payment				
	< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	1.04				1.04
(ii) Others	4.11	0.89			5.00
(iii) Disputed dues - MSME					
(iv) Disputed dues - Others					
<b>Sub total</b>	<b>5.15</b>	<b>0.89</b>	<b>-</b>	<b>-</b>	<b>6.04</b>
Undue- Considered Good					
Unbilled Payables					
<b>Total:</b>	<b>5.15</b>	<b>0.89</b>	<b>-</b>	<b>-</b>	<b>6.04</b>

Note: 9 Other Current Liabilities

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-2025	31-Mar-2024
Interest accrued but not due on borrowings	0.12	0.02
Statutory Dues Payable	3.84	0.57
Salary Payable	3.65	3.03
Auditor Fees Payable	0.14	0.11
Provision for Expenses	0.51	-
Provision for Doubtful Debts	0.36	-
Income received in advance	4.05	-
Expenses Payable	15.48	0.08
<b>Total</b>	<b>28.16</b>	<b>3.82</b>



Notes to Consolidated Financial Statements as at March 31,2025

Note: 10 Short-Term Provisions

Particulars	(Amount in ₹ cr)	
	31-Mar-2025	31-Mar-2024
Provision for Employee Benefits	0.17	0.17
Provision for Taxation FY-2023-24	0.04	4.01
Provision for Taxation FY-2024-25	6.70	-
Provision for Taxation- Interest FY-2024-25	0.47	-
<b>Total</b>	<b>7.39</b>	<b>4.18</b>



BASILIC FLY STUDIO LIMITED  
CIN : L92100TN2016PLC103861

Notes to Consolidated Financial Statements as at March 31, 2025  
Changes in the carrying amounts of each class of assets for the year ended March 31, 2025

Note: 11 Property, Plant & Equipment (Consolidated)

Particulars	Gross Block			Accumulated Depreciation			Net Block					
	April 1, 2024	Additions for the year*	Deletions for the year	Effect of Foreign exchange translation	March 31, 2025	April 1, 2024	Addition During the Year*	Depreciation on deletion	Effect of Foreign exchange translation	March 31, 2025	March 31, 2024	
Computers & Accessories	3.50	66.06	-	0.00	69.56	2.02	54.80	5.02	0.00	61.85	7.71	1.47
Leasehold Equipment	-	16.43	-	-	16.43	-	5.60	1.03	-	6.62	9.81	-
Plant & Equipment	0.28	-	-	-	0.28	0.21	-	0.01	-	0.22	0.06	0.07
Furniture & Fittings	-	0.05	-	-	0.05	0.01	0.01	0.01	-	0.02	0.04	-
Office Equipment's	0.09	0.02	-	-	0.11	0.05	-	0.02	-	0.07	0.03	0.04
Vehicles	0.98	-	-	-	0.98	0.64	-	0.10	-	0.75	0.23	0.33
Printers & Scanners	0.01	0.00	-	-	0.01	0.00	-	0.00	-	0.00	0.01	0.00
<b>TOTAL (A)</b>	<b>4.85</b>	<b>82.56</b>	<b>-</b>	<b>0.00</b>	<b>87.42</b>	<b>2.39</b>	<b>60.41</b>	<b>6.19</b>	<b>0.00</b>	<b>69.54</b>	<b>17.88</b>	<b>1.92</b>
<b>Previous Year</b>	<b>4.20</b>	<b>0.63</b>	<b>-</b>	<b>0.02</b>	<b>4.85</b>	<b>1.88</b>	<b>-</b>	<b>1.05</b>	<b>0.00</b>	<b>2.93</b>	<b>1.92</b>	<b>2.12</b>

\*The additions of gross block and accumulated depreciation block represents assets of subsidiary acquired during the year of Rs 82.55 cr and Rs 60.41 cr respectively.



Notes to Consolidated Financial Statements as at March 31, 2025

Note: 12 Intangible Assets

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Goodwill	77.03	-
<b>Total</b>	<b>77.03</b>	<b>-</b>

Note: 13 Deferred Tax Assets (Net)

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Deferred Tax Assets	0.91	0.64
<b>Total</b>	<b>0.91</b>	<b>0.64</b>

Note: 14 Other Non-Current Assets

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Security Deposits	5.17	2.46
Bank Deposits with more than 12 months maturity	-	2.00
<b>Total</b>	<b>5.17</b>	<b>4.46</b>

Note: 15 Trade Receivables

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Trade receivable considered good – Unsecured	77.54	53.10
<b>Total</b>	<b>77.54</b>	<b>53.10</b>

I. Trade Receivables ageing schedule For the year ended Mar 31, 2025

Particulars	Outstanding for following periods from due date of payment					Total
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	31.90	37.11	8.53	-	-	77.54
(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	-	-	-	-	-	-
Less: Allowance for Doubtful Receivables	-	-	-	-	-	-
<b>Subtotal</b>						<b>77.54</b>
Undue- Considered Good						
Unbilled Receivables						
<b>Total</b>						<b>77.54</b>

I. Trade Receivables ageing schedule For the year ended March 31, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	43.27	1.63	8.19	-	-	53.10
(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	-	-	-	-	-	-
Less: Allowance for Doubtful Receivables	-	-	-	-	-	-
<b>Subtotal</b>						<b>53.10</b>
Undue- Considered Good						
Unbilled Receivables						
<b>Total</b>						<b>53.10</b>

Note: 16 Cash & Bank Balances

Particulars	As at	
	31-Mar-2025	31-Mar-2024
<b>a) Cash &amp; Cash Equivalents</b>		
i) Balance with banks	25.84	2.97
ii) Cheques & drafts in hand	-	-
iii) Cash in hand	0.01	0.00
iv) Bank Deposits with less than 3 months maturity	4.00	-
<b>b) Other Bank Balances</b>		
i) Bank Deposits with more than 3 months but less than 12 months maturity	13.00	39.81
<b>Total</b>	<b>42.85</b>	<b>42.76</b>



Notes to Consolidated Financial Statements as at March 31,2025

Note: 17 Short-Term Loans and Advances

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Loans and advances to related parties	-	3.92
<b>Total</b>	-	<b>3.92</b>

Note: 18 Other Current Assets

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Advance paid to suppliers	-	0.09
Staff Loans & Advances	0.02	0.22
Prepaid Expenses	29.93	19.02
TDS Receivable	0.18	(0.00)
Work in Progress	21.65	12.27
GST Refund	4.35	4.65
GST Input Credit/VAT Recoverable	0.23	-
Accrued Income	30.57	-
<b>Total</b>	<b>86.93</b>	<b>36.24</b>



Notes to Consolidated Financial Statements for the year ended March 31,2025

Note: 19 Revenue From Operations

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
<b>Sale of services:</b>		
Domestic	1.05	0.53
Exports	303.05	102.14
<b>Total</b>	<b>304.09</b>	<b>102.67</b>

Note: 20 Other Income

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Interest Income	0.66	2.39
Foreign Exchange Gain/(Loss)	1.32	0.73
<b>Total</b>	<b>1.98</b>	<b>3.12</b>

Note: 21 Employee Benefits Expense

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Salaries & Wages	171.80	25.37
Contribution to Provident fund/ Social Security	12.67	1.80
Provision for Gratuity	0.25	1.12
Staff Welfare	4.68	1.16
<b>Total</b>	<b>189.41</b>	<b>29.45</b>

Note: 22 Finance Costs

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Interest Expenses	3.91	0.49
Bank Charges	0.14	0.03
<b>Total</b>	<b>4.05</b>	<b>0.52</b>

Note: 23 Depreciation & Amortisation Expenses

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Depreciation & Amortization on Tangible and Intangible Assets	6.19	1.05
<b>Total</b>	<b>6.19</b>	<b>1.05</b>



Notes to Consolidated Financial Statements for the year ended March 31,2025

Note: 24 Other Expenses

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Hiring & Subscriptions charges	12.19	6.40
Office Rent	11.08	5.61
Artist Outsource Charges	4.60	4.28
Miscellaneous expenses	4.47	0.00
Legal and Professional Charges	4.27	0.59
Office Maintenance	3.72	1.03
Consultancy Charges	2.35	1.29
Office Maintenance & E.B Charges	1.32	1.36
Services Charges	1.15	0.01
Telephone & Internet Charges	1.06	0.69
Travelling Expense	1.03	1.23
Insurance Expenses	0.85	0.18
Corporate social Responsibility Expenses	0.58	0.25
Business Promotion Expenses	0.41	0.41
Rates and Taxes	0.25	0.17
Director Sitting Fees	0.18	0.09
Audit Fees	0.10	0.10
Foreign Exchange Loss	0.08	-
Bank Charges	0.06	0.01
Postage & Telegram	0.02	0.00
Power & fuel	0.04	0.04
Printing and Stationery	0.03	0.05
Repairs and Maintenance	0.05	0.28
Security Charges	0.10	0.08
<b>TOTAL</b>	<b>49.98</b>	<b>12.13</b>

Note: 25 Exceptional Items

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Legal and Professional Charges (M&A & Due Diligence)	4.03	-
<b>Total</b>	<b>4.03</b>	<b>-</b>



**Notes to Consolidated Financial Statements for the year ended March 31, 2025**  
**Company Overview, Significant Accounting Policies & Other notes to accounts for the year ended March 31, 2025**

Note: 26 Company Overview & Significant Accounting Policies

**I Company Overview**

Basilic Fly Studio Private Limited Company ("the Company") having CIN:U92100TN2016PTC103861 incorporated on 28th January 2016 under the provisions of the Companies Act 2013, and having its registered office at Tower A, KRC Commerzone, Mount Poonamallee Road, Porur, Chennai, Tamil Nadu 600116 India with operating units across Chennai & Pune in India. Subsequently, company was converted into Public Limited Company vide special resolution passed by our shareholders at the Extra Ordinary General Meeting held on 29.12.2022 and the name of the Company was changed to Basilic Fly Studio Limited ("the Company") pursuant to issuance of Fresh Certificate of Incorporation dated 19.05.2023 Registrar of Companies, Chennai with Corporate Identification Number U92100TN2016PLC103861. The Company has by way of Initial Public Offer (IPO) and listed on Emerge Platform of National Stock Exchange of India Limited on 11th September, 2023 with Corporate Identification Number L92100TN2016PLC103861.

Basilic Fly Studio Limited holds 90.62% of Basilic Fly Studio Canada Limited, which was incorporated on July 02, 2021 and 100% of Basilic Fly Studio UK Private Limited which was incorporated on April 06, 2022. Basilic Fly Studio UK Private Limited acquired a step down subsidiaries namely One of Us Limited (UK) & One of Us Limited (Paris) on July 29, 2024.

The registered office of the subsidiaries are situated in Vancouver, Canada and England and Wales respectively.

The Company is engaged in the business of post production activities of providing high-end visual effects and 2D to 3D conversion to the Media and Entertainment industry.

Basilic Fly studio Limited along with subsidiaries Basilic Fly Studio Canada Limited and Basilic Fly Studio UK Private Limited is the "Group" for the purpose of consolidation.

The Board has approved these consolidated financial statements in its meeting held on 30 May 2025, in accordance with the provisions of Companies Act, 2013.

**II Significant Accounting Policies**

**1 Basis of preparation:**

The Consolidated Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under historical cost convention on the accrual basis. IGAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2021.

The consolidated financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the previous year of the holding company.

Group's financial statements are presented in Indian Rupees (₹) which is functional currency of the Parent.

**2 Basis of consolidation**

The financial statements of the Group are consolidated on a line-by-line basis and intra-group balances and transactions, including unrealized gain / loss from such transactions, are eliminated upon consolidation.

These financial statements are prepared by applying uniform accounting policies in use at the Group.

Minority interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company, are disclosed separately.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Indian Rupees using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates for the dates of the transactions are used. Exchange differences arising, if any, are recognised in foreign currency translation reserve.

Exchange difference arising on an intra-group monetary item, whether short-term or long-term, cannot be eliminated against corresponding amount arising on other intra-group balances because the monetary item represents a commitment to convert one currency into another and exposes the reporting enterprise to a gain or loss through of the reporting enterprise, such an exchange difference continues to be recognised as income or an expense.



Notes to Consolidated Financial Statements for the year ended March 31, 2025

3 Revenue recognition:

a) Sale of services:

The Group derives its revenues primarily from Sale of Visual effects (VFX) Service contracts.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured in accordance with AS-9, Revenue Recognition. Sales are recognized on accrual basis, and only after transfer of services to the customer.

Revenue from services provided under fixed price contracts, where the outcome can be estimated reliably, is recognized following the proportionate completion method, where revenue is recognized in proportion to the progress of the contract activity. The progress of the contract activity is usually determined as a proportion of efforts incurred up to the balance sheet date, which bears to the total hours / days estimated for the contract.

Revenue on time-and-material contracts are recognized as the related services are performed and the revenues from the end of the last billing to the balance sheet date are recognized as unbilled revenues.

b) Other Income

Revenue arising from the use by others of enterprise resources yielding interest, royalties and dividends should only be recognised when no significant uncertainty as to measurability or collectability exists. These revenues are recognised on the following bases:

(i) Interest : on a time proportion basis taking into account the amount outstanding and the rate applicable.

(ii) Royalties : on an accrual basis in accordance with the terms of the relevant agreement.

(iii) Dividends from : when the owner's right to receive payment is established by investments in shares.

4 Property Plant and Equipment including Intangible assets:

Property Plant and Equipment's are stated at cost, less accumulated depreciation. Cost includes cost of acquisition including material cost, freight, installation cost, duties and taxes, and other incidental expenses, incurred up to the installation stage, related to such acquisition.

Property Plant and Equipment's purchased in India in foreign currency are recorded in Rupees, converted at the exchange rate prevailed on the date of purchase. Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

5 Depreciation & Amortization:

The Group has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 other than foreign subsidiaries and calculated the depreciation as per the Written Down Value (WDV) method. Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year. In respect of the assets sold during the year, depreciation is provided from the beginning of the year till the date of its disposal.

Intangible assets are amortised on a straight-line basis over the estimated useful life as specified in Schedule II of the Companies Act 2013 other than foreign subsidiaries. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss. In respect of the assets sold during the year, amortisation is provided from the beginning of the year till the date of its disposal.

Useful lives of Property, Plant and Equipment's

BASILIC FLY STUDIO LIMITED

Category of asset	Useful life
Computer & Accessories	3 to 6 years
Furniture & Fittings	10 years
Office Equipments	5 years
Plant & Machinery	15 years
Printers & Scanners	13 years
Vehicles	8 years

6 Impairment of assets:

The Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognised wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. Reversal of impairment loss is recognised immediately as income in the profit and loss account.



Notes to Consolidated Financial Statements for the year ended March 31, 2025

7 Use of estimates:

The preparation of the financial statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and the reported amounts of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, income taxes, post - sales customer support and the useful lives / Depreciation rates of Property Plant and Equipment's and intangible assets.

8 Foreign currency transactions:

**Domestic Operation:**

**I. Initial recognition :**

A foreign currency transaction should be recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

**II . Measurement :**

Foreign currency monetary items should be reported using the closing rate.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency should be reported using the exchange rate at the date of the transaction.

Non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency should be reported using the exchange rates that existed when the values were determined.

**III . Treatment of Foreign exchange :**

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expenses in the Statement of Profit and Loss.

9 Employee Benefits:

**A. Short - term employee benefits:**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**Compensated absences**

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an liability at the present value of the defined benefit obligation at the balance sheet date.

**B. Post-Employment benefits:**

**Defined benefit plan:**

Gratuity liability is a defined benefit obligation and is unfunded. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

**Defined contribution Plan:**

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits. The Company provides benefits such as provident fund contribution to its employees which are treated as defined contribution plans.



Notes to Consolidated Financial Statements for the year ended March 31, 2025

**10 Taxes on Income:**

Income Tax expense is accounted for in accordance with AS-22 "Accounting for Taxes on Income" for both Current Tax and Deferred Tax stated below:

**A. Current Tax:**

Current tax is the amount of expected tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws in the countries where the Group operates and generates taxable income.

**B. Deferred Tax:**

Deferred tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between accounting income and the corresponding tax bases used in the computation of taxable income for the current accounting year using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carried forward losses, that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are 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 assets are 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. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year 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. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**11 Provisions and Contingent Liabilities:**

A provision is recognised if, as a result of past event, the Company has a present legal obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation. Provisions are determined by the best estimate of outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

**12 Earnings Per Share:**

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

**13 Cash and Cash Equivalents:**

Cash and cash equivalents comprise cash on hand and Cheque in hand, balance with bank, demand deposits with banks and other short term highly liquid investments that are readily convertible to known amounts of cash & which are subject to an insignificant risk of changes in value where it has a short maturity of three months or less from the date of acquisition.

**14 Cash Flow Statement:**

Cash flows are reported using indirect method, whereby net profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system. In the balance sheet, bank overdrafts are presented under borrowings within current liabilities.



Notes to Consolidated Financial Statements for the year ended March 31, 2025

15 Investments:

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

16 Borrowing Costs:

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.



1 Contingent liabilities and commitments (to the extent not provided for):

A. Contingent Liabilities			(Amount in ₹ cr)	
Particulars	As at			
	31-Mar-25	31-Mar-24		
Claims against the company not acknowledged as debt	-	-		
Guarantees	-	-		
Other money for which the company is contingently liable	-	-		
<b>Total</b>	<b>-</b>	<b>-</b>		

B. Commitments			(Amount in ₹ cr)	
Particulars	As at			
	31-Mar-25	31-Mar-24		
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-		
Uncalled liability on shares and other investments partly paid	-	-		
Other commitments (specify nature)	-	-		
<b>Total</b>	<b>-</b>	<b>-</b>		

2 Proposed Dividend Details:

A. Equity Shares:			(Amount in ₹ cr)	
Particulars	As at			
	31-Mar-25	31-Mar-24		
Dividend proposed	-	-		
Dividend per Share	-	-		
<b>B. Preference Shares:</b>				
Dividend proposed	-	-		
Dividend per Share	-	-		
<b>Total Proposed Dividend</b>	<b>-</b>	<b>-</b>		

3 In the opinion of the Board, all of the assets other than Property, Plant and Equipment and noncurrent investments have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

4 Details of Benami Property held

The Group has no proceedings which have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

5 The Company has borrowings from banks or financial institutions on the basis of security of current assets, the following are the details of statements submitted to bank:-

(Amount in ₹ cr)				
Name of the Current Asset	Date of Filing Monthly Return to Banks	Amount as per books	Amount as per the document submitted to the bank	Status/Remarks
Debtors	06-01-2025	73.83	73.83	No Difference
Debtors	06-01-2025	78.16	78.16	No Difference
Debtors	15-03-2025	74.25	74.25	No Difference
Debtors	30-04-2025	86.00	86.00	No Difference

6 Wilful Defaulter

The Group is not declared as wilful defaulter by any bank or financial institution or other lender.

7 Relationship with Struck off Companies

The Group has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

8 (a) The Company has not set aside or proposed to be set aside any material amount to reserve, but not including provisions made to meet any specific liability, contingency or commitment known to exist at the date as to which the balance sheet is made up.

9 (a) The Company has not set aside any material amount to provisions made for meeting specific liabilities, contingencies or commitments.

10 Undisclosed income:

There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

There is no previously unrecorded income and related assets have been recorded in the books of account during the year.

11 Dues to Micro, Small and Medium Enterprises:

The principal amount remaining unpaid by the Company to the supplier registered under Micro, Small and Medium Enterprises Development Act, 2006 are outstanding of Rs. 99,07,892/- for more than 45 days as at the end of reporting date



12 Disclosure of related parties/related party transactions pursuant to Accounting Standard (AS) - 18 "Related Party Disclosures":

A. List of Related Parties:

Name of Related Party	Relationship
Basilic Fly Studio UK Private Limited	Wholly Owned Subsidiary
Basilic Fly Studio Canada Limited	Subsidiary
One Of US Limited, London	Subsidiary (Step-down Subsidiary)
One Of US Paris	Step-down Subsidiary
Balakrishnan	Promoter cum Managing Director
Sundaram Yogalakshmi	Promoter cum Wholetime director
Nikhil Midha	Company Secretary (Resigned w.e.f 02-07-2024)
Swati Sharma	Company Secretary (Appointed w.e.f 05-07-2024)
Murugachettiar Ramesh	Chief Financial officer (Resigned w.e.f 08-10-2024)
Gaurav Mehra	Chief Financial officer (Appointed w.e.f 15-10-2024)
Rajarithnam Thiripurasundari	Director (Appointed w.e.f 01-01-2023)
Duraiswami Prabhakar	Wholetime director
Vengarai Seshadri Sowrirajan	Independent Director
Jitendra Kumar Pal	Independent Director (Resigned w.e.f 12-05-2025)
Nandagopal Damodaran	Independent Director (Appointed w.e.f 12-07-2024)

B. Transaction with related Parties:

Particulars	(Amount in ₹ cr)	
	Key Managerial Persons	Independent directors
Director remuneration	2.29	-
	(2.34)	-
	0.02	0.16
Sitting Fees	(0.02)	(0.06)
	0.66	-
Salary	(0.25)	-

Figures within brackets ( ) represents Previous Year's amount.

C. Balances of Related Parties As at 31 March, 2025

Particulars	(Amount in ₹ cr)	
	Key Managerial Persons	Independent directors
Director remuneration payable	0.17	-
	(0.17)	-
	-	0.01
Sitting Fees Payable	-	(0.00)
	0.01	-
Salary Payable	(0.02)	-

Figures within brackets ( ) represents Previous Year's amount.

D. Material Transaction with related parties:

Particulars	Name of Related Party	(Amount in ₹ cr)	
		Amount	
Director remuneration	Balakrishnan	1.20	(1.20)
		0.84	(0.84)
Director remuneration	Sundaram Yogalakshmi	0.06	(0.02)
Sitting Fees	Jitendra Kumar Pal	0.04	-
Sitting Fees	Nandagopal Damodaran	0.07	(0.01)
Sitting Fees	Vengarai Seshadri Sowrirajan	0.02	(0.00)
Sitting Fees	Rajarithnam Thiripurasundari	0.47	-
Salary	Gaurav Mehra	-	0.10
Salary	Swati Sharma	-	0.05
Salary	Nikhil Midha	-	(0.15)
Salary	Ramesh M	-	(0.10)
Salary		2.34	-
Loan from Directors*	Sundaram Yogalakshmi	-	-

Figures within brackets ( ) represents Previous Year's amount.



Notes to Consolidated Financial Statements for the year ended March 31, 2025

E. Material Balance with related parties:

Particulars	Name of Related Party	(Amount in ₹ cr)	
		Amount	
Director remuneration payable	Balakrishnan R	0.03	(0.09)
Director remuneration payable	Sundaram Yogalakshmi	0.01	(0.06)

Figures within brackets ( ) represents Previous Year's amount.

F. Compensation of Key Management Personnel

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Short-term employee benefits	0.65	0.26
Post-employment benefits	0.01	0.01
Other long-term benefits	-	-
Termination benefits	-	-
Share-based payment	-	-

Notes to be disclosed

1. Terms and conditions of sales and purchases: the sales and purchases transactions among the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates and memorandum of understanding signed with the related parties. For the year ended 31st March, 2024, the Group has not recorded any loss allowances for transactions between the related parties.

2. As the future liabilities for gratuity and leave encashment is provided on an actuarial basis and payment of insurance costs are made for the Company as a whole, the amount pertaining to the key management personnel is not ascertainable, therefore, not included above.

3. No amounts in respect of related parties have been written off/ written back during the year or has not made any provision for doubtful debts/ receivable.

13 Reconciliation of Foreign Exchange fluctuation Reserve:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Opening Balance	0.09	0.05
Net Additions/(Deletions) during the year due to foreign Exchange Fluctuations	0.14	0.04
<b>Total</b>	<b>0.23</b>	<b>0.09</b>

14 Income Taxes:

I. Minimum Alternate Tax Credit

The Company has opted the lower tax regime under section 115BAA of the Income Tax Act, 1961. Hence, there is no Minimum Alternate Tax credit recognised in the reporting year.

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Current Tax	6.81	13.34
Less: MAT Credit Entitlement	-	-
<b>Net Current Tax</b>	<b>6.81</b>	<b>13.34</b>

III. Details of Interest and Penalties

- Interest on Shortfall in payment of Advance Tax
  - Interest under Section 234B - Rs. 0.13 cr
  - Interest under Section 234C - Rs. 0.34 cr
- Any Penalties levied under Income Tax Act - Nil
- Short Provision of Taxes relating to earlier years is Rs. 0.67 cr

15 Exchange Difference:

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-25	31-Mar-24
Exchange Difference Gain/(Loss)	1.24	0.73
<b>Total</b>	<b>1.24</b>	<b>0.73</b>



16 Employee Benefit (Incurred in India):

A. Provident Fund/Social Security - The Company has contributed Rs.12.67 cr for the year ended 2025 and Rs. 1.02 cr for the year ended 2024 towards the Employees Provident Fund.

B. **Gratuity** - The Present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method. This method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation.

**Interest cost:** It is the increase in the Plan liability over the accounting period resulting from the operation of the actuarial assumption of the interest rate.

**Current Service Cost:** Is the discounted present value of the benefits from the Plan's benefit formula attributable to the services rendered by employees during the accounting period.

**Actuarial Gain or Loss:** occurs when the experience of the Plan differs from that anticipated from the actuarial assumptions. It could also occur due to changes made in the actuarial assumptions.

(i) Reconciliation of Opening and closing balance of Gratuity Obligations:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Net Liability as at the beginning of the period	3.20	2.09
Net Expenses in P/L A/c	0.23	1.12
Benefits Paid	-	(0.01)
<b>Net Liability as at the end of the period</b>	<b>3.43</b>	<b>3.20</b>

(No Fund is being maintained)

(ii) Expenses recognized during the year in Profit & Loss Account:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Interest Cost	0.23	0.16
Current Service Cost	0.88	1.11
Past Service Cost	-	-
Expected Return on Plan Assets	-	-
Curtailement Cost (Credit)	-	-
Settlement Cost (Credit)	-	-
Net Actuarial (gain) / loss	(0.86)	(0.14)
<b>Net Expenses to be recognized in P&amp;L</b>	<b>0.25</b>	<b>1.12</b>

(iii) Changes in Benefit Obligations:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Opening Defined benefit Obligation	3.20	2.09
Current service cost	0.88	1.11
Interest cost for the year	0.23	0.16
Actuarial losses (gains)	(0.86)	(0.14)
Benefits paid	-	(0.01)
<b>Closing Defined benefit Obligation</b>	<b>3.45</b>	<b>3.20</b>

(iv) Valuation Bases / Assumptions:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Rate of discounting	6.81%	7.20%
Salary Escalation	7.00%	7.00%
Attrition Rate	10.00%	10.00%
Mortality rate during employment Indian	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The company is only making book provisions for the entire Gratuity Liability on the valuation and follows a 'pay as you go' system to meet the liabilities as and when they fall due. Therefore the scheme is fully unfunded, and no assets are maintained by the company and asset values are taken as zero.



17 Cashflow Statement:

- (1) The Company has no significant amount of cash and cash equivalent balances held by the enterprise that are not readily available for use.
- (2) The Company does not have undrawn borrowing facilities that may be available for future operating activities.
- (3) The Company has appropriate amount of Cash Flows that are required to maintain operating capacity.
- (4) The Company is investing adequately in the maintenance of its operating capacity.
- (5) There are no non cash transactions happened in investing and financing activities to be excluded from Cash Flow Statement.

Additional Disclosures:	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
<b>I. Components of Cash and Cash Equivalents:</b>		
Cash on Hand	0.01	0.00
Cheque in hand	-	-
Balance with banks	25.84	2.97
Demand deposits with banks	-	-
Short term highly liquid investments	-	-
Bank Overdraft	-	-
<b>Total Components of Cash and Cash Equivalents:</b>	<b>25.85</b>	<b>2.97</b>

18 Disclosures on Property, plant and equipment and Intangible Assets:

**I. Property, plant and equipment**

- 1) The Company do have any restrictions on title, and property, plant and equipment pledged as security for liabilities.
- 2) There is no amount of expenditure recognised in the carrying amount of an item of property, plant and equipment in the course of its construction.
- 3) There is no contractual commitments for the acquisition of property, plant and equipment.
- 4) There is no amount of compensation from third parties for items of property, plant and equipment that were impaired, lost or given up that is included in the statement of profit and loss.
- 5) The Company has no assets that are retired from active use and held for disposal.
- 6) There is no temporarily idle property, plant and equipment at the reporting date.
- 7) The Company has fully depreciated property, plant and equipment that is still in use.
- 8) The Company has not revalued any class of property, plant and equipment during the financial year.
- 9) The Company has no property, plant and equipment retired from active use and not held for disposal.
- 10) The Group has taken depreciation for the subsidiaries assets (Including Intangible assets) as per their respective laws prevailing in the country for the purpose of consolidation.

**II. Intangible asset**

- 1) The carrying amount and remaining amortization period of any individual intangible asset that is material to the financial statements of the enterprise as a whole- Nil
- 2) The Company do have any restrictions on title, and intangible assets pledged as security for liabilities.
- 3) There is no contractual commitments for the acquisition of intangible assets.
- 4) The Company has no fully amortised intangible asset that is still in use.
- 5) There is no acquisitions of intangible assets through business combinations.

19 Earnings Per Share:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
1. Profit attributable to equity shareholders before extraordinary items (A)	37.43	36.54
2. Profit attributable to equity shareholders after extraordinary items (B)	37.43	36.54
3. Weighted average number of equity shares outstanding during the year (C)	2,32,40,000	2,04,60,984
4. Effect of potential equity shares on employee stock options outstanding	-	-
5. Effect of any other items of potential Equity Shares eg. Convertible Debentures, Convertible Preference Shares	-	-
6. Weighted average number of potential equity shares outstanding during the year for the purpose of computing Diluted Earnings Per Share (D)	2,32,40,000	2,04,60,984
7. Basic and Diluted earnings per share before extraordinary items of face value of ₹ 10	16.11	17.86
8. Basic and Diluted earnings per share after extraordinary items of face value of ₹ 10	16.11	17.86



20 Additional Information, as required under Schedule III to the Companies Act, 2013, of Enterprises Consolidated as Subsidiaries:

A. Information regarding subsidiaries, associates and joint ventures included in the consolidated financial statements for the year ended March 31, 2025:  
(Amount in ₹ cr)

S. No	Name of the Entity	Net Assets i.e., total assets minus total liabilities		Share in profit or loss	
		As % of Consolidated net assets	Amount	As % of consolidated profit or loss	Amount
1	<b>Parent:</b>				
	Basilic Fly Studio Limited	62.99 %	132.11	65.62 %	32.34
2	<b>Subsidiary:</b>				
	Basilic Fly Studio UK Pvt Ltd	32.68 %	68.54	33.62 %	16.57
	Basilic Fly Studio Canada Ltd	0.33 %	0.68	(15.81) %	(7.79)
3	<b>Minority Interest:</b>				
	<b>Subsidiary:</b>				
	Basilic Fly Studio Canada Ltd	4.00 %	8.39	16.58 %	8.17
	<b>Total</b>	<b>100.00 %</b>	<b>209.72</b>	<b>100.00 %</b>	<b>49.28</b>

B. Information regarding subsidiaries, associates and joint ventures included in the consolidated financial statements for the year ended March 31, 2024:  
(Amount in ₹ cr)

S. No	Name of the Entity	Net Assets i.e., total assets minus total liabilities		Share in profit or loss	
		As % of Consolidated net assets	Amount	As % of consolidated profit or loss	Amount
1	<b>Parent:</b>				
	Basilic Fly Studio Limited	92.32 %	114.07	123.66 %	45.18
2	<b>Subsidiary:</b>				
	Basilic Fly Studio UK Pvt Ltd	(2.15) %	(2.66)	(24.26) %	(8.86)
	Basilic Fly Studio Canada Ltd	9.49 %	11.73	0.54 %	0.20
3	<b>Minority Interest:</b>				
	<b>Subsidiary:</b>				
	Basilic Fly Studio Canada Ltd	0.34 %	0.41	0.06 %	0.02
	<b>Total</b>	<b>100.00 %</b>	<b>123.55</b>	<b>100.00 %</b>	<b>36.54</b>

21 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classification.

As per our report of even date attached  
For L. U. KRISHNAN & Co.  
Chartered Accountants  
Firm's Registration No: 0015275  
P. U. Manoj  
Partner  
Membership Number: 207550  
UDIN: 25207550BMJDU9491

Swati Sharma  
Company Secretary  
Mem No: AS4158

Gaurav Mehra  
Chief Financial Officer

Sundaram Yagalakshmi  
Wholetime Director  
DIN: 07323404

Balakrishnan  
Managing Director  
DIN: 06590484

For and on behalf of the Board of Directors of  
BASILIC FLY STUDIO LIMITED

Place: Chennai  
Date: 30-05-2025

Place: Chennai  
Date: 30-05-2025



## INDEPENDENT AUDITOR'S REPORT

To the Members of  
Basilic Fly Studio Limited.,

Report on the Audit of the Standalone Financial Statements

### Opinion

1. We have audited the accompanying financial statements of **Basilic Fly Studio Limited** (the "**Company**"), which comprise the Balance Sheet as at 31 March, 2025, the Statement of Profit and Loss, the Statement of cashflows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information. (Hereinafter referred to as the "Financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements for the year ended 31 March, 2025 give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31 March, 2025, its profit, and its cash flows for the year ended on that date.

### Basis for Opinion

3. 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 on the Financial Statements.



**Key Audit Matters**

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

Key Audit Matters	Principal audit procedure performed
<p>The company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts. Revenue on time-and-material contracts are recognized as the related services are performed. Sales are shown net of sales returns, if any.</p>	<p>In view of the significance of the matter we applied the following audit procedures on selected specific and statistical samples of contracts, among others to obtain sufficient audit evidence:</p> <ol style="list-style-type: none"> <li>1. Assessed the appropriateness of the revenue recognition is in accordance with the applicable accounting standard and accounting policies.</li> <li>2. Verified the progress of each project in terms use of human resources and other resources and</li> <li>3. Verified the contract with customers made in this regard and revenues accounted under proportionate Completion method.</li> </ol>

**Information Other than the Financial Statements and Auditor’s Report Thereon**

5. The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company’s Annual Report but does not include the financial statements and our auditor’s report thereon. The Company’s annual report is expected to be made available to us after the date of this auditor’s report.
6. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the 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.



## Responsibilities of the Management and Those charged with Governance for the Financial Statements

8. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of 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.
9. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

## Auditor's Responsibilities for the Audit of the Financial Statements

11. 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.
12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - i. 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.



- ii. Obtain an understanding of internal 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.
  - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - iv. 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.
  - v. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
13. Materiality is the magnitude of misstatements in the 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 in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.
14. 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.
15. 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**

16. 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 Companies Act, 2013, we give in "**Annexure - A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.



17. As required by Section 143(3) of the Act, we report that:

- i. 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.
- ii. 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.
- iii. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- v. On the basis of written representations received from the directors as on 31st March 2025 taken on record by the board of directors, none of the directors are disqualified as on 31<sup>st</sup> March 2025 from being appointed as directors in terms of section 164(2) of the Act.
- vi. With respect to the adequacy of the **internal financial controls** over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
- vii. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- viii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - a) The Company does not have any pending litigations which would impact its financial position.
  - b) The Company do not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.



- ix. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("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.
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- x. The Company did not declare or pay any dividend during the year.
- xi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025, 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 and the audit trail feature has not been tampered and the audit trail has been preserved by the company as per the statutory requirements for record retention.

For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 0015275



*Manoj*

P K Manoj  
Partner

Membership No.207550  
UDIN: 25207550BMJDII735

Place: Chennai  
Date: 30 May 2025

**ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BASILIC FLY STUDIO LIMITED FOR THE YEAR ENDED 31 MARCH 2025**

(Referred to in paragraph 16 under 'Report on Other Legal and Regulatory Requirements' section of our report)

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the period ended 31 March, 2025 we report that:

i.

a)

A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

B. The Company has maintained proper records showing full particulars of Intangible Assets

b) The Company has a regular program of physical verification of its Property, Plant and Equipment by which its Property, Plant and Equipment are verified at reasonable intervals. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipment. According to the information and explanations given to us, no material discrepancies were noticed on such verification of Property, Plant and Equipment

c) According to the information and explanations given to us on the basis of our examination of the records of the Company, the Company do not have any immovable properties during the year.

d) According to the information and explanations given to us on the basis of our examination of the records of the Company, the Company has not revalued any of its Property, Plant and Equipment during the financial year.

e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii.

a) The activities of the Company do not involve purchase of inventory and sale of goods during the period and accordingly clause 3 (ii)(a) of the Order is not applicable to the Company for the period.

b) The Company has been sanctioned working capital limit in excess of ₹ 5 Crores, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements filed by the Company with such banks or financial institutions are generally in agreement with the books of account of the Company and no material discrepancies observed.



- iii. In respect of Investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties:
- a) The company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity and hence reporting under clause 3(iii)(a) is not applicable to the Company.
  - b) According to the information and explanations given to us, investment made are in the ordinary course of business and accordingly in our opinion, are not prejudicial to the Company's interest. The Company has not provided any guarantees, given any security and the terms and granted any loans and advances in the nature of loans and guarantee.
  - c) The Company has not granted any loans or advances in the nature of loans and hence reporting under clauses 3(iii)(c), (d), (e) and (f) of the Order is not applicable to the Company.
- iv. According to the information and explanations given to us and on the basis of our examination of records, the Company has not given any loans, or provided guarantees or securities, as specified under section 185 and 186 of the Companies Act, 2013.
- v. The company has not accepted deposits and does not have any unclaimed deposits within the meaning of sections 73 to 76 of the Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- vi. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records Section 148(1) of the Act. Accordingly, clause 3(vi) of the Order is not applicable.
- vii. In respect of statutory dues:
- a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have been regularly deposited with the appropriate authorities by the Company, though there have been delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.



- b) According to the information and explanations given to us, there were no dues in respect of income tax, sales tax, service tax, value added tax, goods and service tax, duty of custom, duty of excise, cess and other statutory dues which have not been deposited on account of any dispute.
- viii. According to the information and explanation given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961. Accordingly, clause 3 (viii) of the Order is not applicable.
- ix. In respect of loans and other borrowings:
- a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayments of loans or other borrowings or in the payment of interest thereon from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable to the Company.
- 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 has not been declared a wilful defaulter by any bank or financial institution or other lender.
- c) In our opinion and according to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
- d) On examination of the financial statements of the Company, Company has not raised any funds on short term basis which has been used for long-term purposes hence reporting under clause 3(ix)(d) of the Order is not applicable.
- e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, hence reporting on clause 3(ix)(e) of the Order is not applicable. The Company does not hold any investment in any joint venture and associate.
- f) The Company has not raised any loans on the pledge of securities held in its subsidiaries during the period and hence reporting on clause 3(ix)(f) of the Order is not applicable. The Company does not hold any investment in any joint venture and associate.
- x. a) According to the information and explanation given to us, the Company has not raised money by way of further public offer during the year. Accordingly, clause 3(x)(a) of the order is not applicable.



- b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally) under Section 42 and 62 of the Act during the year. Accordingly, clause 3 (x)(b) of the Order is not applicable.
- xi.
- a) According to the information and explanations given to us and on the basis of our examination of the books and records, no fraud by the Company or on the Company has been noticed or reported during the year.
- b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act 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) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- xii. Company is not a Nidhi company. Accordingly, Clause 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us, the transactions entered by the Company with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been properly disclosed in the notes to the standalone financial statements as required by the applicable accounting standards.
- xiv.
- a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered, the internal audit reports of the company issued till date, for the period under audit.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, Clause 3(xv) of the Order for reporting the provisions of section 192 of the Companies Act is not applicable.
- xvi.
- a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3(xvi) (a), & (b) of the Order is not applicable.
- b) The Company is not a Core Investment Company and there is no core investment company within the group. Accordingly, paragraph 3(xvi) (c) & (d) of the Order is not applicable.



- xvii. According to the information and explanations given to us, the company has not incurred cash losses in the current and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not 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, however, state that this is not an assurance as to the future viability of the Company. 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. According to the information and explanations given to us and on the basis of our examination of the records, there are no amounts unspent in respect of corporate social responsibility towards ongoing or other than ongoing projects and hence reporting under clause 3(xx) (a) and (b) of the Order is not applicable to the Company.
- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 0015275



*Manoj*

P K Manoj  
Partner

Membership No:207550  
UDIN: 25207550BMJDII7359

Place: Chennai  
Date: 30 May 2025

**ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BASILIC FLY STUDIO LIMITED FOR THE YEAR ENDED 31 MARCH 2025**

(Referred to in paragraph 17 under 'Report on Other Legal and Regulatory Requirements' section of our report)

**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 **Basilic Fly Studio Limited** (the "**Company**") as of **March 31, 2025** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, 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 authorisations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



## Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, 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.

Place: Chennai  
Date: 30 May 2025

For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 001527S



*Manoj*

P K Manoj  
Partner

Membership No: 207550  
UDIN: 25207550BMJDII7359

Standalone Balance Sheet as at March 31,2025

Particulars	Note No.	As at	
		31-Mar-2025	31-Mar-2024
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 SHAREHOLDERS' FUNDS</b>			
(a) Share Capital	1	23.24	23.24
(b) Reserves and Surplus	2	116.35	98.08
(c) Money received against share warrants			
<b>2 SHARE APPLICATION MONEY PENDING ALLOTMENT</b>			
<b>3 NON-CURRENT LIABILITIES</b>			
(a) Long-Term Borrowings	3	17.53	0.56
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long-Term Liabilities			
(d) Long-Term Provisions	4	3.28	3.03
<b>4 CURRENT LIABILITIES</b>			
(a) Short-Term Borrowings	5	15.34	1.86
(b) Trade Payables	6		
(A) Total outstanding dues of micro enterprises and small enterprises and		2.48	1.04
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		5.92	10.57
(c) Other Current Liabilities	7	3.75	3.21
(d) Short-Term Provisions	8	7.35	4.11
<b>TOTAL</b>		<b>195.24</b>	<b>145.70</b>
<b>II. ASSETS</b>			
<b>1 NON-CURRENT ASSETS</b>			
(a) Property, Plant & Equipment and Intangible			
(i) Property, Plant & Equipment	9	1.07	1.83
(ii) Intangible Assets		-	-
(iii) Capital Work-In Progress		-	-
(iv) Intangible Assets under development		-	-
(b) Non-Current Investments	10	46.76	6.29
(c) Deferred Tax Assets (Net)	11	0.91	0.64
(d) Other Non-Current Assets	12	1.79	4.46
<b>2 CURRENT ASSETS</b>			
(a) Current Investments			
(b) Inventories			
(c) Trade Receivables	13	86.48	62.90
(d) Cash & Cash Equivalents	14	17.42	40.47
(e) Short-Term Loans and Advances		-	-
(f) Other Current Assets	15	40.81	29.11
<b>TOTAL</b>		<b>195.24</b>	<b>145.70</b>

Company overview & Significant Accounting Policies

23 & 24

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For L.U. KRISHNAN & CO

Chartered Accountants

Firm's Registration No: 0015278

3-1, West Club Road,  
Shelley Nagar,  
Chennai - 600 030

P. K. Mand

Partner

Membership Number: 007556

UDIN: 25207550BMID17359

Swati Sharma

Company Secretary

Mem No: AS4158

Place: Chennai

Date: 30/05/2025

For and on behalf of the Board of Directors of

BASILIC FLY STUDIO LIMITED

*[Signature]*

Sundaram Yogalakshmi

Wholetime Director

DIN: 07323404

*[Signature]*

Balakrishnan

Managing Director

DIN: 06590484

Place: Chennai

Date: 30/05/2025



Standalone Statement of Profit and Loss for the year ended March 31,2025

Particulars	Note No.	(Amount in ₹ cr)	
		For the year ended	
		31-Mar-2025	31-Mar-2024
I Revenue From Operations	16	73.55	100.30
II Other Income	17	1.83	2.88
<b>III Total Income (I+II)</b>		<b>75.38</b>	<b>103.18</b>
<b>IV Expenses</b>			
Employee Benefits Expense	18	22.07	29.10
Finance Costs	19	2.15	0.49
Depreciation & Amortisation Expenses	20	0.80	1.01
Other Expenses	21	24.94	22.40
<b>Total Expenses (IV)</b>		<b>49.96</b>	<b>53.00</b>
<b>V Profit Before Exceptional and Extraordinary Items and Tax (III-IV)</b>		<b>25.42</b>	<b>50.18</b>
VI Exceptional Items	22	0.29	-
<b>VII Profit before extraordinary items and tax (V-VI)</b>		<b>25.13</b>	<b>50.18</b>
VIII Extraordinary items		-	-
<b>IX Profit before tax (VII-VIII)</b>		<b>25.13</b>	<b>50.18</b>
<b>X Tax Expense:</b>			
(1) Current Tax		6.47	13.25
(2) Deferred Tax		(0.27)	(0.33)
(3) Provision for earlier tax		0.67	1.05
<b>Total Tax Expenses</b>		<b>6.87</b>	<b>13.97</b>
<b>Profit after tax (IX-X)</b>		<b>18.26</b>	<b>36.21</b>
XI Minority Interest		-	-
<b>XII Profit ( Loss) for the period from continuing operations (IX-X)</b>		<b>18.26</b>	<b>36.21</b>
XIII Profit ( Loss) for the period from discontinuing operations		-	-
XIV Tax expenses of discontinuing operations		-	-
<b>XV Profit ( Loss) for the period from discontinuing operations (after tax) (XIII-XIV)</b>		<b>-</b>	<b>-</b>
<b>XVI Profit/(Loss) For The Period (XII+XV)</b>		<b>18.26</b>	<b>36.21</b>
<b>XVII Earnings per equity share before extraordinary items: (In Rs.)</b>			
(1) Basic		7.86	17.70
(2) Diluted		7.86	17.70
<b>XVIII Earnings per equity share after extraordinary items: (In Rs.)</b>			
(1) Basic		7.86	17.70
(2) Diluted		7.86	17.70

Company overview, Significant Accounting Policies & Other notes on accounts  
The accompanying notes form an integral part of the financial statements

23 & 24

As per our report of even date attached

For L.U.KRISHNAN & CO

Chartered Accountants  
Firm's Registration No. 001527530

P K Menon

Partner

Membership Number: 207550

UDIN: 25207550BMJDII7359

Place: Chennai

Date: 30/05/2025

Swati Sharma

Company Secretary

Mem No: A54158

Gaurav Mehra

Chief Financial Officer

For and on behalf of the Board of Directors of  
BASILIC FLY STUDIO LIMITED

Sundaram Yogalakshmi

Wholetime Director

DIN: 07323404

Balakrishnan

Managing Director

DIN: 06590484

Place: Chennai

Date: 30/05/2025



Standalone Statement of Cash Flow Statement for the year ended 31 March,2025

Particulars	(Amount in ₹ cr)	
	31-Mar-2025	31-Mar-2024
<b>A CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net Profit Before Tax	25.14	50.18
<b>Adjustments for:</b>		
Foreign Exchange (Gain)/Loss	(0.48)	0.00
Depreciation	0.80	1.01
Interest Expenses	2.15	0.49
Interest Income	(0.52)	(2.39)
<b>Operating Profit before working capital changes:</b>		
<b>Adjustments for changes in working capital:</b>		
Increase/Decrease in Trade Receivables	(23.09)	(43.06)
Increase/Decrease in Short Term Loans & Advances	0.00	0.00
Increase/(Decrease)in Long term Provisions	0.25	1.07
Increase/(Decrease)in Short term Provisions	0.56	0.04
Increase/Decrease in Other Current assets	(11.70)	(19.90)
Increase/Decrease in Trade and Other payables	(3.21)	8.99
Increase/Decrease in Other Current Liabilities	0.54	(0.50)
Increase/Decrease in Other Non-Current assets	2.66	(0.71)
<b>Cash generated from operations</b>		
Income Taxes paid	(4.47)	(16.45)
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>(11.37)</b>	<b>(21.23)</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Interest Received	0.52	2.39
Fixed assets purchased including Intangible Assets	(0.03)	(0.55)
Investment in Subsidiaries	(40.47)	(4.21)
(Increase)/Decrease in Bank Deposits	26.81	(33.66)
<b>NET CASH USED IN INVESTING ACTIVITIES (B)</b>	<b>(13.17)</b>	<b>(36.03)</b>
<b>C CASH FLOWS FORM FINANCING ACTIVITES</b>		
Interest paid	(2.15)	(0.49)
Proceeds from issue of equity shares	0.00	54.91
Increase/(Decrease) in Long-Term Borrowings	16.97	(1.97)
Increase/(Decrease) in Short-Term Borrowings	13.48	0.12
<b>NET CASH USED IN FINANCING ACTIVITIES (C)</b>	<b>28.30</b>	<b>52.57</b>
<b>D NET INCREASE IN CASH AND CASH EQUIVALENT (A+B+C)</b>		
Opening Cash and Cash Equivalents	3.76	(4.69)
<b>CLOSING CASH AND CASH EQUIVALENT- Refer Note No.14 in Other Notes to Accounts</b>	<b>0.67</b>	<b>5.36</b>
	<b>4.43</b>	<b>0.67</b>
Bank Deposits with more than 3 months but less than 12 months maturity	13.00	39.81
<b>Cash &amp; Bank Balance as per Balance Sheet</b>	<b>17.42</b>	<b>40.47</b>

Company overview, Significant Accounting Policies & Other notes on accounts - Note No. 23 & 24  
The accompanying notes form an integral part of the financial statements

As per our report of even date attached  
For L.U.KRISHNAN & CO  
Chartered Accountants  
Firm's Registration No: 0015275

P K Manoj  
Partner  
Membership Number: 207550  
UDIN: 25207550BMJDI7359

Place: Chennai  
Date: 30/05/2025

For and on behalf of the Board of Directors of  
BASILIC FLY STUDIO LIMITED

Swati Sharma  
Company Secretary  
Mem No: A54158

Gaurav Mehra  
Chief Financial Officer

Sundaram Yogalakshmi  
Wholetime Director  
DIN: 07323404

Balakrishnan  
Managing Director  
DIN: 06590484

Place: Chennai  
Date: 30/05/2025



Notes to Standalone Financial Statements as at March 31,2025

Note: 1 Share Capital

Particulars	As at 31-Mar-2025		As at 31-Mar-2024	
	Number	Amount	Number	Amount
a) Number and amount of equity shares authorised	2,50,00,000	25.00	2,50,00,000	25.00
b) (i) Number and amount of equity shares Issued, Subscribed and Paid-Up	2,32,40,000	23.24	2,32,40,000	23.24
(ii) Number and amount of equity shares Subscribed but not fully Paid-Up				
<b>Total of b (i) and (ii)</b>	<b>2,32,40,000</b>	<b>23.24</b>	<b>2,32,40,000</b>	<b>23.24</b>
<b>c) Par value per Equity share (in ₹ each)</b>		<b>10.00</b>		<b>10.00</b>

d) Reconciliation of Number of Equity shares outstanding at the beginning and at the end of the reporting period

Particulars	As at	
	31-Mar-2025	31-Mar-2024
Shares outstanding at the beginning of the year	2,32,40,000	1,70,00,000
Shares issued during the year	-	62,40,000
Shares bought back during the year	-	-
<b>Shares outstanding at the end of the year</b>	<b>2,32,40,000</b>	<b>2,32,40,000</b>

During the Financial year 2023-24, The Company has made the initial public offer aggregates to 68,40,000 shares of a face value Rs.10 each comprising of a fresh issue aggregating to 62,40,000 equity shares and an offer for sale aggregating to 6,00,000 equity shares by the Company's promoters selling shareholders.

e) The rights, preferences and restrictions attaching to each class of shares:

The Company has only one class of shares and all shareholder have equal rights and there are no restriction and preferences attached to any shareholders including the right to receive dividend and repayment of Capital.

f) Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate

The Company has no shares held by its holding company or its ultimate holding company including subsidiaries or associates of the holding company or the ultimate holding company

g) Details of shareholders holding more than 5% of shares:

Name of the Shareholder	As at 31-Mar-2025		As at 31-Mar-2024	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Balakrishnan	1,05,33,250	45.32%	1,05,33,250	45.32%
Sundaram Yogalakshmi	33,83,900	14.56%	33,83,900	14.56%

h) Shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment, including the terms and amounts;

There is no shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment.

i) Shares information related to immediately preceding five years from reporting date:

a) Number & class of Share allotted as fully paid up pursuant to contract(s) without payment being received in cash :

Nil

b) Aggregate number and class of shares allotted as fully paid up bonus shares :

During the Financial year 2022-23, the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10/- each in the ratio of 16 shares for every 1 share vide resolution dated 29-12-2022

c) Aggregate number and class of shares brought back :

Nil

j) Terms of any securities convertible into equity/preference shares issued along with the earliest date of conversion in descending order starting from the farthest such date

The Company has not issued any securities convertible into equity/preference shares.

k) Calls unpaid (showing aggregate value of calls unpaid by directors and officers)

The Company has no calls unpaid on shares during the reporting year.

l) The Company has not forfeited any shares during the reporting period

The Company has not forfeited any shares during the reporting period.

m) Shareholding of Promoters

Promoter Name	Equity Shares held by promoters as at 31-Mar-2025				% Change during the year
	No. of Shares at the beginning of the year	% of total shares	No. of Shares at the end of the year	% of total shares	
Balakrishnan	1,05,33,250	45.32%	1,05,33,250	45.32%	0.00%
Sundaram Yogalakshmi	33,83,900	14.56%	33,83,900	14.56%	0.00%
<b>Promoters Shareholding Total</b>	<b>1,39,17,150</b>	<b>59.88%</b>	<b>1,39,17,150</b>	<b>59.88%</b>	<b>0.00%</b>

The Initial public offer made during the financial year 2023-24 includes an offer for sale of such number of Equity Shares aggregating to 6,00,000 by the Promoter Selling Shareholder, which includes the Promoter of the Company.

Note: 2 Reserves and Surplus

Particulars	As at	
	31-Mar-2025	31-Mar-2024
<b>(a) General Reserve</b>		
Opening Balance	4.00	4.00
Add: Additions during the year	-	-
Less: Deduction during the year		
<b>Closing Balance</b>	<b>4.00</b>	<b>4.00</b>
<b>(b) Securities Premium</b>		
Opening Balance	48.67	
Add: Additions during the year	-	48.67
Less: Deduction during the year (Bonus, others)		
<b>Closing Balance</b>	<b>48.67</b>	<b>48.67</b>
<b>(c) Surplus</b>		
Opening Balance	45.42	9.21
Add: Additions during the year	38.25	36.21
<b>Closing Balance</b>	<b>83.67</b>	<b>45.42</b>
<b>Total</b>	<b>136.34</b>	<b>98.09</b>



Notes to Standalone Financial Statements as at March 31,2025

Note: 3 Long-Term Borrowings

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-2025	31-Mar-2024
<b>Secured</b>		
a) Term Loans:		
i. From banks (Refer Note 3.1 below)	17.43	0.13
<b>Unsecured</b>		
b) Term Loans:		
i. From banks (Refer Note 3.2 below)	0.08	0.22
ii. From other parties (Refer Note 3.3 below)	0.02	0.21
<b>Total</b>	<b>17.53</b>	<b>0.56</b>

Note:

3.1 Disclosure about the nature of securities and type of asset given as security (Banks)

Particulars	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In cr)	Starting Date	Outstanding (Rs. in cr)	Nature of Security /Pledge
HDFC Bank Term Loan	9.50%	79	0.33	Sep'24	17.12	FD & Shares Pledge
Canara Bank Car Loan	8.85%	47	0.01	Mar'22	0.32	Mortgage of Vehicle

3.2 Disclosure about the nature and details of unsecured loans (Banks)

Particulars	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In cr)	Starting Date	Outstanding (Rs. in cr)	Nature of Security /Pledge
Deutsche Bank Business Loan	14.00%	2	0.02	Apr'22	0.04	-
IDFC Bank Business Loan	14.00%	1	0.02	May'22	0.02	-
Standard Chartered Term Loan	14.00%	1	0.03	Apr'22	0.03	-

3.3 Disclosure about the nature and details of unsecured loans (Other than bank)

Particulars	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In cr)	Starting Date	Outstanding (Rs. in cr)	Nature of Security /Pledge
Aditya Birla - Term Loan	13.00%	1	0.02	Apr'22	0.02	-

Note: 4 Long-Term Provisions

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-2025	31-Mar-2024
a) Provision for Employee Benefits	3.28	3.03
<b>Total</b>	<b>3.28</b>	<b>3.03</b>

Note: 5 Short-Term Borrowings

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-2025	31-Mar-2024
<b>Secured</b>		
a) Current Maturities of Long-term borrowings- Secured	2.32	0.25
b) Loans repayable on demand:		
i. From banks (refer note 5.1)	10.68	1.61
<b>Unsecured</b>		
a) Loans and advances from related parties (Refer Note 5.1)	2.34	-
<b>Total</b>	<b>15.34</b>	<b>1.86</b>

Note:

5.1 Disclosure about the nature of securities and type of asset given as security (Banks)

Particulars	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. in cr)	Starting Date	Outstanding (Rs. in cr)	Nature of Security /Pledge
HDFC Bank OD Loan for working capital	9.50%	N.A	N.A	Sep'24	9.74	Debtors Statement

Note: 6 Trade Payables

I. Trade Payables relating to MSME

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-2025	31-Mar-2024
a) The principal amount and the interest due thereon, remaining unpaid to any supplier as at the end of accounting year		
Principal	2.45	
Interest Due	0.03	
b) The amount of interest paid by the buyer under MSME Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year		
c) The amount of interest due and payable for the period (where the principal has been paid but interest under the MSME Act, 2006 not paid)		
d) The amount of interest accrued and remaining unpaid at the end of accounting year		
e) The amount of further interest due and payable even in the succeeding year, 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 MSME Act 2006		



Notes to Standalone Financial Statements as at March 31,2025

II. Trade Payables ageing schedule

a) Trade Payables ageing schedule For the year ended 31-Mar-2025

Particulars	Outstanding for following periods from due date of payment				TOTAL
	< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	2.48				2.48
(ii) Others	5.92	-			5.92
<b>Sub total</b>	<b>8.40</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>8.40</b>
Undue- Considered Good					
Unbilled Payables					
<b>Total:</b>	<b>8.40</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>8.40</b>

b) Trade Payables ageing schedule For the year ended 31-Mar-2024

Particulars	Outstanding for following periods from due date of payment				TOTAL
	< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	1.04				1.04
(ii) Others	10.57				10.57
(iii) Disputed dues - MSME					
(iv) Disputed dues - Others					
<b>Sub total</b>	<b>11.61</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>11.61</b>
Undue- Considered Good					
Unbilled Payables					
<b>Total:</b>	<b>11.61</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>11.61</b>

Note: 7 Other Current Liabilities

Particulars	As at	
	31-Mar-2025	31-Mar-2024
	Interest accrued but not due on borrowings	0.12
Other payables	0.61	0.57
Salary Payable	2.00	2.50
Auditor Fees Payable	0.14	0.11
Provision for Expenses	0.51	-
Provision for Doubtful Debts	0.36	-
<b>Total</b>	<b>3.75</b>	<b>3.21</b>

Note: 8 Short-Term Provisions

Particulars	As at	
	31-Mar-2025	31-Mar-2024
	Provision for Employee Benefits	0.17
Provision for Taxation FY-2023-24	-	3.94
Provision for Taxation FY-2024-25	6.70	-
Provision for Taxation- Interest FY-2024-25	0.47	-
<b>Total</b>	<b>7.35</b>	<b>4.11</b>



BASILIC FLY STUDIO LIMITED  
CIN : U92100TN2016PLC109861

Notes to Standalone Financial Statements as at March 31, 2025  
Changes in the carrying amounts of each class of assets for the year ended March 31, 2025

Note: 9 Property, Plant & Equipment (Indicative)

Particulars	Gross Block			Accumulated Depreciation			Net Block				
	April 1, 2024	Additions for the year	Deletions for the year	Effect of Foreign exchange translation	March 31, 2025	April 1, 2024	Addition During the Year	Depreciation on deletion	Effect of Foreign exchange translation	March 31, 2025	March 31, 2024
Computer & Accessories	3.37	0.03	0.03	3.39	1.99	0.66	2.64	0.74	1.90	0.07	1.83
Leasehold Equipment	0.28	-	-	0.28	0.21	0.01	0.22	0.06	0.07	0.04	0.04
Plant and Machinery	0.09	0.02	-	0.11	0.05	0.02	0.07	0.03	0.04	0.23	0.23
Furniture & fittings	0.96	-	-	0.96	0.64	0.10	0.79	0.01	0.00	0.01	0.00
Office Equipments	0.03	0.00	0.00	0.03	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Vehicles	0.03	0.00	0.00	0.03	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Printers & Scanners	4.73	0.03	0.03	4.79	2.89	0.80	3.69	1.07	1.83	1.83	1.83
<b>TOTAL (A)</b>	<b>4.73</b>	<b>0.03</b>	<b>0.03</b>	<b>4.79</b>	<b>2.89</b>	<b>1.01</b>	<b>3.69</b>	<b>1.07</b>	<b>1.83</b>	<b>1.83</b>	<b>1.83</b>
<b>Previous Year</b>	<b>4.18</b>	<b>0.55</b>	<b>0.55</b>	<b>4.73</b>	<b>1.86</b>	<b>1.01</b>	<b>2.89</b>	<b>1.83</b>	<b>2.79</b>	<b>1.83</b>	<b>2.79</b>



Notes to Standalone Financial Statements as at March 31, 2025

Note: 10 Non-Current Investments

Particulars	As at	
	31-Mar-2025	31-Mar-2024
(Amount in ₹ cr)		
<b>(Unquoted at cost)</b>		
<b>Investments in Equity Instruments</b>		
In Subsidiaries		
a) Basilic Fly Studio Canada Ltd (Invested in 100 equity shares at 0.01 CAD each, fully paid up, par value 0.01 CAD each) (Invested in 3,51,914.05 equity shares at 1 CAD each, fully paid up, par value 1 CAD each)	2.07	2.07
b) Basilic Fly Studio UK Private Ltd (Invested in 4,10,01,000 equity shares at 0.01 GBP each, fully paid up, par value 0.01 GBP each) (Invested in 36,68,31,633 equity shares at 0.01 GBP each, fully paid up, par value 0.01 GBP each)	44.69	4.21
<b>Total</b>	<b>46.76</b>	<b>6.29</b>

Particulars	As at	
	31-Mar-2025	31-Mar-2024
(Amount in ₹ cr)		
Aggregate amount of unquoted investments	46.76	6.29
	<b>46.76</b>	<b>6.29</b>

Note: 11 Deferred Tax Assets (Net)

Particulars	As at	
	31-Mar-2025	31-Mar-2024
(Amount in ₹ cr)		
Deferred Tax Assets	0.91	0.64
<b>Total</b>	<b>0.91</b>	<b>0.64</b>

Note: 12 Other Non-Current Assets

Particulars	As at	
	31-Mar-2025	31-Mar-2024
(Amount in ₹ cr)		
Security Deposits	1.79	2.46
Bank Deposits with more than 12 months maturity	-	2.00
<b>Total</b>	<b>1.79</b>	<b>4.46</b>

Note: 13 Trade Receivables

Particulars	As at	
	31-Mar-2025	31-Mar-2024
(Amount in ₹ cr)		
Trade receivable considered good – Secured	-	-
Trade receivable considered good – Unsecured	86.48	62.90
Trade receivable which have significant increase in credit risk	-	-
Trade receivable – credit impaired	-	-
<b>Total Trade Receivables</b>	<b>86.48</b>	<b>62.90</b>
Includes dues from subsidiaries	20.90	7.71

I. Trade Receivables ageing schedule For the year ended Mar 31, 2025

Particulars	Outstanding for following periods from due date of payment					Total
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	33.43	43.74	9.30	-	-	86.48
(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	-	-	-	-	-	-
Less: Allowance for Doubtful Receivables	-	-	-	-	-	-
<b>Subtotal</b>						<b>86.48</b>
Undue- Considered Good	-	-	-	-	-	-
Unbilled Receivables	-	-	-	-	-	-
<b>Total</b>						<b>86.48</b>

II. Trade Receivables ageing schedule For the year ended March 31, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	47.08	8.36	7.46	-	-	62.90
(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	-	-	-	-	-	-
Less: Allowance for Doubtful Receivables	-	-	-	-	-	-
<b>Subtotal</b>						<b>62.90</b>
Undue- Considered Good	-	-	-	-	-	-
Unbilled Receivables	-	-	-	-	-	-
<b>Total</b>						<b>62.90</b>



Notes to Standalone Financial Statements as at March 31,2025

Note: 14 Cash & Bank Balances

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-2025	31-Mar-2024
<b>a) Cash &amp; Cash Equivalents</b>		
i) Balance with banks	0.41	0.67
ii) Cheques & drafts in hand	-	-
iii) Cash in hand	0.00	0.00
iv) Bank Deposits with less than 3 months maturity	4.00	-
v) Others (specify nature)	-	-
<b>b) Other Bank Balances</b>		
i) Bank Deposits with more than 3 months but less than 12 months maturity	13.00	39.81
<b>Total</b>	<b>17.42</b>	<b>40.47</b>

Note: 15 Other Current Assets

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-2025	31-Mar-2024
Advance paid to suppliers	-	0.01
Staff Loans & Advances	0.02	0.22
Prepaid Expenses	14.42	12.00
TDS Receivable	0.18	-0.00
Work in Progress	21.65	12.27
GST Refund	4.31	4.62
GST Input Credit	0.23	-
<b>Total</b>	<b>40.81</b>	<b>29.11</b>



**Notes to Standalone Financial Statements for the year ended March 31,2025**

**Note: 16 Revenue From Operations**

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
<b>Sale of services:</b>		
Domestic	1.05	0.53
Exports	72.50	99.77
<b>Total</b>	<b>73.55</b>	<b>100.30</b>

**Note: 17 Other Income**

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Interest Income	0.52	2.39
Foreign Exchange Gain/(Loss)	1.32	0.50
<b>Total</b>	<b>1.83</b>	<b>2.88</b>

**Note: 18 Employee Benefits Expense**

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Salaries & Wages	20.53	25.84
Contribution to Provident fund	0.89	1.02
Provision for Gratuity	0.25	1.12
Staff Welfare	0.40	1.12
<b>Total</b>	<b>22.07</b>	<b>29.10</b>

**Note: 19 Finance Costs**

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Interest Expenses	2.04	0.49
Other Borrowing costs	0.11	0.00
<b>Total</b>	<b>2.15</b>	<b>0.49</b>

**Note: 20 Depreciation & Amortisation Expenses**

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Depreciation on Tangible Assets	0.80	1.01
<b>Total</b>	<b>0.80</b>	<b>1.01</b>



**Notes to Standalone Financial Statements for the year ended March 31,2025**

**Note: 21 Other Expenses**

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Hiring & Subscriptions charges	10.71	6.39
Office Rent	6.20	5.61
Legal and Professional Charges	1.81	0.85
Office Maintenance & E.B Charges	1.28	1.36
Artist Outsource Charges	1.18	4.28
Office Maintenance	0.67	0.14
Travelling Expense	0.62	1.17
Telephone & Internet Charges	0.59	0.69
Corporate social Responsibility Expenses	0.58	0.25
Consultancy Charges	0.39	0.31
Director Sitting Fees	0.18	0.09
Audit Fees	0.10	0.10
Business Promotion Expenses	0.09	0.36
Insurance Expenses	0.22	0.17
Miscellaneous expenses	0.02	0.00
Power & fuel	0.04	0.04
Printing and Stationery	0.03	0.05
Rates and Taxes	0.08	0.17
Repairs and Maintenance	0.05	0.28
Services Charges	0.00	0.01
Security Charges	0.09	0.08
<b>TOTAL</b>	<b>24.94</b>	<b>8.18</b>

**Note: 22 Exceptional Items**

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-2025	31-Mar-2024
Legal and Professional Charges (M&A & Due Diligence)	0.29	-
<b>Total</b>	<b>0.29</b>	<b>-</b>



**Notes to Standalone Financial Statements for the year ended March 31, 2025**

**Company Overview, Significant Accounting Policies & Other notes to accounts for the year ended March 31, 2025**

Note: 23 Company Overview & Significant Accounting Policies

**I Company Overview**

Basilic Fly Studio Private limited (the "Company") is a Private limited company domiciled in India and was incorporated on 28th January 2016 vide Registration No.U92100TN2016PTC103861 under the provisions of the Companies Act, 2013. The registered office of the Company is situated at Tower A, KRC Commerzone, Mount Poonamallee Road, Porur, Chennai, Tamil Nadu 600116 India with operating units across Chennai & Pune in India. Subsequently, company was converted into Public Limited Company vide special resolution passed by our shareholders at the Extra Ordinary General Meeting held on 29.12.2022 and the name of the company was changed to **Basilic Fly Studio Limited** ("the Company") pursuant to issuance of Fresh Certificate of Incorporation dated 19.05.2023 Registrar of Companies, Chennai with Corporate Identification Number U92100TN2016PLC103861. The Company has by way of Initial Public Offer (IPO) and listed on Emerge Platform of National Stock Exchange of India Limited on 11th September, 2023 with Corporate Identification Number L92100TN2016PLC103861.

The Company is engaged in the business of post production activities of providing high-end visual effects and 2D to 3D conversion to the Media and Entertainment industry.

The Board has approved these standalone financial statements in its meeting held on 30 May 2025, in accordance with the provisions of Companies Act, 2013.

**II Significant Accounting Policies**

**1 Basis of preparation:**

The Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under historical cost convention on the accrual basis. IGAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2021.

**2 Revenue recognition:**

**a) Sale of Service**

The company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts.

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 in accordance with AS-9, Revenue Recognition. Sales are recognized on accrual basis, and only after transfer of services to the customer.

Revenue from services provided under fixed price contracts, where the outcome can be estimated reliably, is recognized following the proportionate completion method, where revenue is recognized in proportion to the progress of the contract activity. The progress of the contract activity is usually determined as a proportion of efforts incurred up to the balance sheet date, which bears to the total hours / days estimated for the contract.

Revenue on time-and-material contracts are recognized as the related services are performed and the revenues from the end of the last billing to the balance sheet date are recognized as unbilled revenues.

**b) Other Income**

Revenue arising from the use by others of enterprise resources yielding interest, royalties and dividends should only be recognised when no significant uncertainty as to measurability or collectability exists. These revenues are recognised on the following bases:

**(i) Interest :** on a time proportion basis taking into account the amount outstanding and the rate applicable.

**(ii) Royalties :** on an accrual basis in accordance with the terms of the relevant agreement.

**(iii) Dividends from :** when the owner's right to receive payment is established by investments in shares.

**3 Property Plant and Equipment including Intangible assets:**

Property Plant and Equipment's are stated at cost, less accumulated depreciation. Cost includes cost of acquisition including material cost, freight, installation cost, duties and taxes, and other incidental expenses, incurred up to the installation stage, related to such acquisition. Property Plant and Equipment's purchased in India in foreign currency are recorded in Rupees, converted at the exchange rate prevailed on the date of purchase. Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.



Notes to Standalone Financial Statements for the year ended March 31, 2025

4 Depreciation & Amortisation:

The Company has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 and calculated the depreciation as per the Written Down Value (WDV) method. Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year. In respect of the assets sold during the year, depreciation is provided from the beginning of the year till the date of its disposal.

Intangible assets are amortised on a straight-line basis over the estimated useful life as specified in Schedule II of the Companies Act 2013. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss. In respect of the assets sold during the year, amortisation is provided from the beginning of the year till the date of its disposal.

Useful life of Property, Plant and Equipment's

Category	Useful life
Computer & Accessories	3-6 years
Furniture & Fittings	10 years
Office Equipments	5 years
Plant & Machinery	15 years
Printers & Scanners	13 years
Vehicles	8 years

5 Impairment of assets:

The Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognised wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. Reversal of impairment loss is recognised immediately as income in the profit and loss account.

6 Use of estimates:

The preparation of the financial statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and the reported amounts of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, income taxes, post - sales customer support and the useful lives of Property Plant and Equipment's and intangible assets.

7 Foreign currency transactions:

**Domestic Operation:**

**I . Initial recognition :**

A foreign currency transaction should be recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

**II . Measurement :**

Foreign currency monetary items should be reported using the closing rate.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency should be reported using the exchange rate at the date of the transaction.

Non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency should be reported using the exchange rates that existed when the values were determined.

**III . Treatment of Foreign exchange :**

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expenses in the Statement of Profit and Loss.



Notes to Standalone Financial Statements for the year ended March 31, 2025

8 Employee Benefits:

A. Short - term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Compensated absences

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an liability at the present value of the defined benefit obligation at the balance sheet date.

B. Post-Employment benefits:

Defined benefit plan:

Gratuity liability is a defined benefit obligation and is unfunded. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

Defined contribution Plan:

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits. The Company provides benefits such as provident fund contribution to its employees which are treated as defined contribution plans.

9 Taxes on Income:

Income Tax expense is accounted for in accordance with AS-22 "Accounting for Taxes on Income" for both Current Tax and Deferred Tax stated below:

A. Current Tax:

Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.

B. Deferred Tax:

Deferred tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between accounting income and the corresponding tax bases used in the computation of taxable income for the current accounting year using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carried forward losses, that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are 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 assets are 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. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year 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. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

10 Provisions and Contingent Liabilities:

A provision is recognised if, as a result of past event, the Company has a present legal obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation. Provisions are determined by the best estimate of outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.



**Notes to Standalone Financial Statements for the year ended March 31, 2025**

**11 Earnings Per Share:**

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

**12 Cash and Cash Equivalents:**

Cash and cash equivalents comprise cash on hand and Cheque in hand, balance with bank, demand deposits with banks and other short term highly liquid investments that are readily convertible to known amounts of cash & which are subject to an insignificant risk of changes in value where it has a short maturity of three months or less from the date of acquisition.

**13 Cash Flow Statement:**

Cash flows are reported using indirect method, whereby net profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system. In the balance sheet, bank overdrafts are presented under borrowings within current liabilities.

**14 Investments:**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.



Note: 24 Other notes to accounts

1 Contingent liabilities and commitments (to the extent not provided for):

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Claims against the company not acknowledged as debt	-	-
Guarantees	-	-
Other money for which the company is contingently liable	-	-
<b>Total</b>	-	-

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
Uncalled liability on shares and other investments partly paid	-	-
Other commitments (specify nature)	-	-
<b>Total</b>	-	-

2 Proposed Dividend Details:

The Company has not declared dividend during the period under review.

3 The Company has issued 62,40,000 equity shares to the public having a face value of Rs.10 per share including share premium of Rs.87 per share aggregating to Rs. 60.53 cr by way of Initial Public Offer (IPO) and got listed on Emerge Platform of National Stock Exchange of India Limited on 11th September, 2023.

I. The Company intends to utilise proceeds from IPO as per Object clause of the prospectus dated August 24, 2023

1. Expenditure for setup of Studio/Facility at Hyderabad and Salem
2. Expenditure for adding infrastructure to further strengthen the existing facilities/offices of the company located at Chennai and Pune.
3. Making investment through equity in the subsidiaries for expansion of workspace by acquiring new office space located at London and strengthen the existing facilities/offices located at Vancouver
4. General Corporate Purposes

I. The Net proceeds from the issue has been partly utilised for the following purpose:

Sl No	Objective of the Issue	Amount Alloted for the Object	Amount utilised till 31 March, 2025	Amount Unutilised till 31 March 2025	Deviation from objective (If any)
1	Capital Expenditure for Setting up of Studios	45.61	21.93	23.68	NA
2	General Corporate Purpose	12.38	12.38	-	NA
3	Issue Expenses	2.53	2.53	-	NA
	<b>Total</b>	<b>60.52</b>	<b>36.84</b>	<b>23.68</b>	<b>NA</b>

4 In the opinion of the Board, the company has used borrowings from banks and financial institution only for the specific purpose for which it was taken at the balance sheet date.

5 In the opinion of the Board, all of the assets other than Property, Plant and Equipment and noncurrent investments have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

6 Details of Benami Property held:

There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).

7 The Company has borrowings from banks or financial institutions on the basis of security of current assets, the following are the details of statements submitted to bank:

Name of the Current Asset	Date of Filing Monthly Return to Banks	Amount as per books	Amount as per the document submitted to the bank	Status/Remarks
Debtors	06-01-2025	73.83	73.83	No Difference
Debtors	06-01-2025	78.16	78.16	No Difference
Debtors	15-03-2025	74.25	74.25	No Difference
Debtors	30-04-2025	86.00	86.00	No Difference



Notes to Standalone Financial Statements for the year ended March 31, 2025

**8 Wilful Defaulter:**

The company is not declared as wilful defaulter by any bank or financial institution or other lender during the reporting period.

**9 Relationship with Struck off Companies:**

The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013.

**10 Registration of charges or satisfaction with Registrar of Companies:**

The Company do not have any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.

**11 Compliance with number of layers of companies:**

The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

**12 Compliance with approved Scheme(s) of Arrangements:**

No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the reporting period.

**13 Utilisation of Borrowed funds and share premium:**

A. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

- (i) 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
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

B. Where a 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

- (i) 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
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**14 Payment to the Auditor:**

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-25	31-Mar-24
Auditor	0.10	0.10
Taxation Matters	-	-
Company Law Matters	-	-
Management Services	-	-
Other Services	-	-
Reimbursement Expenses	-	-
<b>Total</b>	<b>0.10</b>	<b>0.10</b>

**15 Corporate Social Responsibility:**

The Company is covered under section 135, amount of expenditure incurred on corporate social responsibility activities are as follows:

- a. Amount required to be spent by the company during the year is Rs.0.58 cr.
- b. Amount of expenditure incurred is Rs. 0.58 cr

Particulars	Paid in Cash	Yet to be Paid in Cash	(Amount in ₹ cr)
			Total
(i) Construction/ acquisition of any asset	-	-	-
(ii) On purposes other than (i) above	0.58	-	0.58
<b>Total</b>			<b>0.58</b>

- c. Shortfall at the end of the year out of the amount required to be spent by the Company during the year - Nil
- d. Total of previous years shortfall - Section 135 is not applicable for the previous financial years.
- e. The reason for above shortfalls by way of a note - Not Applicable
- f. The nature of CSR activities undertaken by the Company



Notes to Standalone Financial Statements for the year ended March 31, 2025

List of Activities
(i) MidDay Meal & breakfast for School Children
(ii) Cancer Vaccination for Girl Child
(iii) Care for Orphan Children and Trans Gender affected by HIV
(iv) Abandoned Children with Intellectual Disabilities
(v) Empowerment of woman and girl
(vi) Skill Development for Trans Gender

g. Details of related party transactions - Nil

h. The Company has not made any provision with respect to a liability incurred by entering into a contractual obligation.

16 Services Income:

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-25	31-Mar-24
<b>In case of Companies Rendering or Supplying Services:</b>		
<b>Gross income derived from services rendered or supplied</b>		
VFX Service	73.55	100.30
<b>Total</b>	<b>73.55</b>	<b>100.30</b>

17 In the case of all concerns having works in progress:

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-25	31-Mar-24
Works in Progress - VFX Service	21.65	12.27
<b>Total</b>	<b>21.65</b>	<b>12.27</b>

18 (a) The Company has not set aside or proposed to be set aside any material amount to reserve, but not including provisions made to meet any specific liability, contingency or commitment known to exist at the date as to which the balance sheet is made up.

19 (a) The Company has not set aside any material amount to provisions made for meeting specific liabilities, contingencies or commitments.

20 (a) Dividends from subsidiary companies- Nil  
(b) Provisions for losses of subsidiary companies- Nil

21 Value of Imports:

Value of imports calculated on C.I.F basis by the company during the financial year is as follows:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Raw Materials	-	-
Components and Spare Parts	-	-
Capital Goods	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

22 Foreign Currency earned and expended:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
<b>A. Foreign currency earned</b>		
Export of Services	72.50	99.77
Royalty, know-how, professional and consultation fees	-	-
Interest and dividend	-	-
Other income, indicating the nature thereof	-	-
<b>Total</b>	<b>72.50</b>	<b>99.77</b>
<b>B. Foreign currency expended</b>		
Royalty	-	-
Know-how	-	-
Professional and Consultation Fees	-	-
Interest	-	-
Other Matters	-	-
Purchase of Software	-	0.81
Travelling Expense	0.47	0.80
<b>Total</b>	<b>0.47</b>	<b>1.60</b>

23 The amount remitted during the year in foreign currencies on account of dividends with a specific mention of the total number of non-resident shareholders, the total number of shares held by them on which the dividends were due and the year to which the dividends related;-NIL



Notes to Standalone Financial Statements for the year ended March 31, 2025

24 Undisclosed income:

There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

There is no previously unrecorded income and related assets that have been recorded in the books of account during the year.

25 Details of Crypto Currency or Virtual Currency:

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

26 Dues to Micro, Small and Medium Enterprises:

The principal amount remaining unpaid to the supplier registered under Micro, Small and Medium Enterprises Development Act, 2006 that are outstanding of Rs. 0.99 cr for more than 45 days as at the end of reporting date.

27 Disclosure of related parties/related party transactions pursuant to Accounting Standard (AS) - 18 "Related Party Disclosures":

A. List of Related Parties:

Name of Related Party	Relationship
Basilic Fly Studio UK Private Limited	Wholly Owned Subsidiary
Basilic Fly Studio Canada Limited	Subsidiary
One Of US Limited, London	Subsidiary (Step- down Subsidiary)
One Of US Paris	Step-down Subsidiary
Balakrishnan	Promoter cum Managing Director
Sundaram Yagalakshmi	Promoter cum Wholetime director
Nikhil Midha	Company Secretary (Resigned w.e.f 02-07-2024)
Swati Sharma	Company Secretary (Appointed w.e.f 05-07-2024)
Murugachettiar Ramesh	Chief Financial officer (Resigned w.e.f 08-10-2024)
Gaurav Mehra	Chief Financial officer (Appointed w.e.f 15-10-2024)
Rajarithnam Thiripurasundari	Director (Appointed w.e.f 01-01-2023)
Duraiswami Prabhakar	Wholetime director
Vengarai Seshadri Sowrirajan	Independent Director
Jitendra Kumar Pal	Independent Director (Resigned w.e.f 12-05-2025)
Nandagopal Damodaran	Independent Director (Appointed w.e.f 12-07-2024)

B. Transaction with related Parties:

(Amount in ₹ cr)

Particulars	Subsidiaries	Key Managerial Persons	Independent directors
Rendering of services (Sales)	15.14	-	-
	-	-	-
Manpower Services (Purchase)	0.74	-	-
	(8.99)	-	-
Director remuneration	-	2.29	-
	-	(2.34)	-
Investment in Subsidiary	40.47	-	-
	(4.21)	-	-
Sitting Fees	-	0.02	0.16
	-	(0.02)	(0.06)
Salary	-	0.66	-
	-	(0.25)	-
Loan from Directors*	-	2.34	-
	-	-	-

\* Loan taken from director of the company Mrs. Sundaram Yagalakshmi.

Figures within brackets ( ) represents Previous Year's amount.



Notes to Standalone Financial Statements for the year ended March 31, 2025

C. Balances of Related Parties As at 31 March, 2025:

Particulars	(Amount in ₹ cr)		
	Subsidiaries	Key Managerial Persons	Independent directors
Trade Receivable	20.90	-	-
	(7.71)	-	-
Trade Payable	0.74	-	-
	(6.91)	-	-
Director remuneration payable	-	0.17	-
	-	(0.17)	-
Investment in Subsidiary	46.76	-	-
	(6.29)	-	-
Sitting Fees Payable	-	-	0.01
	-	-	(0.00)
Salary Payable	-	0.01	-
	-	(0.02)	-
Loan From directors	-	2.34	-
	-	-	-

Figures within brackets ( ) represents Previous Year's amount.

D. Material Transaction with related parties:

Particulars	Name of Related Party	(Amount in ₹ cr)
		Amount
Rendering of services (Sales)	One of US Ltd (UK)	11
		-
Rendering of services (Sales)	One of US Ltd (Paris)	4
		-
Manpower Services (Purchase)	Basilic Fly Studio UK Private Limited	-
		(9)
Manpower Services (Purchase)	One of US Ltd (UK)	1
		-
Investment in Subsidiary	Basilic Fly Studio UK Private Limited	40
		(4)

Figures within brackets ( ) represents Previous Year's amount.

E. Material Balance with related parties:

Particulars	Name of Related Party	(Amount in ₹ cr)
		Amount
Trade Receivable	Basilic Fly Studio Canada Limited	4
		(8)
Trade Receivable	One of US Ltd (UK)	16
		-
Trade Receivable	One of US Ltd (Paris)	1
		-
Trade Payable	Basilic Fly Studio UK Private Limited	-
		(7)
Trade Payable	One of US Ltd (UK)	1
		-
Investment in Subsidiary	Basilic Fly Studio UK Private Limited	45
		(4)
Investment in Subsidiary	Basilic Fly Studio Canada Limited	2
		(2)

Figures within brackets ( ) represents Previous Year's amount.

F. Compensation of Key Management Personnel

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Short-term employee benefits	0.65	0.26
Post-employment benefits	0.01	0.01
Other long-term benefits	-	-
Termination benefits	-	-
Share-based payment	-	-



Notes to Standalone Financial Statements for the year ended March 31, 2025

Notes to be disclosed

1. Terms and conditions of sales and purchases: the sales and purchases transactions among the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates and memorandum of understanding signed with the related parties. For the year ended 31st March, 2025, the Company has not recorded any loss allowances for transactions between the related parties.

2. As the future liabilities for gratuity and leave encashment is provided on an actuarial basis and payment of insurance costs are made for the Company as a whole, the amount pertaining to the key management personnel is not ascertainable, therefore, not included above.

3. No amounts in respect of related parties have been written off/ written back during the year or has not made any provision for doubtful debts/ receivable.

28 Income Taxes:

I. Minimum Alternate Tax Credit

The Company has opted the lower tax regime under section 115BAA of the Income Tax Act, 1961. Hence, there is no Minimum Alternate Tax credit recognised in the reporting year.

II. Current Tax

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Current Tax	6.47	13.25
Less: MAT Credit Entitlement	-	-
<b>Net Current Tax</b>	<b>6.47</b>	<b>13.25</b>

III. Details of Interest and Penalties during the year

- 1) Interest on Shortfall in payment of Advance Tax  
Interest under Section 234B - Rs. 0.13 cr  
Interest under Section 234C - Rs. 0.34 cr
- 2) Any Penalties levied under Income Tax Act - Nil
- 3) Short Provision of Taxes relating to earlier years is Rs. 0.67 cr

29 Exchange Difference:

Particulars	(Amount in ₹ cr)	
	For the year ended	
	31-Mar-25	31-Mar-24
Exchange Difference Gain/(Loss)	1.32	0.50
<b>Total</b>	<b>1.32</b>	<b>0.50</b>

30 Employee Benefit (Incurred in India):

- A. Provident Fund - The Company has contributed Rs.0.77 cr for the year ended 2025 and Rs.1.02 cr for the year ended 2024 towards the Employees Provident Fund.
- B. **Gratuity** - The Present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method. This method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation.

**Interest cost:** It is the increase in the Plan liability over the accounting period resulting from the operation of the actuarial assumption of the interest rate.

**Current Service Cost:** is the discounted present value of the benefits from the Plan's benefit formula attributable to the services rendered by employees during the accounting period.

**Actuarial Gain or Loss:** occurs when the experience of the Plan differs from that anticipated from the actuarial assumptions. It could also occur due to changes made in the actuarial assumptions.

(i) Reconciliation of Opening and closing balance of Gratuity Obligations:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Net Liability as at the beginning of the period	3.20	2.09
Net Expenses in P/L A/c	0.25	1.12
Benefits Paid	-	(0.01)
<b>Net Liability as at the end of the period</b>	<b>3.45</b>	<b>3.20</b>

(No Fund is being maintained)



Notes to Standalone Financial Statements for the year ended March 31, 2025

(ii) Expenses recognized during the year in Profit & Loss Account:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Interest Cost	0.23	0.16
Current Service Cost	0.88	1.11
Past Service Cost	-	-
Expected Return on Plan Assets	-	-
Curtailment Cost (Credit)	-	-
Settlement Cost (Credit)	(0.86)	(0.14)
Net Actuarial (gain) / loss	0.25	1.12
<b>Net Expenses to be recognized in P&amp;L</b>		

(iii) Changes in Benefit Obligations:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Opening Defined benefit Obligation	3.20	2.09
Current service cost	0.88	1.11
Interest cost for the year	0.23	0.16
Actuarial losses (gains)	(0.86)	(0.14)
Benefits paid	-	(0.01)
<b>Closing Defined benefit Obligation</b>	<b>3.45</b>	<b>3.20</b>

(iv) Valuation Bases / Assumptions:

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Rate of discounting	6.81%	7.20%
Salary Escalation	7.00%	7.00%
Attrition Rate	10.00%	10.00%

Mortality rate during employment Indian -Indian Assured Lives Mortality (2012-14) Ultimate

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The company is only making book provisions for the entire Gratuity Liability on the valuation and follows a 'pay as you go' system to meet the liabilities as and when they fall due. Therefore the scheme is fully unfunded, and no assets are maintained by the company and asset values are taken as zero.

31 Cashflow Statement:

- (1) The Company has no significant amount of cash and cash equivalent balances held that are not readily available for use.
- (2) The Company does not have undrawn borrowing facilities that may be available for future operating activities.
- (3) The Company has appropriate amount of Cash Flows that are required to maintain operating capacity.
- (4) The Company is investing adequately in the maintenance of its operating capacity.
- (5) There are no non cash transactions happened in investing and financing activities to be excluded from Cash Flow Statement.

Additional Disclosures:

I. Components of Cash and Cash Equivalents:	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
Cash on Hand	0.00	0.00
Cheque in hand	-	-
Balance with banks	0.41	0.67
Demand deposits with banks	-	-
Short term highly liquid investments	-	-
Bank Overdraft	-	-
<b>Total</b>	<b>0.41</b>	<b>0.67</b>

II. Amount Spent for CSR Activities

S.No	Particulars	(Amount in ₹ cr)		Total
		Paid in Cash	Yet to be Paid in Cash	
(i)	Construction/ acquisition of any asset	-	-	-
(ii)	On purposes other than (i) above	0.58	-	0.58
	<b>Total</b>	<b>0.58</b>	<b>-</b>	<b>0.58</b>



**32 Disclosures on Property, plant and equipment and Intangible Assets:**

**I. Property, plant and equipment**

- 1) The Company do have any restrictions on title, and property, plant and equipment pledged as security for liabilities.
- 2) There is no amount of expenditure recognised in the carrying amount of an item of property, plant and equipment in the course of its construction.
- 3) There is no contractual commitments for the acquisition of property, plant and equipment.
- 4) There is no amount of compensation from third parties for items of property, plant and equipment that were impaired, lost or given up that is included in the statement of profit and loss.
- 5) The Company has no assets that are retired from active use and held for disposal
- 6) There is no temporarily idle property, plant and equipment at the reporting date.
- 7) The Company has no fully depreciated property, plant and equipment that is still in use.
- 8) The Company has not revalued any class of property, plant and equipment during the financial year.
- 9) The Company has no property, plant and equipment retired from active use and not held for disposal.

**II. Intangible asset**

- 1) The carrying amount and remaining amortization period of any individual intangible asset that is material to the financial statements of the enterprise as a whole- Nil
- 2) The Company do not have any restrictions on title, and intangible assets pledged as security for liabilities.
- 3) There is no contractual commitments for the acquisition of intangible assets.
- 4) The Company has no fully amortised intangible asset that is still in use.
- 5) There is no acquisitions of intangible assets through business combinations.

**33 Investments:**

**I. Profits and losses with regard to investments have been disclosed as under:**

- a) profits and losses on disposal of current investments -Not Applicable
- b) profits and losses on changes in the carrying amount of current investments -Not Applicable
- c) profits and losses on disposal of long-term investments -Not Applicable
- d) profits and losses on changes in the carrying amount of long- term investments -Not Applicable

**II. The Company has no significant restrictions with regard to investments in subsidiaries on the right of ownership, realisability of investments or the remittance of income and proceeds of disposals.**

**34 Earnings Per Share:**

Particulars	(Amount in ₹ cr)	
	As at	
	31-Mar-25	31-Mar-24
1. Profit attributable to equity shareholders before extraordinary items (A)	38.25	36.21
2. Profit attributable to equity shareholders after extraordinary items (B)	38.25	36.21
3. Weighted average number of equity shares outstanding during the year (C)	2,32,40,000	2,04,60,984
4. Effect of potential equity shares on employee stock options outstanding	-	-
5. Effect of any other items of potential Equity Shares eg. Convertible Debentures, Convertible Preference Shares	-	-
6. Weighted average number of potential equity shares outstanding during the year for the purpose of computing Diluted	2,32,40,000	2,04,60,984
7. Basic and Diluted earnings per share before extraordinary items of face value of ₹ 10	16.46	17.70
8. Basic and Diluted earnings per share after extraordinary items of face value of ₹ 10	16.46	17.70



Notes to Standalone Financial Statements for the year ended March 31, 2025

35 Ratios:

S.No	Ratios	31-Mar-25	31-Mar-24	% Variance	Reason for
a.	<b>Current Ratio</b> Current Assets / Current liabilities ( <b>Current Assets</b> -Current Investments, Inventories, Trade Receivables, Cash and Bank Balances, Short Term Loans and Advances, Other Current Assets <b>Current Liabilities</b> -Short Term Borrowings, Trade Payables, Other Current Liabilities, Short term Provisions )	4.15	6.47	-35.8%	Current Ratio declined due to increase in short term borrowings to meet the working capital requirements
b.	<b>Debt-Equity Ratio</b> Total Debt / Shareholder's Equity ( <b>Total Debt</b> -Long Term Debt + Short Term Debt <b>Shareholder's Equity</b> -Share Capital, Reserves and Surplus)	0.21	0.02	931.0%	Increase in Borrowings during the year for the meeting the company's long term expansion plans
c.	<b>Debt Service Coverage Ratio</b> Earnings available for debt service / Debt Service ( <b>Earnings available for debt service</b> -Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc., <b>Debt Service</b> -Interest & Lease Payments + Principal Repayments)	-1.70	22.09	-107.7%	Decrease in earnings available during the year because of increased expenses due to acquisition of subsidiary
d.	<b>Return on Equity Ratio</b> (Net Profit After Taxes - Preference Dividend if any) / Average Shareholder's Equity <b>Average Shareholder's Equity</b> -(Opening Share Capital+Opening Reserves and Surplus+Closing Share Capital+Closing Reserves and Surplus)/2	0.07	0.48	-85.7%	Due to decrease in earnings during the year
e.	<b>Inventory Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Inventory <b>Sales</b> -Revenue from operations <b>Average Inventory</b> -(Opening Inventory+Closing Inventory)/2	-	-	-	-
f.	<b>Trade Receivables Turnover Ratio</b> Net Credit Sales / Average Trade Receivables <b>Net Credit Sales</b> -Gross Credit Sales - Sales Return <b>Average Trade Receivables</b> -(Opening Trade Receivables + Closing Trade Receivables)/2	0.98	2.42	-59.4%	Collection got halted due to industry strikes happened during the year
g.	<b>Trade Payable Turnover Ratio</b> Net Credit Purchases / Average Trade Payables <b>Net Credit Purchases</b> -Gross Credit Purchases - Purchase Return <b>Average Trade Payables</b> -(Opening Trade Payables + Closing Trade Payables)/2	0.12	2.95	-95.8%	Impacted due to slower accounts receivable collection



**Notes to Standalone Financial Statements for the year ended March 31, 2025**

h.	<b>Net Capital Turnover Ratio</b> Net Sales / Average Working Capital Net Sales-Total Sales-Sales Return Average Working Capital-((Opening Current Assets - Opening Current Liabilities)+(Closing Current Assets - Closing Current Liabilities))/2	0.23	1.50	-84.9%	Working capital increase higher than the increase in revenue
i.	<b>Net Profit Ratio</b> Net Profit / Net Sales Net Profit- Profit after tax Net Sales-Total Sales-Sales Return	0.25	0.36	-31.2%	-
j.	<b>Return on Capital Employed</b> (Earning before interest and taxes / Capital Employed) * 100 Earning before interest and taxes-Profit before Taxes + Interest Capital Employed-Tangible Net Worth + Total Debt + Deferred Tax Liability	0.15	0.41	-63.6%	Due to increase in debt as compared to last year
k.	<b>Return on investment</b> Income generated from investments/ Total Investment*100	0.87	0.72	20.6%	-

**36 Previous year's figures have been regrouped / reclassified wherever necessary to conform with current year's classification.**

As per our report of even date attached

For **L.U.KRISHNAN & CO**

Chartered Accountants

Firm's Registration No: 0015275

3-1, West Ch. Road,  
Shenoy Nagar,  
Chennai - 600 030.

Chartered Accountants

**P K Manoj**

Partner

Membership Number: 207550

UDIN: 25207550BMJD17359

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**



*Swati Sharma*

**Swati Sharma**

Company Secretary

Mem No: A54158

*Gaurav Mehra*

**Gaurav Mehra**

Chief Financial Officer

*Sundaram Yogalakshmi*

**Sundaram Yogalakshmi**

Wholesale Director

DIN: 07323404

*Balakrishnan*

**Balakrishnan**

Managing Director

DIN: 06590484

Place: Chennai  
Date: 30-05-2025



Place: Chennai  
Date: 30-05-2025

## INDEPENDENT AUDITOR'S REPORT

To the Members of  
Basilic Fly Studio Limited.,  
(Formerly known as Basilic Fly Studio Private Limited)

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

1. We have audited the accompanying consolidated financial statements of **Basilic Fly Studio Limited** (Hereinafter referred to the "**Holding Company**") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2024, and the consolidated statement of Profit and Loss, the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2024, consolidated profit and its consolidated cash flows for the year then ended.

#### Basis for Opinion

3. 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



**Key Audit Matters**

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

Key Audit Matter	How the matter was addressed in our audit
<p>The Holding company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts. Revenue on time-and-material contracts are recognized as the related services are performed. Sales are shown net of sales returns, if any.</p>	<p>In view of the significance of the matter we applied the following audit procedures on selected specific and statistical samples of contracts, among others to obtain sufficient audit evidence:</p> <ul style="list-style-type: none"> <li>• Assessed the appropriateness of the revenue recognition is in accordance with the applicable accounting standard and accounting policies.</li> <li>• Verified the progress of each project in terms use of human resources and other resources and</li> <li>• Verified the contract with customers made in this regard and revenues accounted under proportionate Completion method.</li> </ul>

**Information Other than the Financial Statements and Auditor’s Report Thereon**

5. The Holding Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company’s Annual Report along with Annexures but does not include the consolidated financial statements and our auditor’s report thereon. The Company’s annual report is expected to be made available to us after the date of this auditor’s report.
6. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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. The above information is not available to us as on the date of our report.



**Responsibilities of the Management and Those charged with Governance for the consolidated Financial Statements:**

8. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.
9. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
10. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

**Auditor's Responsibilities for the Audit of the consolidated Financial Statements**

11. Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.



12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
- i. Identify and assess the risks of material misstatement of the consolidated 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.
  - ii. Obtain an understanding of internal 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.
  - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - iv. 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 ability of the Group 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 consolidated 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 Group to cease to continue as a going concern.
  - v. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
  - vi. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other



auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

13. Materiality is the magnitude of misstatements in the 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 in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.
14. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.
15. 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.
16. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**Other Matter**

17. We did not audit the financial statements of two subsidiaries, whose financial statements reflect total assets of Rs (266.07) lakhs as at March 31, 2024, total revenues of Rs 236.91 lakhs and net cash flows amounting to Rs (251.94) lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.



Certain of these subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries. The Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India and which have been audited by other auditors in India. We have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Company and audited by us.

Our opinion is on the consolidated financial statements, and our report on Other Legal and regulatory Requirements below is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

#### **Report on Other Legal and Regulatory Requirements**

18. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
19. As required by Section 143(3) of the Act, we report that:
  - i. 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 of the aforesaid consolidated financial statements.
  - ii. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - iii. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.



- v. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- vi. With respect to the adequacy of internal financial controls over financial reporting and the operating effectiveness of such controls, reporting under this section is not applicable for subsidiaries, as all subsidiaries are not incorporated in India and for Holding Company refer to our separate report in "Annexure B" of the Standalone Auditor's Report included in this annual report.
- vii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - a) The Group does not have any pending litigations which would impact its consolidated financial position of the Group.
  - b) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies incorporated in India.
- viii. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("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.  
  
(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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; .

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- ix. The Company did not declare or pay any dividend during the year.
- x. Based on our examination, which included test checks, the Holding Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024, 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 and the audit trail feature has not been tampered with and as proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024. However, reporting in respect of subsidiaries is not applicable as all subsidiaries of the Group are incorporated outside India.

For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 0015275



P K Manoj  
Partner

Membership No.207550

UDIN: 24207550BKANNH1564

Place: Chennai  
Date: 30 April 2024

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE  
CONSOLIDATED FINANCIAL STATEMENTS OF BASILIC FLY STUDIO LIMITED FOR  
THE YEAR ENDED 31 MARCH 2024**

(Referred to in paragraph 18 under 'Report on Other Legal and Regulatory Requirements' section of our report)

- a) In our opinion and according to the information and explanations given to us, the Companies (Auditor's Report) Order, 2020 of the Holding Company did not include any qualifications or adverse remarks made by the auditors of subsidiary company in their auditor's report, included in the consolidated financial statements of the Company.

For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 001527S



P K Manoj  
Partner

Membership No.207550

UDIN: 24207550BKANNH1564

Place: Chennai  
Date: 30 April 2024

**Consolidated Balance Sheet as at March 31,2024**

(Amount in ₹ Lakhs)

Particulars	Note No.	As at	
		31 Mar 2024	31 Mar 2023
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 SHAREHOLDERS' FUNDS</b>			
(a) Share Capital	1	2,324.00	1,700.00
(b) Reserves and Surplus	2	9,989.80	1,467.00
(c) Money received against share warrants			
<b>2 Minority Interest</b>	3	41.50	39.39
<b>3 SHARE APPLICATION MONEY PENDING ALLOTMENT</b>			
<b>4 NON-CURRENT LIABILITIES</b>			
(a) Long-Term Borrowings	4	56.01	252.58
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long-Term Liabilities		-	-
(d) Long-Term Provisions	5	303.34	196.38
<b>5 CURRENT LIABILITIES</b>			
(a) Short-Term Borrowings	6	186.39	174.49
(b) Trade Payables	7		
(A) Total outstanding dues of micro enterprises and small enterprises and		103.99	-
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		499.58	408.77
(c) Other Current Liabilities	8	331.77	429.91
(d) Short-Term Provisions	9	418.16	676.27
<b>TOTAL</b>		<b>14,304.59</b>	<b>5,344.78</b>
<b>II. ASSETS</b>			
<b>1 NON-CURRENT ASSETS</b>			
(a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant & Equipment	10	191.96	231.59
(ii) Intangible Assets		-	-
(iii) Capital Work-In-Progress		-	-
(iv) Intangible Assets under development		-	-
(b) Non-Current Investments		-	-
(c) Deferred Tax Assets (Net)	11	63.99	31.40
(d) Long-Term Loans & Advances		-	-
(e) Other Non-Current Assets	12	245.64	989.32
<b>2 CURRENT ASSETS</b>			
(a) Current Investments		-	-
(b) Inventories		-	-
(c) Trade Receivables	13	5,309.83	1,546.21
(d) Cash & Bank Balances	14	4,477.18	1,017.55
(e) Short-Term Loans and Advances	15	391.82	-
(f) Other Current Assets	16	3,674.16	1,528.72
<b>TOTAL</b>		<b>14,304.59</b>	<b>5,344.78</b>
Company overview & Significant Accounting Policies	23		
Other notes to accounts	24		

The accompanying notes 1 to 24 form an integral part of the financial statements.

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**

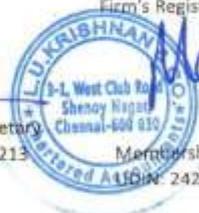
  
Balakrishnan  
Director  
DIN: 06590484

  
Sundaram Yogalakshmi  
Director  
DIN: 07323404

  
Murugachettiar Ramesh  
Chief Financial Officer

As per our report of even date attached  
For L.U.KRISHNAN & CO  
Chartered Accountants  
Firm's Registration No. 0015275

  
P K Manoj  
Partner  
Membership Number: 207550  
24207550BKANNH1564

  
L.U. KRISHNAN & CO  
1-L, West Club Road  
Shenoy Nagar  
Chennai-600 010  
Registered Auditor

Nilchi Aridha  
Company Secretary  
Mem No : F10213

Place: Chennai  
Date: 30-04-2024

Place: Chennai  
Date: 30-04-2024

**Consolidated Statement of Profit and Loss for the year ended March 31, 2024**

Particulars	Note No.	(Amount in ₹ Lakhs)	
		For the year ended	
		31-Mar-24	31-Mar-23
I Revenue From Operations	17	10,266.97	7,866.74
II Other Income	18	311.62	42.66
<b>III Total Income (I+II)</b>		<b>10,578.59</b>	<b>7,909.40</b>
<b>IV Expenses</b>			
Employee Benefits Expense	19	2,945.22	1,755.92
Other Direct Expenses	20	2,187.82	2,175.18
Finance Costs	21	52.30	77.67
Depreciation & Amortisation Expenses	10	104.84	56.03
Other Expenses	22	227.52	94.29
<b>Total Expenses (IV)</b>		<b>5,517.70</b>	<b>4,159.09</b>
<b>V Profit Before Exceptional and Extraordinary Items and Tax (III-IV)</b>		<b>5,060.89</b>	<b>3,750.31</b>
VI Exceptional Items			
<b>VII Profit before extraordinary items and tax (V-VI)</b>		<b>5,060.89</b>	<b>3,750.31</b>
VIII Extraordinary items			
<b>IX Profit before tax (VII-VIII)</b>		<b>5,060.89</b>	<b>3,750.31</b>
<b>X Tax Expense:</b>			
(1) Current Tax		1,334.24	987.06
(2) Deferred Tax		(32.59)	(26.87)
(3) Provision for earlier tax		105.41	-
<b>Total Tax Expenses</b>		<b>1,407.06</b>	<b>960.19</b>
<b>XI Profit ( Loss) for the period from continuing operations (IX-X)</b>		<b>3,653.83</b>	<b>2,790.12</b>
XII Minority Interest		2.10	16.09
<b>XIII Profit ( Loss) for the period from continuing operations (XI-XII)</b>		<b>3,651.72</b>	<b>2,774.03</b>
XIV Profit ( Loss) for the period from discontinuing operations			
XV Tax expenses of discontinuing operations			
<b>XVI Profit ( Loss) for the period from discontinuing operations (after tax) (XIV-XV)</b>			
<b>XVII Profit/(Loss) For The Period (XI+XIV)</b>		<b>3,651.72</b>	<b>2,774.03</b>
<b>XVIII Earnings per equity share before extraordinary items: (In Rs.)</b>			
Basic and Diluted		17.85	16.32
<b>XIX Earnings per equity share after extraordinary items: (In Rs.)</b>			
Basic and Diluted		17.85	16.32
Company overview, Significant Accounting Policies & Other notes on accounts	23 & 24		
The accompanying notes form an integral part of the financial statements			

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**

As per our report of even date attached  
For L.U.KRISHNAN & CO  
Chartered Accountants  
Firm's Registration No: 10015275

  
Balakrishnan  
Director  
DIN: 06590484

  
Sundaram Yogalakshmi  
Director  
DIN: 07323404

  
Murugachettiar Ramesh  
Chief Financial Officer

  
Nikhil Midha  
Company Secretary  
Mem No : F10213

  
P K Manoj  
Partner  
Membership Number: 207550  
UDIN: 24207550BKANNH1564

Place: Chennai  
Date: 30-04-2024

Place: Chennai  
Date: 30-04-2024

**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)  
CIN : L92100TN2016PLC103861

**Statement of Cash Flow for the year ended March 31, 2024**

(Amount in ₹ Lakhs)

Particulars	Year ended	
	31-Mar-24	31-Mar-23
<b>A CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net Profit Before Tax	5,060.89	3,750.31
<b>Adjustments for:</b>		
Depreciation	104.84	56.03
Gain on Sale of Property plant and equipment		6.60
Interest Expenses	49.31	68.54
Interest Income	(239.00)	(28.41)
<b>Operating Profit before working capital changes:</b>	<b>4,976.05</b>	<b>3,853.08</b>
<b>Adjustments for changes in working capital:</b>		
Increase/Decrease in Trade Receivables	(3,763.62)	(1,140.36)
Increase/Decrease in Short Term Loans & Advances	(991.82)	-
Increase/(Decrease) in Long term Provisions	106.96	132.64
Increase/(Decrease) in Short term Provisions	4.30	8.73
Increase/Decrease in Other Current assets	(2,095.45)	(1,355.69)
Increase/Decrease in Trade and Other payables	194.80	216.87
Increase/Decrease in Other Current Liabilities	(48.13)	(196.50)
Increase/Decrease in Other Current Assets	(71.30)	(50.52)
<b>Cash generated from operations</b>	<b>(1,088.22)</b>	<b>1,468.24</b>
Income Taxes paid	(1,702.06)	(323.18)
<b>Cash flow before extraordinary item</b>	<b>(2,790.28)</b>	<b>1,145.06</b>
Extraordinary items relating to Operating Activity		
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>(2,790.28)</b>	<b>1,145.06</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Interest Received	239.00	28.41
Bank deposits	(3,365.55)	(368.44)
Fixed assets purchased including Intangible Assets	(65.21)	(182.25)
<b>NET CASH USED IN INVESTING ACTIVITIES (B)</b>	<b>(3,191.76)</b>	<b>(522.28)</b>
<b>C CASH FLOWS FORM FINANCING ACTIVITES</b>		
Interest paid	(49.31)	(68.54)
Proceeds from issue of equity shares Net	5,491.45	-
Increase/(Decrease) in Long-Term Borrowings	(196.56)	(56.48)
Increase/(Decrease) in Short-Term Borrowings	11.89	70.31
<b>NET CASH USED IN FINANCING ACTIVITIES (C)</b>	<b>5,257.46</b>	<b>(54.71)</b>
<b>Effect of Exchange Difference</b>		
Exchange difference on Realized (Loss)/Gain	3.69	(1.20)
<b>D NET INCREASE IN CASH AND CASH EQUIVALENT (A+B+C)</b>	<b>(720.89)</b>	<b>566.88</b>
Opening Cash and Cash Equivalents	1,017.55	450.67
<b>CLOSING CASH AND CASH EQUIVALENT- Refer Note No.17 in Other Notes to Accounts</b>	<b>296.66</b>	<b>1,017.55</b>

Company Overview, Significant Accounting Policies & Other Notes on accounts - Note no : 23 & 24  
The accompanying notes 1 to 24 form an integral part of the financial statements.

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**

  
Balakrishnan  
Director  
DIN: 06590484

  
Sundaram Yogalakshmi  
Director  
DIN: 07323404

  
Murugachettiar Ramesh  
Chief Financial Officer

  
Nikhil Midha  
Company Secretary  
Mem No : F10213

As per our report of even date attached  
For L.U.KRISHNAN & CO  
Chartered Accountants  
Firm's Registration No: 0015275



  
P K Manoj  
Membership Number: 207550  
DIN: 24207550BKANNH1564  
Place: Chennai  
Date: 30-04-2024

Place: Chennai  
Date: 30-04-2024

**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

CIN : L92100TN2016PLC103861

**Notes to Consolidated Financial Statements as at March 31, 2024**

Note: 1 Share Capital

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Number	Amount	Number	Amount
a) Number and amount of equity shares authorised <sup>Ⓐ</sup>	2,50,00,000.00	2,500.00	2,50,00,000.00	2,500.00
b) (i) Number and amount of equity shares Issued, Subscribed and Paid-Up	2,32,40,000.00	2,324.00	1,70,00,000.00	1,700.00
(ii) Number and amount of equity shares Subscribed but not fully Paid-Up	-	-	-	-
<b>Total of b (i) and (ii)</b>	<b>2,32,40,000.00</b>	<b>2,324.00</b>	<b>1,70,00,000.00</b>	<b>1,700.00</b>
c) Par value per Equity share (in ₹ each)	-	-	-	-

Note: <sup>Ⓐ</sup> Authorised capital increased from 10,00,000 equity shares to 2,50,00,000 equity shares with effect from 29-12-2022 vide resolution passed in the Extraordinary General Meeting.

Particulars	As at	
	31-Mar-24	31-Mar-23
Shares outstanding at the beginning of the year	1,70,00,000.00	10,00,000.00
Shares issued during the year	62,40,000.00	1,60,00,000.00
Shares bought back during the year	-	-
<b>Shares outstanding at the end of the year</b>	<b>2,32,40,000.00</b>	<b>1,70,00,000.00</b>

During the Financial year 2023-24, The Company has made the initial public offer aggregates to 68,40,000 shares of a face value Rs.10 each comprising of a fresh issue aggregating to 62,40,000 equity shares and an offer for sale aggregating to 6,00,000 equity shares by the Company's promoters selling shareholders.

During the Financial year 2022-23, the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10 each in the ratio of 16 shares for every 1 share vide resolution dated 29-12-2022 passed at the Extraordinary General Meeting.

**e) The rights, preferences and restrictions attaching to each class of shares:**

The Company has only one class of shares and all shareholder have equal rights and there are no restriction and preferences attached to any shareholders including the right to receive dividend and repayment of Capital.

**f) Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate**  
Not Applicable**g) Details of shareholders holding more than 5% of shares:**

Name of the Shareholder	As at 31-Mar-2024		As at 31-Mar-2023	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Balakrishnan	1,05,33,250.00	45.32%	1,08,29,000.00	63.70%
Sundaram Yogalakshmi	33,83,900.00	14.56%	36,83,900.00	21.67%
Umesh Purushottam Chamdia	11,30,500.00	4.86%	11,30,500.00	6.65%
Aparna Samir Thakker	11,30,500.00	4.86%	11,30,500.00	6.65%

**h) Shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment, including the terms and amounts:**  
There is no shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment.**i) Shares information related to immediately preceding five years from reporting date:****a) Number & class of Share allotted as fully paid up pursuant to contract(s) without payment being received in cash**

Nil

**b) Aggregate number and class of shares allotted as fully paid up bonus shares**

During the Financial year 2022-23, the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10/- each in the ratio of 16 shares for every 1 share vide resolution dated 29-12-2022 passed at the Members Meeting.

**c) Aggregate number and class of shares brought back**

Nil

**j) Terms of any securities convertible into equity/preference shares issued along with the earliest date of conversion in descending order starting from the farthest such date**

The Company has not issued any securities convertible into equity/preference shares.

**k) Details of Calls unpaid (showing aggregate value of calls unpaid by directors and officers)**

The Company has no calls unpaid on shares during the reporting year.

**l) Details of forfeited shares (amount originally paid-up)**

The Company has not forfeited any shares during the reporting period.



**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

CIN : L92100TN2016PLC103861

**Notes to Consolidated Financial Statements as at March 31, 2024**
**m) Shareholding of Promoters**

Equity Shares held by promoters as at 31-Mar-2024					
Promoter Name	No. of Shares at the beginning of the year	% of total shares	No. of Shares at the end of the year	% of total shares	% Change during the year
1. Balakrishnan	1,08,29,000.00	46.60%	1,05,33,250.00	61.96%	(15.36) %
2. Sundaram Yogalakshmi	36,83,900.00	15.85%	33,83,900.00	19.91%	(4.05) %

The Initial public offer made during the financial year 2023-24 includes an offer for sale of such number of Equity Shares aggregating to 6,00,000 by the Promoter Selling Shareholder, which includes the Promoter of the Company.

**Note: 2 Reserves and Surplus**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
<b>(a) General Reserves</b>		
Opening Balance		
Add: Additions during the year	400.00	
Less: Transferred to Share Capital		2,000.00
<b>Closing Balance</b>	<b>400.00</b>	<b>(1,600.00)</b>
<b>(b) Securities Premium</b>		
Opening Balance		
Add: Additions during the year	4,867.45	
Less: Deduction during the year (Bonus, others)		
<b>Closing Balance</b>	<b>4,867.45</b>	<b>-</b>
<b>(c) Surplus</b>		
Opening Balance		
Add: Additions during the year	1,061.66	287.63
Less: Transferred to General Reserves	3,651.72	2,774.03
<b>Closing Balance</b>	<b>4,713.39</b>	<b>(2,000.00)</b>
<b>(d) Foreign Currency Translation Reserve</b>		
Opening Balance		
Add: Additions during the year	5.33	6.53
Less: Deduction during the year	1.68	(1.20)
<b>Closing Balance</b>	<b>9.02</b>	<b>5.33</b>
<b>Total</b>	<b>9,989.86</b>	<b>1,467.00</b>

**Note: 3 Minority Interest**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
<b>(a) Minority Interest</b>		
Paid up Value (At Original Cost)	22.03	22.03
Add: Opening Share of Profit	17.36	1.27
Add: Additions during the year	2.10	16.09
<b>Total</b>	<b>41.50</b>	<b>39.39</b>

**Note: 4 Long-Term Borrowings**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
<b>Secured</b>		
<b>a) Term Loans:</b>		
i. From banks (Refer Note 4.1 below)	13.22	40.25
<b>Unsecured</b>		
<b>a) Term Loans:</b>		
i. From banks (Refer Note 4.2 below)	22.29	181.32
ii. From Other Parties (Refer Note 4.3 below)	20.50	20.50
<b>b) Loans and advances from related parties</b>		10.51
<b>Total</b>	<b>56.01</b>	<b>252.58</b>



**Notes to Consolidated Financial Statements as at March 31, 2024**

Note:

**4.1. Disclosure about the nature of security and type of asset given as security (Banks)**

Particulars	Rate of Interest	No of O/S Instalments	Starting Date	Outstanding (Amount in ₹ Lakhs)	Nature of Security /Pledge
Canara bank - Car Loan	9.40%	72 Months	15-03-2022	38.63	Vehicle

**4.2. Disclosure about the nature and details of Unsecured Loans ( Banks)**

Particulars	Rate of Interest	No of O/S Instalments	Starting Date	Outstanding (Amount in ₹ Lakhs)	Nature of Security /Pledge
Deutsche Bank - Phase II	14.00%	25 Months	30-03-2022	22.28	-
HDFC Bank - Term Loan	13.00%	23 Months	30-01-2022	26.07	-
IDFC First Bank - Phase II	14.00%	25 Months	29-03-2022	20.91	-
Standard Chartered Bank - Term Loan	14.00%	25 Months	30-03-2022	30.75	-
Axis Bank - Term Loan - Phase II	14.00%	25 Months	31-03-2022	18.83	-
Indusind Bank - Term Loan	15.00%	27 Months	04-06-2022	23.58	-
Kotak Mahindra Bank - Term Loan	14.50%	26 Months	23-05-2022	21.98	-
Yes Bank - Term Loan	15.00%	27 Months	25-05-2022	18.86	-

**4.3. Disclosure about the nature and details of Unsecured Loans (Other than Banks)**

Particulars	Rate of Interest	No of O/S Instalments	Starting Date	Outstanding (Amount in ₹ Lakhs)	Nature of Security /Pledge
Aditya Birla -Term Loan - Phase II	14.00%	25 Months	24-03-2022	20,50,221.00	-

Note: 5 Long-Term Provisions

Particulars	(Amount in ₹ Lakhs)	
	As at 31-Mar-24	31-Mar-23
a) Provision for Employee Benefits	303.34	196.38
<b>Total</b>	<b>303.34</b>	<b>196.38</b>

Note: 6 Short-Term Borrowings

Particulars	(Amount in ₹ Lakhs)	
	As at 31-Mar-24	31-Mar-23
<b>Secured</b>		
a) Current Maturities of Long-term borrowings (Refer Note 4.1 of Notes to Consolidated Balance Sheet)	25.42	14.10
<b>Unsecured</b>		
a) Current Maturities of Long-term borrowings (Refer Note 4.2 and 4.3 of Notes to Consolidated Balance Sheet)	160.97	160.40
<b>Total</b>	<b>186.39</b>	<b>174.49</b>

Note: 7 Trade Payables

I. Trade Payables relating to MSME

Particulars	(Amount in ₹ Lakhs)	
	As at 31-Mar-24	31-Mar-23
a) The principal amount and the interest due thereon, remaining unpaid to any supplier as at the end of accounting year		
Principal	103.99	-
Interest Due	-	-
b) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c) The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
d) The amount of interest accrued and remaining unpaid at the end of accounting year	-	-
e) The amount of further interest due and payable even in the succeeding year, 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	-	-



**Notes to Consolidated Financial Statements as at March 31, 2024**

**II. Trade Payables ageing schedule**

**a) Trade Payables ageing schedule For the year ended 31-Mar-2024**

Particulars	Outstanding for following periods from due date of payment				TOTAL
	< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	104	-	-	-	103.99
(ii) Others	411	88.57	-	-	499.58
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Sub total</b>					<b>603.56</b>
Undue- Considered Good					-
Unbilled Payables					-
<b>Total:</b>					<b>603.56</b>

**b) Trade Payables ageing schedule For the year ended 31-Mar-2023**

Particulars	Outstanding for following periods from due date of payment				TOTAL
	< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	-	-	-	-	-
(ii) Others	409	-	-	-	408.77
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Sub total</b>					<b>408.77</b>
Undue- Considered Good					-
Unbilled Payables					-
<b>Total:</b>					<b>408.77</b>

**Note: 8 Other Current Liabilities**

Particulars	(Amount in ₹ Lakhs)	
	As at 31-Mar-24	As at 31-Mar-23
a) Interest accrued but not due on borrowings	3.22	4.66
b) Advance Received from Customers	-	50.40
c) Provision for Expenses	-	43.49
d) Statutory Dues Payable	-	96.00
e) Audit Fees Payable	57.25	8.10
f) Salary Payable	11.75	225.91
g) Expense Payable	303.15	7.90
<b>Total</b>	<b>381.77</b>	<b>429.91</b>

**Note: 9 Short-Term Provisions**

Particulars	(Amount in ₹ Lakhs)	
	As at 31-Mar-24	As at 31-Mar-23
a) Provision for Employee Benefits	16.69	12.39
b) Provision for Taxation	401.47	653.88
<b>Total</b>	<b>418.16</b>	<b>676.27</b>

**Note: 10 (a)(i) Property, Plant & Equipment - Attached Separately**

**Note: 11 Deferred Tax Assets (Net)**

Particulars	(Amount in ₹ Lakhs)	
	As at 31-Mar-24	As at 31-Mar-23
a) On account of Depreciation	(0.63)	(4.18)
b) On account of Employee Benefits	63.58	35.58
c) On account of Others	1.04	-
<b>Total</b>	<b>63.99</b>	<b>31.40</b>



**Notes to Consolidated Financial Statements as at March 31, 2024**

**Note: 12 Other Non-Current Assets**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
a) Security Deposits	-	-
b) Bank Deposits with more than 12 months maturity	245.64	174.34
<b>Total</b>	<b>245.64</b>	<b>814.98</b>

**Note: 13 Trade Receivables**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Trade receivable considered good – Secured	-	-
Trade receivable considered good – Unsecured	-	-
Trade receivable which have significant increase in credit risk	5,309.83	1,546.21
Trade receivable – credit impaired	-	-
<b>Total Trade Receivables</b>	<b>5,309.83</b>	<b>1,546.21</b>

**Ageing Schedule**

**I. Trade Receivables ageing schedule For the year ended March 31, 2024**

Particulars	(Amount in ₹ Lakhs)					Total
	Outstanding for following periods from due date of payment					
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	4,327.29	163.50	819.04	-	-	5,309.83
(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	-	-	-	-	-	-
Less: Allowance for Doubtful Receivables	-	-	-	-	-	-
<b>Sub total</b>						<b>5,309.83</b>
Undue- Considered Good						
Unbilled Receivables						
<b>Total:</b>						<b>5,309.83</b>

**II. Trade Receivables ageing schedule For the year ended March 31, 2023**

Particulars	(Amount in ₹ Lakhs)					Total
	Outstanding for following periods from due date of payment					
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	993.63	552.58	-	-	-	1,546.21
(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	-	-	-	-	-	-
Less: Allowance for Doubtful Receivables	-	-	-	-	-	-
<b>Sub total</b>						<b>1,546.21</b>
Undue- Considered Good						
Unbilled Receivables						
<b>Total:</b>						<b>1,546.21</b>



**Notes to Consolidated Financial Statements as at March 31,2024**

**Note: 14 Cash & Bank Balances**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
<b>a) Cash &amp; Cash Equivalents</b>		
i) Balance with banks		
ii) Cash in hand	296.52	1,017.50
<b>b) Other Bank Balances</b>		
i) Bank Deposits with more than 3 months but less than 12 months maturity	0.14	0.05
<b>Total</b>	<b>4,180.53</b>	<b>-</b>
	<b>4,477.18</b>	<b>1,017.55</b>

**Note: 15 Short-Term Loans and Advances**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
<b>Unsecured, Considered good</b>		
a) Loans and advances to related parties		
<b>Total</b>	<b>391.87</b>	<b>-</b>
	<b>391.82</b>	<b>-</b>

**Note: 16 Other Current Assets**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
a) Advance paid to suppliers		
b) Pre-paid Expenses	8.72	1.50
c) IPO Expenses	1,901.91	683.89
d) Work-in-Progress	-	49.54
e) Staff Loans and Advances	1,226.89	540.15
f) GST Refund	21.56	19.47
<b>Total</b>	<b>488.08</b>	<b>234.18</b>
	<b>3,624.26</b>	<b>1,528.72</b>



**Notes to the Consolidated financial Statements for the year ended March 31,2024**

**Note: 17 Revenue From Operations**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
<b>Sale of services:</b>		
Local	52.83	-
Exports	10,214.13	7,866.74
<b>Total</b>	<b>10,266.97</b>	<b>7,866.74</b>

**Note: 18 Other Income**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Interest Income	239.00	28.41
Foreign Exchange Gain or Loss	73.63	14.25
<b>Total</b>	<b>311.62</b>	<b>42.66</b>

**Note: 19 Employee Benefits Expense**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Salaries & Wages	2,381.00	1,386.94
Contribution to Provident fund	102.11	50.78
Directors Remuneration	234.00	121.50
Provision for Gratuity	112.15	141.36
Staff Welfare	115.96	55.34
<b>Total</b>	<b>2,945.22</b>	<b>1,755.92</b>

**Note: 20 Other Direct Expenses**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Artist Outsource Charges	438.03	491.53
Consultancy Charges	129.65	457.52
Electricity Charges	136.05	72.71
Office Rent	561.46	339.81
Hiring and Subscription Charges	640.43	512.98
Travelling Expenses	123.17	247.52
Communication Charges	68.61	37.06
Business Promotion Expenses	41.58	5.60
Legal and Professional Charges	58.82	10.44
<b>Total</b>	<b>2,187.82</b>	<b>2,175.18</b>

**Note: 21 Finance Costs**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Interest Expenses	49.31	68.54
Other Borrowing costs	7.48	9.13
Bank Charges	0.52	-
<b>Total</b>	<b>57.30</b>	<b>77.67</b>

**Note: 10 Depreciation & Amortisation Expenses**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Depreciation on Tangible Assets	104.84	56
<b>Total</b>	<b>104.84</b>	<b>56.03</b>



**Notes to the Consolidated financial Statements for the year ended March 31,2024**

Note: 22 Other Expenses

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Payment to Auditors	10.00	7.50
Director Sitting Fees	8.60	-
Foreign Exchange Loss	-	15.72
Insurance Expenses	17.65	13.02
Miscellaneous expenses	0.49	0.52
Office Maintenance	103.06	27.70
Postage & Telegram	0.45	0.13
Power & fuel	3.66	0.39
Printing and Stationery	4.68	6.01
Rates and Taxes	17.17	1.55
Repairs to machinery	28.21	7.59
Services Charges	1.02	3.33
Security Charges	7.78	4.23
Assets written off	-	6.60
CSR Expenses	24.75	-
<b>TOTAL</b>	<b>227.52</b>	<b>94.29</b>



**Note: 23 Company Overview & Significant Accounting Policies**

**I Company Overview**

Basilic Fly Studio Private Limited Company ("the Company") having CIN:U92100TN2016PTC103861 incorporated on 28th January 2016 under the provisions of the Companies Act 2013, and having its registered office at Tower A, KRC Commerzone, Mount Poonamallee Road, Porur, Chennai, Tamil Nadu 600116 India with operating units across the Country. Subsequently, company was converted into Public Limited Company vide special resolution passed by our shareholders at the Extra Ordinary General Meeting held on 29.12.2022 and the name of the Company was changed to Basilic Fly Studio Limited ("the Company") pursuant to issuance of Fresh Certificate of Incorporation dated 19.05.2023 Registrar of Companies, Chennai with Corporate Identification Number U92100TN2016PLC103861. The Company has by way of Initial Public Offer (IPO) and listed on Emerge Platform of National Stock Exchange of India Limited on 11th September, 2023 with Corporate Identification Number L92100TN2016PLC103861.

Basilic Fly Studio Limited holds 90.62% of Basilic Fly Studio Canada Limited, which was incorporated on July 02, 2021 and 100% of Basilic Fly Studio UK Private Limited which was incorporated on April 06, 2022.

The registered office of the subsidiaries are situated in Vancouver, Canada and England and Wales respectively.

The Company is engaged in the business of post production activities of providing high-end visual effects and 2D to 3D conversion to the Media and Entertainment industry.

Basilic Fly studio Limited along with subsidiaries Basilic Fly Studio Canada Limited and Basilic Fly Studio UK Private Limited is the "Group" for the purpose of consolidation.

**II Significant Accounting Policies**

**1 Basis of preparation:**

The Consolidated Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under historical cost convention on the accrual basis. IGAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2021.

The consolidated financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the previous year of the holding company.

Group's financial statements are presented in Indian Rupees (₹) which is functional currency of the Parent.

**2 Basis of consolidation**

The financial statements of the Group are consolidated on a line-by-line basis and intra-group balances and transactions, including unrealized gain / loss from such transactions, are eliminated upon consolidation.

These financial statements are prepared by applying uniform accounting policies in use at the Group.

Minority interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company, are disclosed separately.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Indian Rupees using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates for the dates of the transactions are used. Exchange differences arising, if any, are recognised in foreign currency translation reserve.

Exchange difference arising on an intra-group monetary item, whether short-term or long-term, cannot be eliminated against corresponding amount arising on other intra-group balances because the monetary item represents a commitment to convert one currency into another and exposes the reporting enterprise to a gain or loss through of the reporting enterprise, such an exchange difference continues to be recognised as income or an expense.



### 3 Revenue recognition:

#### a) Sale of services:

The Group derives its revenues primarily from Sale of Visual effects (VFX) Service contracts.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured in accordance with AS-9, Revenue Recognition. Sales are recognized on accrual basis, and only after transfer of services to the customer.

Revenue from services provided under fixed price contracts, where the outcome can be estimated reliably, is recognized following the proportionate completion method, where revenue is recognized in proportion to the progress of the contract activity. The progress of the contract activity is usually determined as a proportion of efforts incurred up to the balance sheet date, which bears to the total hours / days estimated for the contract.

Revenue on time-and-material contracts are recognized as the related services are performed and the revenues from the end of the last billing to the balance sheet date are recognized as unbilled revenues.

#### b) Other Income

Revenue arising from the use by others of enterprise resources yielding interest, royalties and dividends should only be recognised when no significant uncertainty as to measurability or collectability exists. These revenues are recognised on the following bases:

(i) **Interest** : on a time proportion basis taking into account the amount outstanding and the rate applicable.

(ii) **Royalties** : on an accrual basis in accordance with the terms of the relevant agreement.

(iii) **Dividends from** : when the owner's right to receive payment is established by investments in shares.

### 4 Property Plant and Equipment including Intangible assets:

Property Plant and Equipment's are stated at cost, less accumulated depreciation. Cost includes cost of acquisition including material cost, freight, installation cost, duties and taxes, and other incidental expenses, incurred up to the installation stage, related to such acquisition.

Property Plant and Equipment's purchased in India in foreign currency are recorded in Rupees, converted at the exchange rate prevailed on the date of purchase. Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

### 5 Depreciation & Amortisation:

The Group has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 other than foreign subsidiaries and calculated the depreciation as per the Written Down Value (WDV) method. Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year. In respect of the assets sold during the year, depreciation is provided from the beginning of the year till the date of its disposal.

Intangible assets are amortised on a straight-line basis over the estimated useful life as specified in Schedule II of the Companies Act 2013 other than foreign subsidiaries. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss. In respect of the assets sold during the year, amortisation is provided from the beginning of the year till the date of its disposal.

#### Useful lives of Property, Plant and Equipment's

##### BASILIC FLY STUDIO LIMITED

Category of asset	Useful life
Computer & Accessories	3 to 6 years
Furniture & Fittings	10 years
Office Equipments	5 years
Plant & Machinery	15 years
Printers & Scanners	13 years
Vehicles	8 years



## 6 Impairment of assets:

The Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognised wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. Reversal of impairment loss is recognised immediately as income in the profit and loss account.

## 7 Use of estimates:

The preparation of the financial statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and the reported amounts of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, income taxes, post - sales customer support and the useful lives / Depreciation rates of Property Plant and Equipment's and intangible assets.

## 8 Foreign currency transactions:

### *Domestic Operation:*

#### I . Initial recognition :

A foreign currency transaction should be recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

#### II . Measurement :

Foreign currency monetary items should be reported using the closing rate.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency should be reported using the exchange rate at the date of the transaction.

Non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency should be reported using the exchange rates that existed when the values were determined.

#### III . Treatment of Foreign exchange :

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expenses in the Statement of Profit and Loss.

## 9 Employee Benefits:

### A. Short - term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably

#### Compensated absences

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an liability at the present value of the defined benefit obligation at the balance sheet date.

### B. Post-Employment benefits:

#### Defined benefit plan:

Gratuity liability is a defined benefit obligation and is unfunded. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

#### Defined contribution Plan:

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits. The Company provides benefits such as provident fund contribution to its employees which are treated as defined contribution plans.



## 10 Taxes on Income:

Income Tax expense is accounted for in accordance with AS-22 "Accounting for Taxes on Income" for both Current Tax and Deferred Tax stated below:

### A. Current Tax:

Current tax is the amount of expected tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws in the countries where the Group operates and generates taxable income.

### B. Deferred Tax:

Deferred tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between accounting income and the corresponding tax bases used in the computation of taxable income for the current accounting year using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carried forward losses, that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are 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 assets are 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. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year 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. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

## 11 Provisions and Contingent Liabilities:

A provision is recognised if, as a result of past event, the Company has a present legal obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation. Provisions are determined by the best estimate of outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

## 12 Earnings Per Share:

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

## 13 Cash and Cash Equivalents:

Cash and cash equivalents comprise cash on hand and Cheque in hand, balance with bank, demand deposits with banks and other short term highly liquid investments that are readily convertible to known amounts of cash & which are subject to an insignificant risk of changes in value where it has a short maturity of three months or less from the date of acquisition.



#### 14 Cash Flow Statement:

Cash flows are reported using indirect method, whereby net profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system. In the balance sheet, bank overdrafts are presented under borrowings within current liabilities.

#### 15 Investments:

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

#### 16 Borrowing Costs

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.



Notes to Consolidated Financial Statements for the year ended March 31, 2024

Company Overview, Significant Accounting Policies & Other notes to accounts for the year ended March 31, 2024

Note: 24 Other notes to accounts

**1 Contingent liabilities and commitments (to the extent not provided for):**

**A. Contingent Liabilities**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Claims against the company not acknowledged as debt	-	-
Guarantees	-	-
Other money for which the company is contingently liable	-	-
<b>Total</b>	-	-

**B. Commitments**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Estimated amount of contracts remaining to be executed on capital account and not provided	-	-
Uncalled liability on shares and other investments partly paid	-	-
Other commitments (specify nature)	-	-
<b>Total</b>	-	-

**2 Proposed Dividend Details:**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
<b>A. Equity Shares:</b>		
Dividend proposed	-	-
Dividend per Share	-	-
<b>B. Preference Shares:</b>		
Dividend proposed	-	-
Dividend per Share	-	-
<b>Total Proposed Dividend</b>	-	-

3 In the opinion of the Board, all of the assets other than Property, Plant and Equipment and noncurrent investments have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

**4 Details of Benami Property held**

The Group has no proceedings which have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

5 The Group has no borrowing from the banks or financial institutions on the basis of security of current assets, hence no quarterly returns or statements of current assets are required to be filed by the Group with any the banks or financial institutions.

**6 Wilful Defaulter**

The Group is not declared as wilful defaulter by any bank or financial institution or other lender.

**7 Relationship with Struck off Companies**

The Group has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

8 (a) The Company has not set aside or proposed to be set aside any material amount to reserve, but not including provisions made to meet any specific liability, contingency or commitment known to exist at the date as to which the balance sheet is made up.



- 9 (a) The Company has not set aside any material amount to provisions made for meeting specific liabilities, contingencies or commitments.

**10 Undisclosed income:**

There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

There is no previously unrecorded income and related assets have been recorded in the books of account during the year.

**11 Dues to Micro, Small and Medium Enterprises:**

The principal amount remaining unpaid by the Company to the supplier registered under Micro, Small and Medium Enterprises Development Act, 2006 are not outstanding for more than 45 days as at the end of reporting date.

**12 Disclosure of related parties/related party transactions pursuant to Accounting Standard (AS) - 18 "Related Party Disclosures":**

**A. List of Related Parties:**

Name of Related Party	Relationship
Balakrishnan	Managing Director
Sundaram Yogalakshmi	Whole time director
Nikhil Midha	Company Secretary
Murugachettiar Ramesh	Chief Financial officer
Rajarithinam Thiripurasundari	Director (Appointed w.e.f 01-01-2023)
Duraiswami Prabhakar	Director
Vengarai Seshadri Sowrirajan	Independent Director
Jitendra Kumar Pal	Independent Director
Subramaniam Krishnan	Independent Director (resigned w.e.f 23-10-2023)

**B. Transaction with related Parties:**

Particulars	Key Managerial Persons	Independent directors
Director remuneration	234.00 (121.50)	- -
Sitting Fees	2.20 -	6.40 -
Salary	24.76 (2.73)	- -

Figures within brackets ( ) represents Previous Year's amount.

**C. Balances of Related Parties As at 31 March,2024**

Particulars	Key Managerial Persons	Independent directors
Director remuneration payable	17.12 (8.03)	- -
Sitting Fees Payable	- -	0.36 -
Salary Payable	1.86 (1.02)	- -

Figures within brackets ( ) represents Previous Year's amount.



**D. Material Transaction with related parties:**

Particulars	Name of Related Party	Amount
Director remuneration	Balakrishnan	120.00
		(57.00)
Sitting Fees	Jitendra Kumar Pal	2.60
Sitting Fees	Vengarai Seshadri Sowrirajan	2.40
		-
Sitting Fees	Rajarathinam Thiripurasundari	2.20
		-
Salary	Nikhil Midha	15.16
		(2.73)

Figures within brackets ( ) represents Previous Year's amount.

**E. Material Balance with related parties:**

Particulars	Name of Related Party	Amount
Director remuneration payable	Balakrishnan	9.00
		(4.00)

Figures within brackets ( ) represents Previous Year's amount.

**F. Compensation of Key Management Personnel**

Particulars	As at	
	31-Mar-24	31-Mar-23
Short-term employee benefits	26.10	2.62
Post-employment benefits	0.86	0.11
Other long-term benefits	-	-
Termination benefits	-	-
Share-based payment	-	-

**Notes to be disclosed**

1. Terms and conditions of sales and purchases: the sales and purchases transactions among the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates and memorandum of understanding signed with the related parties. For the year ended 31st March, 2024, the Group has not recorded any loss allowances for transactions between the related parties.

2. As the future liabilities for gratuity and leave encashment is provided on an actuarial basis and payment of insurance costs are made for the Company as a whole, the amount pertaining to the key management personnel is not ascertainable, therefore, not included above.

3. No amounts in respect of related parties have been written off/ written back during the year or has not made any provision for doubtful debts/ receivable.

**13 Reconciliation of Foreign Exchange fluctuation Reserve:**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Opening Balance	5.33	6.53
Net Additions/(Deletions) during the year due to foreign Exchange Fluctuations	3.69	(1.20)
<b>Total</b>	<b>9.02</b>	<b>5.33</b>

**14 Income Taxes:****I. Minimum Alternate Tax Credit**

The Company has opted the lower tax regime under section 115BAA of the Income Tax Act, 1961. Hence, there is no Minimum Alternate Tax credit recognised in the reporting year.



**II. Current Tax**

Particulars	As at	
	31-Mar-24	31-Mar-23
Current Tax	1,334.24	987.06
Less: MAT Credit Entitlement	-	-
<b>Net Current Tax</b>	<b>1,334.24</b>	<b>987.06</b>

**III. Details of Interest and Penalties**

- 1) Interest on Shortfall in payment of Advance Tax
  - Interest under Section 234B - Rs. 39.41 Lakhs
  - Interest under Section 234C - Rs. 43.96 Lakhs
- 2) Any Penalties levied under Income Tax Act - Nil
- 3) Short Provision of Taxes relating to earlier years is Rs. 105.41 Lakhs

**15 Exchange Difference:**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Exchange Difference Gain/(Loss)	72.63	(1.47)
<b>Total</b>	<b>72.63</b>	<b>(1.47)</b>

**16 Employee Benefit (Incurred in India):**

- A. **Provident Fund** - The Company has contributed Rs.102.11 Lakhs for the year ended 2024 and Rs.50.78 Lakhs for the year ended 2023 towards the Employees Provident Fund.
- B. **Gratuity** - The Present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method. This method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation.

**Interest cost:** It is the increase in the Plan liability over the accounting period resulting from the operation of the actuarial assumption of the interest rate.

**Current Service Cost:** is the discounted present value of the benefits from the Plan's benefit formula attributable to the services rendered by employees during the accounting period.

**Actuarial Gain or Loss:** occurs when the experience of the Plan differs from that anticipated from the actuarial assumptions. It could also occur due to changes made in the actuarial assumptions.

**(i) Reconciliation of Opening and closing balance of Gratuity Obligations:**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Net Liability as at the beginning of the period	208.76	67.40
Net Expenses in P/L A/c	117.15	141.36
Benefits Paid	(0.89)	-
<b>Net Liability as at the end of the period</b>	<b>320.02</b>	<b>208.76</b>
(No Fund is being maintained)		

**(ii) Expenses recognized during the year in Profit & Loss Account:**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Interest Cost	15.67	5.07
Current Service Cost	110.78	52.06
Past Service Cost	-	-
Expected Return on Plan Assets	-	-
Curtailment Cost (Credit)	-	-
Settlement Cost (Credit)	-	-
Net Actuarial (gain) / loss	(14.30)	84.24
<b>Net Expenses to be recognized in P&amp;L</b>	<b>112.15</b>	<b>141.36</b>



(iii) Changes in Benefit Obligations:

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Opening Defined benefit Obligation	208.76	67.40
Current service cost	110.78	52.06
Interest cost for the year	15.67	5.07
Actuarial losses (gains)	(14.30)	84.24
Benefits paid	(0.89)	-
<b>Closing Defined benefit Obligation</b>	<b>320.02</b>	<b>208.76</b>

(iv) Valuation Bases / Assumptions:

Particulars	As at	
	31-Mar-24	31-Mar-23
	Rate of discounting	7.20%
Salary Escalation	7.00%	7.00%
Attrition Rate	10.00%	10.00%
Mortality rate during employment Indian	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The company is only making book provisions for the entire Gratuity Liability on the valuation and follows a 'pay as you go' system to meet the liabilities as and when they fall due. Therefore the scheme is fully unfunded, and no assets are maintained by the company and asset values are taken as zero.

**17 Cashflow Statement**

- (1) The Company has no significant amount of cash and cash equivalent balances held by the enterprise that are not readily available for use.
- (2) The Company does not have undrawn borrowing facilities that may be available for future operating activities.
- (3) The Company has appropriate amount of Cash Flows that are required to maintain operating capacity.
- (4) The Company is investing adequately in the maintenance of its operating capacity.
- (5) There are no non cash transactions happened in investing and financing activities to be excluded from Cash Flow Statement.

**Additional Disclosures:**

I. Components of Cash and Cash Equivalents:	As at	
	31-Mar-24	31-Mar-23
Cash on Hand	0.14	0.05
Cheque in hand	-	-
Balance with banks	296.52	1,017.50
Demand deposits with banks	-	-
Short term highly liquid investments	-	-
Bank Overdraft	-	-
<b>Total Components of Cash and Cash Equivalents:</b>	<b>296.66</b>	<b>1,017.55</b>



**18 Disclosures on Property, plant and equipment and Intangible Assets****I. Property, plant and equipment**

- 1) The Company do have any restrictions on title, and property, plant and equipment pledged as security for liabilities.
- 2) There is no amount of expenditure recognised in the carrying amount of an item of property, plant and equipment in the course of its construction.
- 3) There is no contractual commitments for the acquisition of property, plant and equipment.
- 4) There is no amount of compensation from third parties for items of property, plant and equipment that were impaired, lost or given up that is included in the statement of profit and loss.
- 5) The Company has no assets that are retired from active use and held for disposal.
- 6) There is no temporarily idle property, plant and equipment at the reporting date.
- 7) The Company has fully depreciated property, plant and equipment that is still in use.
- 8) The Company has not revalued any class of property, plant and equipment during the financial year.
- 9) The Company has no property, plant and equipment retired from active use and not held for disposal.
- 10) The Group has taken depreciation for the subsidiaries assets (including intangible assets) as per their respective laws prevailing in the country for the purpose of consolidation.

**II. Intangible asset**

- 1) The carrying amount and remaining amortization period of any individual intangible asset that is material to the financial statements of the enterprise as a whole- Nil
- 2) The Company do have any restrictions on title, and intangible assets pledged as security for liabilities.
- 3) There is no contractual commitments for the acquisition of intangible assets.
- 4) The Company has no fully amortised intangible asset that is still in use.
- 5) There is no acquisitions of intangible assets through business combinations.

**19 Earnings Per Share**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
1. Profit attributable to equity shareholders before extraordinary items (A)	3,631.72	2,774.03
2. Profit attributable to equity shareholders after extraordinary items (B)	3,631.72	2,774.03
3. Weighted average number of equity shares outstanding during the year (C)	2,04,60,984	1,70,00,000
4. Effect of potential equity shares on employee stock options outstanding	-	-
5. Effect of any other items of potential Equity Shares eg. Convertible Debentures, Convertible Preference Shares	-	-
6. Weighted average number of potential equity shares outstanding during the year for the purpose of computing Diluted Earnings Per Share (D)	2,04,60,984	1,70,00,000
7. Basic and Diluted earnings per share before extraordinary items of face value of ₹ 10	17.85	16.32
8. Basic and Diluted earnings per share after extraordinary items of face value of ₹ 10	17.85	16.32

**Note:**

During the Financial year 2022-23, the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10/- each in the ratio of 16 shares for every 1 share vide resolution dated 29-12-2022 passed at the Members Meeting.



20 Additional Information, as required under Schedule III to the Companies Act, 2013, of Enterprises Consolidated as Subsidiaries

A. Information regarding subsidiaries, associates and joint ventures included in the consolidated financial statements for the year ended March 31, 2024:

(Amount in ₹ Lakhs)

S. No	Name of the Entity	Net Assets i.e., total assets minus total liabilities		Share in profit or loss	
		As % of Consolidated net assets	Amount	As % of consolidated profit or loss	Amount
<b>1 Parent:</b>					
	Basilic Fly Studio Limited	92.32 %	11,406.64	123.66 %	4,518.39
<b>2 Subsidiary:</b>					
	Basilic Fly Studio UK Pvt Ltd	(2.15) %	-265.69	(24.26) %	-886.33
	Basilic Fly Studio Canada Ltd	9.49 %	1,172.91	0.54 %	19.66
<b>3 Minority Interest:</b>					
<b>Subsidiary:</b>					
	Basilic Fly Studio Canada Ltd	0.34 %	41.50	0.06 %	2.10
	<b>Total</b>	<b>100.00 %</b>	<b>12,355.36</b>	<b>100.00 %</b>	<b>3,653.83</b>

B. Information regarding subsidiaries, associates and joint ventures included in the consolidated financial statements for the year ended March 31, 2023:

(Amount in ₹ Lakhs)

S. No	Name of the Entity	Net Assets i.e., total assets minus total liabilities		Share in profit or loss	
		As % of Consolidated net assets	Amount	As % of consolidated profit or loss	Amount
<b>1 Parent:</b>					
	Basilic Fly Studio Limited	65.04 %	2,085.47	70.14 %	1,956.85
<b>2 Subsidiary:</b>					
	Basilic Fly Studio UK Pvt Ltd	0.07 %	2.27	-	-
	Basilic Fly Studio Canada Ltd	33.66 %	1,079.25	29.29 %	817.18
<b>3 Minority Interest:</b>					
<b>Subsidiary:</b>					
	Basilic Fly Studio Canada Ltd	1.23 %	39.39	0.58 %	16.09
	<b>Total</b>	<b>100.00 %</b>	<b>3,206.39</b>	<b>100.00 %</b>	<b>2,790.12</b>

21 Balance shown under head Sundry debtors, creditors and advances are subject to confirmation.

22 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classification.

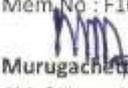
For and on behalf of the Board of Directors of  
BASILIC FLY STUDIO LIMITED

As per our report of even date attached  
For L.U. KRISHNAN & CO  
Chartered Accountants  
Firm's Registration. No: 0015275

  
Balakrishnan  
Director  
DIN: 06590484

  
Sundaram Yogalakshmi  
Director  
DIN: 07323404

  
Nikhil Mishra  
Company Secretary  
Mem No : F10213

  
Murugachandrar Ramesh  
Chief Financial Officer



  
P K Manoj  
Partner  
207550  
UDIN: 24207550BKANNH1564

Place: Chennai  
Date: 30-04-2024

Place: Chennai  
Date: 30-04-2024

## INDEPENDENT AUDITOR'S REPORT

To the Members of  
Basilic Fly Studio Limited.,  
(Formerly known as Basilic Fly Studio Private Limited)

### Report on the Audit of the Standalone Financial Statements

#### Opinion

1. We have audited the accompanying financial statements of **Basilic Fly Studio Limited** (the "Company"), which comprise the Balance Sheet as at 31 March, 2024, the Statement of Profit and Loss, the Statement of cashflows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information. (Hereinafter referred to as the "Financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements for the year ended 31 March, 2024 give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31 March, 2024, its profit, and its cash flows for the year ended on that date.

#### Basis for Opinion

3. 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 on the Financial Statements.

#### Key Audit Matters

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

Key Audit Matters	Principal audit procedure performed
<p>The company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts. Revenue on time-and-material contracts are recognized as the related services are performed. Sales are shown net of sales returns, if any.</p>	<p>In view of the significance of the matter we applied the following audit procedures on selected specific and statistical samples of contracts, among others to obtain sufficient audit evidence:</p> <ol style="list-style-type: none"> <li>1. Assessed the appropriateness of the revenue recognition is in accordance with the applicable accounting standard and accounting policies.</li> <li>2. Verified the progress of each project in terms use of human resources and other resources and</li> <li>3. Verified the contract with customers made in this regard and revenues accounted under proportionate Completion method.</li> </ol>

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

5. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report but does not include the financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.
6. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the 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.

#### Responsibilities of the Management and Those charged with Governance for the Financial Statements

8. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of



the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of 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.

9. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

11. 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.
12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - i. 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.
  - ii. Obtain an understanding of internal 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.
  - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- iv. 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.
  - v. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
13. Materiality is the magnitude of misstatements in the 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 in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.
  14. 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.
  15. 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**

16. 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 Companies Act, 2013, we give in "**Annexure - A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
17. As required by Section 143(3) of the Act, we report that:
  - i. 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.
  - ii. 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.
  - iii. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.



- iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- v. On the basis of written representations received from the directors as on 31st March 2024 taken on record by the board of directors, none of the directors are disqualified as on 31<sup>st</sup> March 2024 from being appointed as directors in terms of section 164(2) of the Act.
- vi. With respect to the adequacy of the **internal financial controls** over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
- vii. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- viii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - a) The Company does not have any pending litigations which would impact its financial position.
  - b) The Company do not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- ix. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("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.
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- x. The Company did not declare or pay any dividend during the year.
- xi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024, 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 and the audit trail feature has not been tampered with and as proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 001527S



P K Manoj  
Partner

Membership No.207550

UDIN: 24207550BKANNE7796

Place: Chennai  
Date: 30 April 2024

**ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BASILIC FLY STUDIO LIMITED FOR THE YEAR ENDED 31 MARCH 2024**

(Referred to in paragraph 16 under 'Report on Other Legal and Regulatory Requirements' section of our report)

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the period ended 31 March, 2024 we report that:

i.

a)

A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

B. The Company has maintained proper records showing full particulars of Intangible Assets

b) The Company has a regular program of physical verification of its Property, Plant and Equipment by which its Property, Plant and Equipment are verified at reasonable intervals. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipment. According to the information and explanations given to us, no material discrepancies were noticed on such verification of Property, Plant and Equipment

c) According to the information and explanations given to us on the basis of our examination of the records of the Company, the Company do have any immovable properties during the year.

d) According to the information and explanations given to us on the basis of our examination of the records of the Company, the Company has not revalued any of its Property, Plant and Equipment during the financial year.

e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii.

a) The activities of the Company do not involve purchase of inventory and sale of goods during the period and accordingly clause 3 (ii)(a) of the Order is not applicable to the Company for the period.

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 has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii) (b) of the Order is not applicable to the Company.



- iii. In respect of Investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties:
- a) The company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity and hence reporting under clause 3(iii)(a) is not applicable to the Company.
  - b) According to the information and explanations given to us, investment made are in the ordinary course of business and accordingly in our opinion, are not prejudicial to the Company's interest. The Company has not provided any guarantees, given any security and the terms and granted any loans and advances in the nature of loans and guarantee.
  - c) The Company has not granted any loans or advances in the nature of loans and hence reporting under clauses 3(iii)(c), (d), (e) and (f) of the Order is not applicable to the Company.
- iv. According to the information and explanations given to us and on the basis of our examination of records, the Company has not given any loans, or provided guarantees or securities, as specified under section 185 and 186 of the Companies Act, 2013.
- v. The company has not accepted deposits and does not have any unclaimed deposits within the meaning of sections 73 to 76 of the Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- vi. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records Section 148(1) of the Act. Accordingly, clause 3(vi) of the Order is not applicable.
- vii. In respect of statutory dues:
- a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have been regularly deposited with the appropriate authorities by the Company, though there have been delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
  - b) According to the information and explanations given to us, there were no dues in respect of income tax, sales tax, service tax, value added tax, goods and service tax, duty of custom, duty of excise, cess and other statutory dues which have not been deposited on account of any dispute.



- viii. According to the information and explanation given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961. Accordingly, clause 3 (viii) of the Order is not applicable.
- ix. In respect of loans and other borrowings:
- a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayments of loans or other borrowings or in the payment of interest thereon from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable to the Company.
  - 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 has not been declared a wilful defaulter by any bank or financial institution or other lender.
  - c) In our opinion and according to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
  - d) On examination of the financial statements of the Company, Company has not raised any funds on short term basis which has been used for long-term purposes hence reporting under clause 3(ix)(d) of the Order is not applicable.
  - e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, hence reporting on clause 3(ix)(e) of the Order is not applicable. The Company does not hold any investment in any joint venture and associate.
  - f) The Company has not raised any loans on the pledge of securities held in its subsidiaries during the period and hence reporting on clause 3(ix)(f) of the Order is not applicable. The Company does not hold any investment in any joint venture and associate.
- x.
- a) The Company has issued 62,40,000 Equity share of Rs.10.00 each at a premium of Rs.87.00 each by way of Initial Public Offer ("IPO") and got listed on Emerge Platform of National Stock Exchange of India Limited on 11th September, 2023.
  - b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally) under Section 42 and 62 of the Act during the year. Accordingly, clause 3 (x)(b) of the Order is not applicable.
- xi.
- a) According to the information and explanations given to us and on the basis of our examination of the books and records, no fraud by the Company or on the Company has been noticed or reported during the year.



- b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act 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) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- xii. Company is not a Nidhi company. Accordingly, Clause 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us, the transactions entered by the Company with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been properly disclosed in the notes to the standalone financial statements as required by the applicable accounting standards.
- xiv. a) Our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have not considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, Clause 3(xv) of the Order for reporting the provisions of section 192 of the Companies Act is not applicable.
- xvi. a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3(xvi) (a), & (b) of the Order is not applicable.
- b) The Company is not a Core Investment Company and there is no core investment company within the group. Accordingly, paragraph 3(xvi) (c) & (d) of the Order is not applicable.
- xvii. According to the information and explanations given to us, the company has not incurred cash losses in the current and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not 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, however, state that this is not an assurance as to the future viability of the Company. 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. According to the information and explanations given to us and on the basis of our examination of the records, there are no amounts unspent in respect of corporate social responsibility towards ongoing or other than ongoing projects and hence reporting under clause 3(xx) (a) and (b) of the Order is not applicable to the Company.
- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For L U Krishnan & Co.

Chartered Accountants

Firm's Registration No: 0015275



P K Manoj

Partner

Membership No:207550

UDIN: 24207550BKANNE7796

Place: Chennai

Date: 30 April 2024

**ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BASILIC FLY STUDIO LIMITED FOR THE YEAR ENDED 31 MARCH 2024**

(Referred to in paragraph 17 under 'Report on Other Legal and Regulatory Requirements' section of our report)

**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 **Basilic Fly Studio Limited** (the "**Company**") as of **March 31, 2024** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, 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 authorisations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, 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.

Place: Chennai  
Date: 30 April 2024

For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 0015275



P K Manoj  
Partner

Membership No: 207550  
UDIN: 24207550BKANNE7796

**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)  
CIN : L92100TN2016PLC103861

Balance Sheet as at March 31,2024

Particulars	Note No.	(Amount in ₹ Lakhs)	
		As at 31 Mar 2024	31 Mar 2023
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 SHAREHOLDERS' FUNDS</b>			
(a) Share Capital	1	2,324.00	1,700.00
(b) Reserves and Surplus	2	9,808.09	1,320.99
(c) Money received against share warrants			
<b>2 SHARE APPLICATION MONEY PENDING ALLOTMENT</b>			
<b>3 NON-CURRENT LIABILITIES</b>			
(a) Long-Term Borrowings	3	56.01	252.58
(b) Deferred Tax Liabilities (Net)			
(c) Other Long-Term Liabilities			
(d) Long-Term Provisions	4	303.34	196.38
<b>4 CURRENT LIABILITIES</b>			
(a) Short-Term Borrowings	5	186.39	174.49
(b) Trade Payables	6		
(A) Total outstanding dues of micro enterprises and small enterprises and		103.99	-
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,057.21	262.67
(c) Other Current Liabilities	7	321.05	371.44
(d) Short-Term Provisions	8	410.59	620.17
<b>TOTAL</b>		<b>14,570.66</b>	<b>4,898.72</b>
<b>II. ASSETS</b>			
<b>1 NON-CURRENT ASSETS</b>			
(a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant & Equipment	9	183.39	229.28
(ii) Intangible Assets			
(iii) Capital Work-in-Progress			
(iv) Intangible Assets under development			
(b) Non-Current Investments	10	628.85	207.51
(c) Deferred Tax Assets (Net)	11	63.99	31.40
(d) Long-Term Loans & Advances			
(e) Other Non-Current Assets	12	245.64	989.32
<b>2 CURRENT ASSETS</b>			
(a) Current Investments			
(b) Inventories			
(c) Trade Receivables	13	6,289.93	1,983.79
(d) Cash & Bank Balances	14	4,247.70	536.13
(e) Short-Term Loans and Advances	15		
(f) Other Current Assets	16	2,911.17	921.79
<b>TOTAL</b>		<b>14,570.66</b>	<b>4,898.72</b>
Company overview & Significant Accounting Policies	23		
Other notes to accounts	24		

The accompanying notes 1 to 24 form an integral part of the financial statements.

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**

  
Balakrishnan  
Director  
DIN: 06590484

  
Sundaram Yagalakshmi  
Director  
DIN: 07323404

  
Murugachettiar Ramesh  
Chief Financial Officer

  
Nikhil Midha  
Company Secretary  
Mem No : F10213

As per our report of even date attached  
For L.U.KRISHNAN & CO  
Chartered Accountants  
Registration No: 0015275  
  
P K Manoj  
Partner  
Place: Chennai  
Date: 30-04-2024

Place: Chennai  
Date: 30-04-2024

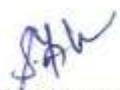
**Statement of Profit and Loss for the year ended March 31,2024**

Particulars	Note No.	(Amount in ₹ Lakhs)	
		For the year ended	
		31-Mar-24	31-Mar-23
I Revenue From Operations	17	10,030.05	7,022.73
II Other Income	18	288.47	28.40
<b>III Total income (I+II)</b>		<b>10,318.52</b>	<b>7,051.13</b>
<b>IV Expenses</b>			
Employee Benefits Expense	19	2,909.84	1,752.53
Other Direct Expenses	20	2,102.43	1,550.03
Finance Costs	21	49.40	75.01
Depreciation & Amortisation Expenses	9	101.03	56.03
Other Expenses	22	137.88	74.89
<b>Total Expenses (IV)</b>		<b>5,300.58</b>	<b>3,508.49</b>
<b>V Profit Before Exceptional and Extraordinary Items and Tax (III-IV)</b>		<b>5,017.94</b>	<b>3,542.64</b>
VI Exceptional Items		-	-
<b>VII Profit before extraordinary items and tax (V-VI)</b>		<b>5,017.94</b>	<b>3,542.64</b>
VIII Extraordinary items		-	-
<b>IX Profit before tax (VII-VIII)</b>		<b>5,017.94</b>	<b>3,542.64</b>
<b>X Tax Expense:</b>			
(1) Current Tax		1,325.47	925.45
(2) Deferred Tax		(32.59)	(26.87)
(3) Provision for earlier tax		105.41	-
<b>Total Tax Expenses</b>		<b>1,398.29</b>	<b>898.58</b>
<b>XI Profit ( Loss) for the period from continuing operations (IX-X)</b>		<b>3,619.65</b>	<b>2,644.06</b>
XII Profit ( Loss) for the period from discontinuing operations		-	-
XIII Tax expenses of discontinuing operations		-	-
<b>XIV Profit ( Loss) for the period from discontinuing operations (after tax) (XII-XIII)</b>		<b>-</b>	<b>-</b>
<b>XV Profit/(Loss) For The Period (XI+XIV)</b>		<b>3,619.65</b>	<b>2,644.06</b>
<b>XVI Earnings per equity share before extraordinary items: (In Rs.)</b>			
Basic and Diluted		17.69	15.55
<b>XVII Earnings per equity share after extraordinary items: (In Rs.)</b>			
Basic and Diluted		17.69	15.55
Company overview, Significant Accounting Policies & Other notes on accounts	23 & 24		

The accompanying notes form an integral part of the financial statements

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**

  
Balakrishnan  
Director  
DIN: 06590484

  
Sundaram Yogalakshmi  
Director  
DIN: 07323404

  
Murugachettiar Ramesh  
Chief Financial Officer

  
Nikhil Midha  
Company Secretary  
Mem No : F10213

Place: Chennai  
Date: 30-04-2024

As per our report of even date attached  
For L.U.KRISHNAN & CO  
Chartered Accountants  
Firm's Registration No: 0015275



  
P K Manoj  
Partner

Membership Number: 207550  
UDIN: 24207550BKANNE7796

Place: Chennai  
Date: 30-04-2024

**Statement of Cash Flow for the year ended March 31, 2024**

Particulars	(Amount in ₹ Lakhs)	
	Year ended	
	31 March 2024	31 March 2023
<b>A CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net Profit Before Tax	5,017.94	3,542.64
<b>Adjustments for:</b>		
Depreciation	101.03	56.03
Sale of Property, Plant and Equipment	-	6.60
Interest Expenses	49.40	75.01
Interest Income	(238.87)	(28.40)
<b>Operating Profit before working capital changes:</b>	<b>4,929.51</b>	<b>3,651.89</b>
<b>Adjustments for changes in working capital:</b>		
Increase/Decrease in Trade Receivables	(4,306.13)	(1,801.65)
Increase/Decrease in Short Term Loans & Advances		-
Increase/(Decrease) in Long term Provisions	106.96	132.64
Increase/(Decrease) in Short term Provisions	4.30	8.73
Increase/Decrease in Other Current assets	(1,989.88)	(812.74)
Increase/Decrease in Trade and Other payables	898.53	106.43
Increase/Decrease in Other Current Liabilities	(50.39)	(117.02)
Increase/Decrease in Other Non-Current assets	(71.30)	(50.52)
<b>Cash generated from operations</b>	<b>(478.41)</b>	<b>1,117.75</b>
Income Taxes paid	(1,644.76)	(317.67)
<b>Cash flow before extraordinary item</b>	<b>(2,123.17)</b>	<b>800.08</b>
Extraordinary items relating to Operating Activity		-
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>(2,123.17)</b>	<b>800.08</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Interest Received	238.87	28.40
Bank deposits	(3,365.53)	(368.44)
Property, Plant and Equipment purchased including Intangible Assets	(55.13)	(179.94)
Increase/(Decrease) in Other Non-Current Investments	(421.34)	(0.01)
<b>NET CASH USED IN INVESTING ACTIVITIES (B)</b>	<b>(3,603.16)</b>	<b>(519.99)</b>
<b>C CASH FLOWS FORM FINANCING ACTIVITIES</b>		
Interest paid	(49.40)	(75.01)
Proceeds from issue of equity shares	5,431.45	-
Increase/(Decrease) in Long-Term Borrowings	(196.56)	(56.48)
Increase/(Decrease) in Short-Term Borrowings	11.89	70.31
<b>NET CASH USED IN FINANCING ACTIVITIES (C)</b>	<b>5,257.37</b>	<b>(61.18)</b>
<b>Effect of Exchange Difference</b>		
Exchange difference on Realized (Loss)/Gain		
<b>D NET INCREASE IN CASH AND CASH EQUIVALENT (A+B+C)</b>	<b>(468.95)</b>	<b>218.91</b>
Opening Cash and Cash Equivalents	536.13	317.22
<b>CLOSING CASH AND CASH EQUIVALENT - Refer Note No.31 in Other Notes to Accounts</b>	<b>67.17</b>	<b>536.13</b>

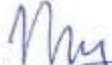
Company overview, Significant Accounting Policies & Other Notes on accounts - Note no: 23 & 24

The accompanying notes 1 to 24 form an integral part of the financial statements.

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**

  
Balakrishnan  
Director  
DIN: 06590484

  
Sundaram Yogalakshmi  
Director  
DIN: 07323404

  
Nikhil Midha  
Company Secretary  
Mem No : F10213

  
Murugachettiar Ramesh  
Chief Financial Officer

As per our report of even date attached  
For L.U.KRISHNAN & CO  
Chartered Accountants  
Firm's Registration No: 0015275



P K Manoj  
Membership Number: 207550  
UDIN: 242075508KANNE7796  
Place: Chennai  
Date: 30-04-2024

Place: Chennai  
Date: 30-04-2024

Notes to Financial Statements as at March 31, 2024

Note: 1 Share Capital

Particulars	(Amount in ₹ Lakhs)			
	As at 31-Mar-2024		As at 31-Mar-2023	
	Number	Amount	Number	Amount
a) Number and amount of equity shares authorised <sup>a</sup>	2,50,00,000	2,500	2,50,00,000	2,500.00
b) (i) Number and amount of equity shares Issued, Subscribed and Paid-Up	2,32,40,000	2,324	1,70,00,000	1,700.00
(ii) Number and amount of equity shares Subscribed but not fully Paid-Up				
<b>Total of b (i) and (ii)</b>	<b>2,32,40,000</b>	<b>2,324</b>	<b>1,70,00,000</b>	<b>1,700.00</b>
c) Par value per Equity share (in ₹ each)		10.00		10.00

Note: <sup>a</sup> Authorised capital increased from 10,00,000 equity shares to 2,50,00,000 equity shares with effect from 29-12-2022 vide resolution passed in the Extraordinary General Meeting.

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Shares outstanding at the beginning of the year	1,70,00,000.00	10,00,000.00
Shares Issued during the year	62,40,000.00	1,60,00,000.00
Shares bought back during the year		
<b>Shares outstanding at the end of the year</b>	<b>2,32,40,000.00</b>	<b>1,70,00,000.00</b>

During the Financial year 2023-24, The Company has made the initial public offer aggregates to 68,40,000 shares of a face value Rs.10 each comprising of a fresh issue aggregating to 62,40,000 equity shares and an offer for sale aggregating to 6,00,000 equity shares by the Company's promoters selling shareholders.

During the Financial year 2022-23, the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10 each in the ratio of 16 shares for every 1 share vide resolution dated 29-12-2022 passed at the Extraordinary General Meeting.

e) The rights, preferences and restrictions attaching to each class of shares:

The Company has only one class of shares and all shareholder have equal rights and there are no restriction and preferences attached to any shareholders including the right to receive dividend and repayment of Capital.

f) Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate

The Company has no shares held by its holding company or its ultimate holding company including subsidiaries or associates of the holding company or the ultimate holding company

g) Details of shareholders holding more than 5% of shares:

Name of the Shareholder	(Amount in ₹ Lakhs)			
	As at 31-Mar-2024		As at 31-Mar-2023	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Balakrishnan	1,05,33,250.00	45.32%	1,08,29,000.00	63.70%
Sundaram Yogalakshmi	33,83,900.00	14.56%	36,83,900.00	21.67%
Umesh Purushottam Chamdia	11,30,500.00	4.86%	11,30,500.00	6.65%
Aparna Samir Thakker	11,30,500.00	4.86%	11,30,500.00	6.65%

h) Shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment, including the terms and amounts;

There is no shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment.

i) Shares information related to immediately preceding five years from reporting date:

a) Number & class of Share allotted as fully paid up pursuant to contract(s) without payment being received in cash

Nil

b) Aggregate number and class of shares allotted as fully paid up bonus shares

During the Financial year 2022-23, the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10/- each in the ratio of 16 shares for every 1 share vide resolution dated 29-12-2022 passed at the Extraordinary General Meeting.

c) Aggregate number and class of shares brought back

Nil

j) Terms of any securities convertible into equity/preference shares issued along with the earliest date of conversion in descending order starting from the farthest such date

The Company has not issued any securities convertible into equity/preference shares.

k) Details of Calls unpaid (showing aggregate value of calls unpaid by directors and officers)

The Company has no calls unpaid on shares during the reporting year.

l) Details of forfeited shares (amount originally paid-up)

The Company has not forfeited any shares during the reporting period.



Notes to Financial Statements as at March 31, 2024

m) Shareholding of Promoters

(Amount in ₹ Lakhs)

Equity Shares held by promoters as at 31-Mar-2024					
Promoter Name	No. of Shares at the beginning of the year	% of total shares	No. of Shares at the end of the year	% of total shares	% Change during the year
1. Balakrishnan	1,08,29,000.00	45.60%	1,05,33,250	61.96%	(15.36) %
2. Sundaram Yogalakshmi	36,83,900.00	15.85%	33,83,900	19.31%	(4.05) %

The Initial public offer made during the financial year 2023-24 includes an offer for sale of such number of Equity Shares aggregating to 6,00,000 by the Promoter Selling Shareholder, which includes the Promoter of the Company.

Note: 2 Reserves and Surplus

(Amount in ₹ Lakhs)

Particulars	As at	
	31-Mar-24	31-Mar-23
<b>(a) General Reserves</b>		
Opening Balance	400.00	-
Add: Additions during the year	-	2,000.00
Less: Transferred to Share Capital	-	(1,600.00)
<b>Closing Balance</b>	<b>400.00</b>	<b>400.00</b>
<b>(b) Securities Premium</b>		
Opening Balance	-	-
Add: Additions during the year	4,867.45	-
Less: Deduction during the year	-	-
<b>Closing Balance</b>	<b>4,867.45</b>	<b>-</b>
<b>(c) Surplus</b>		
Opening Balance	920.99	276.93
Add: Additions during the year	3,619.65	2,644.06
Less: Transferred to General Reserves	-	(2,000.00)
<b>Closing Balance</b>	<b>4,540.64</b>	<b>920.99</b>
<b>Total</b>	<b>9,808.09</b>	<b>1,320.99</b>

Note: 3 Long-Term Borrowings

(Amount in ₹ Lakhs)

Particulars	As at	
	31-Mar-24	31-Mar-23
<b>Secured</b>		
a) Term Loans:		
i. From banks (Refer Note 3.1 below)	13.22	40.25
<b>Unsecured</b>		
a) Term Loans:		
i. From banks (Refer Note 3.2 below)	22.29	181.32
ii. From Other Parties (Refer Note 3.3 below)	20.50	20.50
b) Loans and advances from related parties	-	10.51
<b>Total</b>	<b>56.01</b>	<b>252.58</b>

Note:

3.1. Disclosure about the nature of security and type of asset given as security (Banks)

Particulars	Rate of Interest	No of O/S Instalments	Starting Date	Outstanding (Amount in ₹ Lakhs)	Nature of Security /Pledge
Canara bank - Car Loan	9.40%	72 Months	15-03-2022	38.63	Vehicle

3.2. Disclosure about the nature and details of Unsecured Loans (Banks)

Particulars	Rate of Interest	No of O/S Instalments	Starting Date	Outstanding (Amount in ₹ Lakhs)	Nature of Security /Pledge
Deutsche Bank - Phase II	14.00%	25 Months	30-03-2022	22.28	-
HDFC Bank - Term Loan	13.00%	23 Months	30-01-2022	26.07	-
IDFC First Bank - Phase II	14.00%	25 Months	29-03-2022	20.91	-
Standard Chartered Bank - Term Loan	14.00%	25 Months	30-03-2022	30.75	-
Axis Bank - Term Loan - Phase II	14.00%	25 Months	31-03-2022	18.83	-
Indusind Bank - Term Loan	15.00%	27 Months	04-06-2022	23.58	-
Kotak Mahindra Bank - Term Loan	14.50%	26 Months	23-05-2022	21.98	-
Yes Bank - Term Loan	15.00%	27 Months	25-05-2022	18.86	-



Notes to Financial Statements as at March 31, 2024

3.3. Disclosure about the nature and details of Unsecured Loans (Other than Banks)

Particulars	Rate of Interest	No of O/S Instalments	Starting Date	Outstanding (Amount in ₹ Lakhs)	Nature of Security /Pledge
Aditya Birla -Term Loan - Phase II	14.00%	25 Months	24-03-2022	20,50,221.00	-

Note: 4 Long-Term Provisions

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
a) Provision for Employee Benefits	303.34	196.38
<b>Total</b>	<b>303.34</b>	<b>196.38</b>

Note: 5 Short-Term Borrowings

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
<b>Secured</b>		
a) Current Maturities of Long-term borrowings (Refer Note 3.1 of Notes to Balance Sheet)	25.42	14.10
<b>Unsecured</b>		
a) Current Maturities of Long-term borrowings (Refer Note 3.2 and 3.3 of Notes to Balance Sheet)	166.97	160.40
<b>Total</b>	<b>186.39</b>	<b>174.49</b>

Note: 6 Trade Payables

I. Trade Payables relating to MSME

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
a) The principal amount and the interest due thereon, remaining unpaid to any supplier as at the end of accounting year		
Principal	103.99	-
Interest Due	-	-
b) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c) The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
d) The amount of interest accrued and remaining unpaid at the end of accounting year	-	-
e) The amount of further interest due and payable even in the succeeding year, 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	-	-

II. Trade Payables ageing schedule

a) Trade Payables ageing schedule For the year ended 31-Mar-2024

Particulars	(Amount in ₹ Lakhs)				TOTAL
	Outstanding for following periods from due date of payment				
	< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	103.99	-	-	-	103.99
(ii) Others	1,057.21	-	-	-	1,057.21
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Sub total</b>					<b>1,161.20</b>
Undue- Considered Good					-
Unbilled Payables					-
<b>Total</b>					<b>1,161.20</b>



Notes to Financial Statements as at March 31, 2024

b) Trade Payables ageing schedule For the year ended 31-Mar-2023

	Outstanding for following periods from due date of payment				TOTAL
	< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	-	-	-	-	-
(ii) Others	262.67	-	-	-	262.67
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Sub total</b>					<b>262.67</b>
Undue- Considered Good					-
Unbilled Payables					-
<b>Total</b>					<b>262.67</b>

Note: 7 Other Current Liabilities

Particulars	As at	
	31-Mar-24	31-Mar-23
a) Interest accrued but not due on borrowings	2.22	4.66
b) Advance Received from Customers	-	50.40
c) Provision for Expenses	-	5.22
d) Statutory Dues Payable	57.25	96.00
e) Audit Fees Payable	11.25	8.10
f) Salary Payable	250.32	207.06
<b>Total</b>	<b>321.05</b>	<b>371.44</b>

Note: 8 Short-Term Provisions

Particulars	As at	
	31-Mar-24	31-Mar-23
a) Provision for Employee Benefits	16.69	12.39
b) Provision for Taxation	393.91	607.79
<b>Total</b>	<b>410.59</b>	<b>620.17</b>

Note: 9 (a)(i) Property, Plant & Equipment - Attached Separately

Note: 10 Non-Current Investments

Particulars	As at	
	31-Mar-24	31-Mar-23
<b>(Unquoted at cost)</b>		
<b>Investments in Equity Instruments</b>		
<b>In Subsidiaries</b>		
a) Basilic Fly Studio Canada Ltd <i>(Invested in 100 equity shares at 0.01 CAD each, fully paid up, par value 0.01 CAD each)</i> <i>(Invested in 351914.05 equity shares at 1 CAD each, fully paid up, par value 1 CAD each)</i>	207.50	207.50
b) Basilic Fly Studio UK Private Ltd <i>(Invested in 4,10,01,000 equity shares at 0.01 GBP each, fully paid up, par value 0.01 GBP each)</i>	421.35	0.01
<b>Total</b>	<b>628.85</b>	<b>207.51</b>
<b>Particulars</b>	<b>As at</b>	
	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Aggregate amount of unquoted investments	628.85	207.51
<b>Total</b>	<b>628.85</b>	<b>207.51</b>

Note: 11 Deferred Tax Assets (Net)

Particulars	As at	
	31-Mar-24	31-Mar-23
a) On account of Depreciation	(0.63)	(4.18)
b) On account of Employee Benefits	63.58	35.58
c) On account of Others	1.04	-
<b>Total</b>	<b>63.99</b>	<b>31.40</b>



Notes to Financial Statements as at March 31, 2024

Note: 12 Other Non-Current Assets

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
a) Security Deposits	245.64	174.34
b) Bank Deposits with more than 12 months maturity	-	814.98
<b>Total</b>	<b>245.64</b>	<b>989.32</b>

Note: 13 Trade Receivables

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Trade receivable considered good – Secured	-	-
Trade receivable considered good – Unsecured	6,289.93	1,983.79
Trade receivable which have significant increase in credit risk	-	-
Trade receivable – credit impaired	-	-
<b>Total Trade Receivables</b>	<b>6,289.93</b>	<b>1,983.79</b>
Includes dues from subsidiaries	771.33	705.93

Ageing Schedule

I. Trade Receivables ageing schedule For the year ended March 31, 2024

Particulars	(Amount in ₹ Lakhs)					Total
	Outstanding for following periods from due date of payment					
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	4,708.35	835.83	745.75	-	-	6,289.93
(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	-	-	-	-	-	-
Less: Allowance for Doubtful Receivables	-	-	-	-	-	-
<b>Sub total</b>						<b>6,289.93</b>
Undue - Considered Good						-
Unbilled Receivables						-
<b>Total:</b>						<b>6,289.93</b>



Notes to Financial Statements as at March 31, 2024

II. Trade Receivables ageing schedule For the year ended March 31, 2023

Particulars	Outstanding for following periods from due date of payment					Total
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	993.63	990.17	-	-	-	1,983.79
(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	-	-	-	-	-	-
Less: Allowance for Doubtful Receivables	-	-	-	-	-	-
<b>Sub total</b>						<b>1,983.79</b>
Undue- Considered Good						-
Unbilled Receivables						-
<b>Total:</b>						<b>1,983.79</b>

Note: 14 Cash & Bank Balances

Particulars	As at	
	31-Mar-24	31-Mar-23
<b>a) Cash &amp; Cash Equivalents</b>		
i) Balance with banks	67.05	536.09
ii) Cash in hand	0.23	0.04
<b>b) Other Bank Balances</b>		
i) Bank Deposits with more than 3 months but less than 12 months maturity	4,180.53	-
<b>Total</b>	<b>4,247.70</b>	<b>536.13</b>

Note: 16 Other Current Assets

Particulars	As at	
	31-Mar-24	31-Mar-23
a) Advance paid to suppliers	0.75	1.44
b) Pre-paid Expenses	1,200.42	76.52
c) IPO Expenses	-	49.54
d) Work-in-Progress	1,726.89	540.15
e) Staff Loans and Advances	21.56	19.47
f) GST Refund	461.54	234.18
<b>Total</b>	<b>2,911.17</b>	<b>921.29</b>



Notes to Financial Statements for the year ended March 31,2024

Note: 17 Revenue From Operations

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Sale of services:		
Local	52.83	-
Exports	9,977.22	7,022.73
<b>Total</b>	<b>10,030.05</b>	<b>7,022.73</b>

Note: 18 Other Income

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Interest Income	238.87	28.40
Foreign Exchange Gain or Loss	49.60	-
<b>Total</b>	<b>288.47</b>	<b>28.40</b>

Note: 19 Employee Benefits Expense

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Salaries & Wages	2,349.83	1,386.94
Contribution to Provident fund	102.11	50.78
Directors Remuneration	334.00	121.50
Provision for Gratuity	112.15	141.36
Staff Welfare	111.75	51.94
<b>Total</b>	<b>2,909.84</b>	<b>1,752.53</b>

Note: 20 Other Direct Expenses

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Artist Outsource Charges	428.03	450.81
Consultancy Charges	58.49	21.99
Electricity Charges	136.05	72.71
Office Rent	561.46	339.81
Hiring and Subscription Charges	639.45	380.47
Travelling Expenses	117.02	241.44
Communication Charges	68.61	37.06
Business Promotion Expenses	35.51	1.52
Legal and Professional Charges	56.80	4.21
<b>Total</b>	<b>2,102.43</b>	<b>1,550.03</b>

Note: 21 Finance Costs

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Interest Expenses	49.31	68.54
Other Borrowing costs	0.09	6.47
<b>Total</b>	<b>49.40</b>	<b>75.01</b>

Note: 9 Depreciation & Amortisation Expenses

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Depreciation on Tangible Assets	101.03	56.03
<b>Total</b>	<b>101.03</b>	<b>56.03</b>



**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

CIN : L92100TN2016PLC103861

**Notes to Financial Statements for the year ended March 31,2024****Note: 22 Other Expenses**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Payment to Auditors	10.00	7.50
Director Sitting Fees	8.60	-
Foreign Exchange Loss	-	13.15
Insurance Expenses	16.99	13.02
Miscellaneous expenses	0.49	0.52
Office Maintenance	14.08	10.87
Postage & Telegram	0.45	0.13
Power & fuel	3.66	0.39
Printing and Stationery	4.68	6.01
Rates and Taxes	17.17	1.55
Repairs and Maintenance	28.21	7.99
Services Charges	1.02	3.33
Security Charges	7.78	4.23
Assets written off	-	6.60
CSR Expenses	24.75	-
<b>TOTAL</b>	<b>137.88</b>	<b>74.89</b>



Notes to Financial Statements for the year ended March 31, 2024

Company Overview, Significant Accounting Policies & Other notes to accounts for the year ended March 31, 2024

Note: 23 Company Overview & Significant Accounting Policies

## I Company Overview

Basilic Fly Studio Private limited (the "Company") is a Private limited company domiciled in India and was incorporated on 28th January 2016 vide Registration No.U92100TN2016PTC103861 under the provisions of the Companies Act, 2013. The registered office of the Company is situated at Tower A, KRC Commerzone, Mount Poonamallee Road, Porur, Chennai, Tamil Nadu 600116 India with operating units across the Country. Subsequently, company was converted into Public Limited Company vide special resolution passed by our shareholders at the Extra Ordinary General Meeting held on 29.12.2022 and the name of the company was changed to **Basilic Fly Studio Limited** ("the Company") pursuant to issuance of Fresh Certificate of Incorporation dated 19.05.2023 Registrar of Companies, Chennai with Corporate Identification Number U92100TN2016PLC103861. The Company has by way of Initial Public Offer (IPO) and listed on Emerge Platform of National Stock Exchange of India Limited on 11th September, 2023 with Corporate Identification Number L92100TN2016PLC103861.

The Company is engaged in the business of post production activities of providing high-end visual effects and 2D to 3D conversion to the Media and Entertainment industry.

## II Significant Accounting Policies

### 1. Basis of preparation:

The Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under historical cost convention on the accrual basis. IGAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2021.

### 2. Revenue recognition:

#### Sale of Service

The company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts.

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 in accordance with AS-9, Revenue Recognition. Sales are recognized on accrual basis, and only after transfer of services to the customer.

Revenue from services provided under fixed price contracts, where the outcome can be estimated reliably, is recognized following the proportionate completion method, where revenue is recognized in proportion to the progress of the contract activity. The progress of the contract activity is usually determined as a proportion of efforts incurred up to the balance sheet date, which bears to the total hours / days estimated for the contract.

Revenue on time-and-material contracts are recognized as the related services are performed and the revenues from the end of the last billing to the balance sheet date are recognized as unbilled revenues.

#### b) Other Income

Revenue arising from the use by others of enterprise resources yielding interest, royalties and dividends should only be recognised when no significant uncertainty as to measurability or collectability exists. These revenues are recognised on the following bases:

- (i) **Interest** : on a time proportion basis taking into account the amount outstanding and the rate applicable.
- (ii) **Royalties** : on an accrual basis in accordance with the terms of the relevant agreement.
- (iii) **Dividends from** : when the owner's right to receive payment is established by investments in shares.

### 3. Property Plant and Equipment including Intangible assets:

Property Plant and Equipment's are stated at cost, less accumulated depreciation. Cost includes cost of acquisition including material cost, freight, installation cost, duties and taxes, and other incidental expenses, incurred up to the installation stage, related to such acquisition. Property Plant and Equipment's purchased in India in foreign currency are recorded in Rupees, converted at the exchange rate prevailed on the date of purchase. Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.



#### 4 Depreciation & Amortisation:

The Company has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 and calculated the depreciation as per the Written Down Value (WDV) method. Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year. In respect of the assets sold during the year, depreciation is provided from the beginning of the year till the date of its disposal.

Intangible assets are amortised on a straight-line basis over the estimated useful life as specified in Schedule II of the Companies Act 2013. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss. In respect of the assets sold during the year, amortisation is provided from the beginning of the year till the date of its disposal.

#### Useful life of Property, Plant and Equipment's

Category	Useful life
Computer & Accessories	3-6 years
Furniture & Fittings	10 years
Office Equipments	5 years
Plant & Machinery	15 years
Printers & Scanners	13 years
Vehicles	8 years

#### 5. Impairment of assets:

The Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognised wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. Reversal of impairment loss is recognised immediately as income in the profit and loss account.

#### 6 Use of estimates:

The preparation of the financial statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and the reported amounts of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, income taxes, post - sales customer support and the useful lives of Property Plant and Equipment's and intangible assets.

#### 7 Foreign currency transactions:

##### Domestic Operation:

##### I . Initial recognition :

A foreign currency transaction should be recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

##### II . Measurement :

Foreign currency monetary items should be reported using the closing rate.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency should be reported using the exchange rate at the date of the transaction.

Non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency should be reported using the exchange rates that existed when the values were determined.

##### III . Treatment of Foreign exchange :

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expenses in the Statement of Profit and Loss.



## 8 Employee Benefits:

### A. Short - term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

#### Compensated absences

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an liability at the present value of the defined benefit obligation at the balance sheet date.

### B. Post-Employment benefits:

#### Defined benefit plan:

Gratuity liability is a defined benefit obligation and is unfunded. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

#### Defined contribution Plan:

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits. The Company provides benefits such as provident fund contribution to its employees which are treated as defined contribution plans.

## 9 Taxes on Income:

Income Tax expense is accounted for in accordance with AS-22 "Accounting for Taxes on Income" for both Current Tax and Deferred Tax stated below:

### A. Current Tax:

Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.

### B. Deferred Tax:

Deferred tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between accounting income and the corresponding tax bases used in the computation of taxable income for the current accounting year using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carried forward losses, that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are 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 assets are 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. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year 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. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

## 10 Provisions and Contingent Liabilities:

A provision is recognised if, as a result of past event, the Company has a present legal obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation. Provisions are determined by the best estimate of outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.





Notes to Financial Statements for the year ended March 31, 2024

Company Overview, Significant Accounting Policies & Other notes to accounts for the year ended March 31, 2024

Note: 24 Other notes to accounts

**1. Contingent liabilities and commitments (to the extent not provided for):**

**A. Contingent Liabilities**

(Amount in ₹ Lakhs)

Particulars	As at	
	31-Mar-24	31-Mar-23
Claims against the company not acknowledged as debt	-	-
Guarantees	-	-
Other money for which the company is contingently liable	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**B. Commitments**

(Amount in ₹ Lakhs)

Particulars	As at	
	31-Mar-24	31-Mar-23
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
Uncalled liability on shares and other investments partly paid	-	-
Other commitments (specify nature)	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**2. Proposed Dividend Details:**

The Company has not declared dividend during the period under review.

**3. The Company has issued 62,40,000 equity shares to the public having a face value of Rs.10 per share including share premium of Rs.87 per share aggregating to Rs. 6,052.80 Lakhs by way of Initial Public Offer (IPO) and got listed on Emerge Platform of National Stock Exchange of India Limited on 11th September, 2023.**

**I. The Company intends to utilise proceeds from IPO as per Object clause of the prospectus dated August 24, 2023**

1. Expenditure for setup of Studio/Facility at Hyderabad and Salem
2. Expenditure for adding infrastructure to further strengthen the existing facilities/offices of the company located at Chennai and Pune.
3. Making investment through equity in the subsidiaries for expansion of workspace by acquiring new office space located at London and strengthen the existing facilities/offices located at Vancouver
4. General Corporate Purposes

**I. The Net proceeds from the issue has been partly utilised for the following purpose:**

(Amount in ₹ Lakhs)

Sl No	Objective of the Issue	Amount Alotted for the Object	Amount utilised till 31 March, 2024	Amount Unutilised till 31 March 2024	Deviation from objective (if any)
1	Capital Expenditure for Setting up of Studios	4,562.26	670.00	3,892.26	NA
2	General Corporate Purpose	1,237.64	1,237.64	-	NA
3	Issue Expenses	252.90	252.90	-	NA
	<b>Total</b>	<b>6,052.80</b>	<b>2,160.54</b>	<b>3,892.26</b>	<b>NA</b>

**4. In the opinion of the Board, the company has used borrowings from banks and financial institution only for the specific purpose for which it was taken at the balance sheet date.**

**5. In the opinion of the Board, all of the assets other than Property, Plant and Equipment and noncurrent investments have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.**

**6. Details of Benami Property held**

There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).

**7. The company has no borrowing from the banks or financial institutions on the basis of security of current assets, hence no quarterly returns or statements of current assets are required to be filed by the Company with any the banks or financial institutions.**

**8. Willful Defaulter**

The company is not declared as willful defaulter by any bank or financial institution or other lender during the reporting period.

**9. Relationship with Struck off Companies**

The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013.



**10 Registration of charges or satisfaction with Registrar of Companies:**

The Company do not have any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.

**11 Compliance with number of layers of companies:**

The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

**12 Compliance with approved Scheme(s) of Arrangements:**

No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the reporting period.

**13 Utilisation of Borrowed funds and share premium:**

A. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

B. Where a 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

(i) 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

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**14 Payment to the Auditor:**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Auditor	10.00	7.50
Taxation Matters		1.50
Company Law Matters		
Management Services		
Other Services		
Reimbursement Expenses		
<b>Total</b>	<b>10.00</b>	<b>9.00</b>

**15 Corporate Social Responsibility:**

The Company is covered under section 135, amount of expenditure incurred on corporate social responsibility activities are as follows:

- amount required to be spent by the company during the year is Rs.24.74 Lakhs
- amount of expenditure incurred is Rs. 24.75 Lakhs

Particulars	(Amount in ₹ Lakhs)		
	Paid in Cash	Yet to be Paid in Cash	Total
(i) Construction/ acquisition of any asset	4.00	-	4.00
(ii) On purposes other than (i) above	20.75	-	20.75
<b>Total</b>			<b>24.75</b>

c. shortfall at the end of the year out of the amount required to be spent by the Company during the year - Nil

d. total of previous years shortfall - Section 135 is not applicable for the previous financial years.

e. The reason for above shortfalls by way of a note - Not Applicable

f. The nature of CSR activities undertaken by the Company,

g. Details of related party transactions - Nil

h. The Company has not made any provision with respect to a liability incurred by entering into a contractual obligation.

**16 Services income****In case of Companies Rendering or Supplying Services:**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Gross income derived from services rendered or supplied		
VFX Service	10,030.05	7,022.73
<b>Total</b>	<b>10,030.05</b>	<b>7,022.73</b>



**17 In the case of all concerns having works in progress**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Works in Progress - VFX Service	1,226.89	540.15
<b>Total</b>	<b>1,226.89</b>	<b>540.15</b>

18 (a) The Company has not set aside or proposed to be set aside any material amount to reserve, but not including provisions made to meet any specific liability, contingency or commitment known to exist at the date as to which the balance sheet is made up.

19 (a) The Company has not set aside any material amount to provisions made for meeting specific liabilities, contingencies or commitments.

20 (a) Dividends from subsidiary companies- Nil  
(b) Provisions for losses of subsidiary companies-Nil

**21 Value of Imports:**

Value of imports calculated on C.I.F basis by the company during the financial year is as follows:

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Raw Materials	-	-
Components and Spare Parts	-	-
Capital Goods	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**22 Foreign Currency earned and expended:**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
<b>A. Foreign currency earned</b>		
Export of Services	-	-
Royalty, know-how, professional and consultation fees	9,977.22	7,022.73
Interest and dividend	-	-
Other Income, indicating the nature thereof	-	-
<b>Total</b>	<b>9,977.22</b>	<b>7,022.73</b>
<b>B. Foreign currency expended</b>		
Royalty	-	-
Know-how	-	-
Professional and Consultation Fees	-	0.86
Interest	-	-
Other Matters	-	-
Purchase of Software	80.52	13.69
Travelling Expense	79.63	50.75
<b>Total</b>	<b>160.15</b>	<b>65.30</b>

23 The amount remitted during the year in foreign currencies on account of dividends with a specific mention of the total number of non-resident shareholders, the total number of shares held by them on which the dividends were due and the year to which the dividends related:-NIL

**24 Undisclosed income:**

There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

There is no previously unrecorded income and related assets have been recorded in the books of account during the year.

**25 Details of Crypto Currency or Virtual Currency:**

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

**26 Dues to Micro, Small and Medium Enterprises:**

The principal amount remaining unpaid to the supplier registered under Micro, Small and Medium Enterprises Development Act, 2006 are not outstanding for more than 45 days as at the end of reporting date.



27 Disclosure of related parties/related party transactions pursuant to Accounting Standard (AS) - 18 "Related Party Disclosures":

A. List of Related Parties:

Name of Related Party	Relationship
Basilic Fly Studio UK Private Limited	Wholly Owned Subsidiary
Basilic Fly Studio Canada Limited	Subsidiary
Balakrishnan	Managing Director
Sundaram Yogalakshmi	Whole time director
Nikhil Midha	Company Secretary
Murugachettiar Ramesh	Chief Financial officer
Rajaratnam Thiripurasundari	Director (Appointed w.e.f 01-01-2023)
Duraiswami Prabhakar	Director
Vengal Seshadri Sowrirajan	Independent Director
Jitendra Kumar Pal	Independent Director
Subramaniam Krishnan	Independent Director (resigned w.e.f 23-10-2023)

B. Transaction with related Parties:

Particulars	Subsidiaries	Key Managerial Persons	Independent directors
Rendering of services (Sales)	(892.97)	-	-
Manpower Services (Purchase)	898.74	-	-
Director remuneration	-	234.00	-
	-	(121.50)	-
Investment in Subsidiary	421.34	-	-
Sitting Fees	-	2.20	6.40
Salary	-	24.76	-
	-	(2.73)	-

Figures within brackets ( ) represents Previous Year's amount.

C. Balances of Related Parties As at 31 March, 2024

Particulars	Subsidiaries	Key Managerial Persons	Independent directors
Trade Receivable	771.33	-	-
	(705.88)	-	-
Trade Payable	690.73	-	-
Director remuneration payable	-	17.12	-
	-	(8.03)	-
Investment in Subsidiary	628.85	-	-
	(207.51)	-	-
Sitting Fees Payable	-	-	0.36
Salary Payable	-	1.86	-
	-	(1.02)	-

Figures within brackets ( ) represents Previous Year's amount.

D. Material Transaction with related parties:

Particulars	Name of Related Party	Amount
Rendering of services (Sales)	Basilic Fly Studio Canada Limited	(892.97)
Manpower Services (Purchase)	Basilic Fly Studio UK Private Limited	898.74
Investment in Subsidiary	Basilic Fly Studio UK Private Limited	421.34

Figures within brackets ( ) represents Previous Year's amount.



**E. Material Balance with related parties:**

Particulars	Name of Related Party	(Amount in ₹ Lakhs)	
		Amount	
Trade Receivable	Basilic Fly Studio Canada Limited	771.33	(705.88)
Trade Payable	Basilic Fly Studio UK Private Limited	690.73	-
Investment in Subsidiary	Basilic Fly Studio UK Private Limited	421.35	(0.01)

Figures within brackets ( ) represents Previous Year's amount.

**F. Compensation of Key Management Personnel**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Short-term employee benefits	26.10	2.62
Post-employment benefits	0.86	0.11
Other long-term benefits	-	-
Termination benefits	-	-
Share-based payment	-	-

**Notes to be disclosed**

1. Terms and conditions of sales and purchases: the sales and purchases transactions among the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates and memorandum of understanding signed with the related parties. For the year ended 31st March, 2024, the Company has not recorded any loss allowances for transactions between the related parties.

2. As the future liabilities for gratuity and leave encashment is provided on an actuarial basis and payment of insurance costs are made for the Company as a whole, the amount pertaining to the key management personnel is not ascertainable, therefore, not included above.

3. No amounts in respect of related parties have been written off/ written back during the year or has not made any provision for doubtful debts/ receivable.

**28 Income Taxes:****I. Minimum Alternate Tax Credit**

The Company has opted the lower tax regime under section 115BAA of the Income Tax Act, 1961. Hence, there is no Minimum Alternate Tax credit recognised in the reporting year.

**II. Current Tax**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Current Tax	1,325.47	925.45
Less: MAT Credit Entitlement	-	-
<b>Net Current Tax</b>	<b>1,325.47</b>	<b>925.45</b>

**III. Details of Interest and Penalties during the year**

- 1) Interest on Shortfall in payment of Advance Tax
  - Interest under Section 234B - Rs. 39.41 Lakhs
  - Interest under Section 234C - Rs. 43.96 Lakhs
- 2) Any Penalties levied under Income Tax Act - Nil
- 3) Short Provision of Taxes relating to earlier years is Rs. 105.41 Lakhs

**29 Exchange Difference:**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended	
	31-Mar-24	31-Mar-23
Exchange Difference Gain/(Loss)	49.60	(13.15)
<b>Total</b>	<b>49.60</b>	<b>(13.15)</b>

**30 Employee Benefit (Incurred in India):**

- A. **Provident Fund** - The Company has contributed Rs.102.11 Lakhs for the year ended 2024 and Rs.50.78 Lakhs for the year ended 2023 towards the Employees Provident Fund.
- B. **Gratuity** - The Present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method. This method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation.



**Interest cost:** It is the increase in the Plan liability over the accounting period resulting from the operation of the actuarial assumption of the interest rate.

**Current Service Cost:** is the discounted present value of the benefits from the Plan's benefit formula attributable to the services rendered by employees during the accounting period.

**Actuarial Gain or Loss:** occurs when the experience of the Plan differs from that anticipated from the actuarial assumptions. It could also occur due to changes made in the actuarial assumptions.

(i) **Reconciliation of Opening and closing balance of Gratuity Obligations:**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Net Liability as at the beginning of the period		
Net Expenses in P/L A/c	208.76	67.40
Benefits Paid	112.15	141.36
<b>Net Liability as at the end of the period</b>	<b>(0.89)</b>	<b>-</b>
(No Fund is being maintained)	320.02	208.76

(ii) **Expenses recognized during the year in Profit & Loss Account:**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Interest Cost	15.67	5.07
Current Service Cost	110.78	52.06
Past Service Cost	-	-
Expected Return on Plan Assets	-	-
Curtailment Cost (Credit)	-	-
Settlement Cost (Credit)	-	-
Net Actuarial (gain) / loss	(14.30)	84.24
<b>Net Expenses to be recognized in P&amp;L</b>	<b>112.15</b>	<b>141.36</b>

(iii) **Changes in Benefit Obligations:**

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Opening Defined benefit Obligation	208.76	67.40
Current service cost	110.78	52.06
Interest cost for the year	15.67	5.07
Actuarial losses (gains)	(14.30)	84.24
Benefits paid	(0.89)	-
<b>Closing Defined benefit Obligation</b>	<b>320.02</b>	<b>208.76</b>

(iv) **Valuation Bases / Assumptions:**

Particulars	As at	
	31-Mar-24	31-Mar-23
Rate of discounting	7.20%	7.52%
Salary Escalation	7.00%	7.00%
Attrition Rate	10.00%	10.00%

Mortality rate during employment Indian -Indian Assured Lives Mortality (2012-14) Ultimate

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The company is only making book provisions for the entire Gratuity Liability on the valuation and follows a 'pay as you go' system to meet the liabilities as and when they fall due. Therefore the scheme is fully unfunded, and no assets are maintained by the company and asset values are taken as zero.

**31. Cashflow Statement**

- (1) The Company has no significant amount of cash and cash equivalent balances held that are not readily available for use.
- (2) The Company does not have undrawn borrowing facilities that may be available for future operating activities.
- (3) The Company has appropriate amount of Cash Flows that are required to maintain operating capacity.
- (4) The Company is investing adequately in the maintenance of its operating capacity.
- (5) There are no non cash transactions happened in investing and financing activities to be excluded from Cash Flow Statement.

**Additional Disclosures:**

I. Components of Cash and Cash Equivalents:	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
Cash on Hand	0.13	0.04
Cheque in hand	-	-
Balance with banks	67.05	536.09
Demand deposits with banks	-	-
Short term highly liquid investments	-	-
Bank Overdraft	-	-
<b>Total</b>	<b>67.17</b>	<b>536.13</b>



## II. Amount Spent for CSR Activities

S.No	Particulars	(Amount in ₹ Lakhs)		
		Paid in Cash	Yet to be Paid in Cash	Total
(i)	Construction/ acquisition of any asset	4.00	-	4.00
(ii)	On purposes other than (i) above	20.75	-	20.75
	<b>Total</b>	<b>24.75</b>	<b>-</b>	<b>24.75</b>

## 32 Disclosures on Property, plant and equipment and Intangible Assets

### I. Property, plant and equipment

- 1) The Company do have any restrictions on title, and property, plant and equipment pledged as security for liabilities.
- 2) There is no amount of expenditure recognised in the carrying amount of an item of property, plant and equipment in the course of its
- 3) There is no contractual commitments for the acquisition of property, plant and equipment.
- 4) There is no amount of compensation from third parties for items of property, plant and equipment that were impaired, lost or given up that is included in the statement of profit and loss.
- 5) The Company has no assets that are retired from active use and held for disposal
- 6) There is no temporarily idle property, plant and equipment at the reporting date.
- 7) The Company has fully depreciated property, plant and equipment that is still in use.
- 8) The Company has not revalued any class of property, plant and equipment during the financial year.
- 9) The Company has no property, plant and equipment retired from active use and not held for disposal.

### II. Intangible asset

- 1) The carrying amount and remaining amortization period of any individual intangible asset that is material to the financial statements of the enterprise as a whole- Nil
- 2) The Company do have any restrictions on title, and intangible assets pledged as security for liabilities.
- 3) There is no contractual commitments for the acquisition of intangible assets.
- 4) The Company has no fully amortised intangible asset that is still in use.
- 5) There is no acquisitions of intangible assets through business combinations.

## 33. Investments

### I. Profits and losses with regard to investments have been disclosed as under:

- a) profits and losses on disposal of current investments -Not Applicable
- b) profits and losses on changes in the carrying amount of current investments -Not Applicable
- c) profits and losses on disposal of long-term investments -Not Applicable
- d) profits and losses on changes in the carrying amount of long- term investments -Not Applicable

II. The Company has no significant restrictions with regard to investments in subsidiaries on the right of ownership, realisability of investments or the remittance of income and proceeds of disposals.

## 34 Earnings Per Share

Particulars	(Amount in ₹ Lakhs)	
	As at	
	31-Mar-24	31-Mar-23
1. Profit attributable to equity shareholders before extraordinary items (A)	3,619.65	2,644.06
2. Profit attributable to equity shareholders after extraordinary Items (B)	3,619.65	2,644.06
3. Weighted average number of equity shares outstanding during the year (C)	2,04,60,984	1,70,00,000
4. Effect of potential equity shares on employee stock options outstanding		
5. Effect of any other items of potential Equity Shares eg. Convertible Debentures, Convertible Preference Shares		
6. Weighted average number of potential equity shares outstanding during the year for the purpose of	2,04,60,984	1,70,00,000
7. Basic and Diluted earnings per share before extraordinary items of face value of ₹ 10	17.69	15.55
8. Basic and Diluted earnings per share after extraordinary items of face value of ₹ 10	17.69	15.55

### Note:

During the Financial year 2022-23, the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10/- each in the ratio of 16 shares for every 1 share vide resolution dated 29-12-2022 passed at the Extraordinary General Meeting.



35 Ratios

S.No	Ratios	31-Mar-24	31-Mar-23	% Variance	Reason for Variation
a.	<b>Current Ratio</b> Current Assets / Current liabilities (Current Assets-Current Investments, Inventories, Trade Receivables, Cash and Bank Balances, Short Term Loans and Advances, Other Current Assets Current Liabilities-Short Term Borrowings, Trade Payables, Other Current Liabilities, Short term Provisions)	6.47	2.41	168.6%	Increase in Trade receivables and increase in repayment of current borrowings
b.	<b>Debt-Equity Ratio</b> Total Debt / Shareholder's Equity (Total Debt-Long Term Debt + Short Term Debt Shareholder's Equity-Share Capital, Reserves and Surplus)	0.02	0.14	-85.9%	Prompt Repayment of existing debt and No additional debt was acquired during the year
c.	<b>Debt Service Coverage Ratio</b> Earnings available for debt service / Debt Service (Earnings available for debt service-Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc., Debt Service-Interest & Lease Payments + Principal Repayments)	22.09	67.15	-67.1%	Increase in earnings available to pay debt and repayment of borrowings
d.	<b>Return on Equity Ratio</b> (Net Profit After Taxes - Preference Dividend if any) / Average Shareholder's Equity Average Shareholder's Equity (Opening Share Capital+Opening Reserves and Surplus+Closing Share Capital+Closing Reserves and Surplus)/2	0.48	1.56	-69.3%	Due to increase in equity because of public issue
e.	<b>Inventory Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Inventory Sales-Revenue from operations Average Inventory-(Opening Inventory+Closing Inventory)/2	-	-	-	-
f.	<b>Trade Receivables Turnover Ratio</b> Net Credit Sales / Average Trade Receivables Net Credit Sales-Gross Credit Sales - Sales Return Average Trade Receivables-(Opening Trade Receivables + Closing Trade Receivables)/2	2.42	6.48	-62.6%	Efficient collection policy and timely payment by customers
g.	<b>Trade Payable Turnover Ratio</b> Net Credit Purchases / Average Trade Payables Net Credit Purchases-Gross Credit Purchases - Purchase Return Average Trade Payables-(Opening Trade Payables + Closing Trade Payables)/2	2.95	7.40	-60.1%	Increase in Cashflow leads to ontime vendor payment
h.	<b>Net Capital Turnover Ratio</b> Net Sales / Average Working Capital Net Sales-Total Sales-Sales Return Average Working Capital-((Opening Current Assets - Opening Current Liabilities)+(Closing Current Assets - Closing Current Liabilities))/2	1.50	3.62	-58.6%	Working capital increase higher than the increase in revenue
i.	<b>Net Profit Ratio</b> Net Profit / Net Sales Net Profit- Profit after tax Net Sales-Total Sales-Sales Return	0.36	0.38	-4.1%	-
j.	<b>Return on Capital Employed</b> (Earning before interest and taxes / Capital Employed) * 100 Earning before interest and taxes-Profit before Taxes + Interest Capital Employed-Tangible Net Worth + Total Debt - Deferred Tax Liability	0.41	1.05	-61.0%	Due to increase in equity because of public issue
k.	<b>Return on Investment</b> Income generated from investments/ Total Investment*100	0.72	0.83	-12.6%	-

36 Balance shown under head Sundry debtors, creditors and advances are subject to confirmation.

37 Previous year's figures have been regrouped / reclassified wherever necessary to conform with current year's classification.

For and on behalf of the Board of Directors of  
BASILIC FLY STUDIO LIMITED

  
Balakrishnan  
Director  
DIN: 06590484

  
Sundaram Yogalakshmi  
Director  
DIN: 07323404

  
Murugachettiar Ramesh Nilim Migna  
Chief Financial Officer  
Mem No : F10213

As per our report of even date attached  
For L.U. KRISHNAN & CO  
Chartered Accountants

Firm's Registration No: 015275

  
P K Manoj  
Membership Number: 207550  
UDIN: 24207550BKANNE7796

Place: Chennai  
Date: 30-04-2024

Place: Chennai  
Date: 30-04-2024



## INDEPENDENT AUDITOR'S REPORT

To the Members of  
**Basilic Fly Studio Limited.,**  
(Formerly known as Basilic Fly Studio Private Limited)

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

1. We have audited the accompanying consolidated financial statements of **Basilic Fly Studio Limited** (Hereinafter referred to the "**Holding Company**") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2023, and the consolidated statement of Profit and Loss, the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, of consolidated profit/loss and its consolidated cash flows for the year then ended.

#### Basis for Opinion

3. 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



## Key Audit Matters

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

Key Audit Matter	How the matter was addressed in our audit
The company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts. Product revenues are recognised when the soft copy of the file is made or given to the client. Revenue from VFX and service contracts received in advance are recognized in the month of raising the invoice and the remaining part recognized over a period of months thereafter. Sales are shown net of sales returns, if any.	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient audit evidence: <ol style="list-style-type: none"><li>1. Assessed the appropriateness of the revenue recognition, accounting policies, with the applicable accounting standards.</li><li>2. We have verified the contract with customers made in this regard and revenues accounted under proportionate Completion method.</li></ol>

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

5. The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Board's Report along with Annexures but does not include the consolidated financial statements and our auditor's report thereon.
6. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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. The above information is not available to us as on the date of our report.



**Responsibilities of the Management and Those charged with Governance for the consolidated Financial Statements:**

8. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.
9. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
10. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

**Auditor's Responsibilities for the Audit of the consolidated Financial Statements**

11. Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.



12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
- i. Identify and assess the risks of material misstatement of the consolidated 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.
  - ii. Obtain an understanding of internal 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.
  - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - iv. 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 ability of the Group 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 consolidated 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 Group to cease to continue as a going concern.
  - v. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
  - vi. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent



auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

13. Materiality is the magnitude of misstatements in the 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 in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.
14. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.
15. 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.
16. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Other Matter**

17. We did not audit the financial statements of Basilic Fly Studio Canada Limited, whose financial statements reflect total assets of Rs 1,347.44 lakhs as at March 31, 2023, total revenues of Rs 1,537.47 lakhs and net cash flows amounting to Rs 476.94 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report



in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.

18. We did not audit the financial statements of Basilic Fly Studio UK Private Limited, whose financial statements reflect total assets of Rs 6.35 lakhs as at March 31, 2023, total revenues of Rs Nil and net cash flows amounting to Rs1.12 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the Management. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the group and the local regulation of the UK does not mandate the audit.

Our opinion is on the consolidated financial statements, and our report on Other Legal and regulatory Requirements below is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

#### **Report on Other Legal and Regulatory Requirements**

19. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
20. As required by Section 143(3) of the Act, we report that:
- i. 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 of the aforesaid consolidated financial statements.
  - ii. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - iii. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the



relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

- iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- v. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- vi. With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- vii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - a) The Group does not have any pending litigations which would impact its consolidated financial position of the Group.
  - b) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies incorporated in India.
- viii. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("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.



(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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; .

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

ix. The Company did not declare or paid any dividend during the year.

**For L U Krishnan & Co.  
Chartered Accountants**

**Firm's Registration No: 001527S**



**P K Manoj  
Partner**

**Membership No.207550**

**UDIN:23207550BGWMHA6836**

**Place: Chennai**

**Date: June 14, 2023**

## **ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 20 under 'Report on Other Legal and Regulatory Requirements' section of our report)

### **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 **Basilic Fly Studio Limited** (the "the Holding Company") as of **March 31, 2023** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, 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 authorisations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



## Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For L U Krishnan & Co.

Chartered Accountants

Firm's Registration No: 0015275



P K Manoj

Partner

Membership No:207550

UDIN: UDIN:23207550BGWMHA6836

Place: Chennai

Date: June 14, 2023

## **ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 19 under 'Report on Other Legal and Regulatory Requirements' section of our report)

- a) There are no qualifications or adverse remarks made by the auditors of subsidiary company in their auditor's report, included in the consolidated financial statements of the Company.

**For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 0015275**



**P K Manoj  
Partner**

**Membership No:207550  
UDIN: 23207550BGWMHA6836**

**Place: Chennai  
Date: June 14, 2023**

**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)  
Consolidated Balance Sheet as at March 31, 2023

(Amount in ₹ Lakhs)

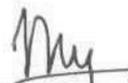
Particulars	Note No.	As at March 31,	
		2023	2022
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 SHAREHOLDERS FUNDS</b>			
(a) Share Capital	1	1,700.00	100.00
(b) Reserves and Surplus	2	1,466.98	294.16
(c) Money received against share warrants			
<b>2 MINORITY INTEREST</b>	<b>3</b>	<b>39.39</b>	<b>23.30</b>
<b>3 SHARE APPLICATION MONEY PENDING ALLOTMENT</b>			
<b>4 NON-CURRENT LIABILITIES</b>			
(a) Long-Term Borrowings	4	252.58	309.05
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long-Term Liabilities	5	196.38	63.74
(d) Long-Term Provisions			
<b>5 CURRENT LIABILITIES</b>			
(a) Short-Term Borrowings	6	174.50	104.18
(b) Trade Payables			
(A) Total outstanding dues of micro enterprises and small enterprises and	7	-	-
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		354.50	199.82
(c) Other Current Liabilities	8	454.73	473.17
(d) Short-Term Provisions	9	676.27	3.66
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>5,315.33</b>	<b>1,571.08</b>
<b>II. ASSETS</b>			
<b>1 NON-CURRENT ASSETS</b>			
(a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant & Equipment	10	231.59	111.97
(ii) Intangible Assets		-	-
(b) Non-Current Investments		-	-
(c) Deferred Tax Assets (Net)	11	31.40	4.53
(d) Long-Term Loans & Advances	12	1.44	64.94
(e) Other Non-Current Assets	13	989.32	570.37
<b>2 CURRENT ASSETS</b>			
(a) Current Investments		-	-
(b) Inventories		-	-
(c) Trade Receivables	14	1,516.80	260.56
(d) Cash & Bank Balances	15	1,017.55	450.67
(e) Short-Term Loans and Advances		-	-
(f) Other Current Assets	16	1,527.23	108.04
<b>TOTAL ASSETS</b>		<b>5,315.33</b>	<b>1,571.08</b>
Company overview & Significant Accounting Policies	23		
Other notes to accounts	24		

The accompanying notes 1 to 24 form an integral part of the financial statements.

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

  
**Balakrishnan**  
Managing Director  
DIN: 06590484

  
**Sundaram Yogalakshmi**  
Director  
DIN: 07323404

  
**Nikhil Midha**  
Company Secretary  
Membership Number: 10213

  
**Ramesh M**  
Chief Financial Officer

As per our report of even date attached  
For **L.U. KRISHNAN & CO**  
Chartered Accountants  
Firm's Registration No: 0015275



**P K Manoj**  
Partner

Membership Number: 207550  
UDIN: 23207550BGWMHA6836

Place: Chennai  
Date: 14-06-2023

Place: Chennai  
Date: 14-06-2023



**BASILIC FLY STUDIO LIMITED**  
**(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)**  
**Statement of Consolidated Profit and Loss for the year ended March 31, 2023**

(Amount in ₹ Lakhs)

Particulars	Note No.	For the year ended March 31,	
		2023	2022
I Revenue From Operations	17	7,866.74	2,515.84
II Other Income	18	28.41	12.94
III <b>Total Income (I+II)</b>		<b>7,895.15</b>	<b>2,528.78</b>
IV <b>Expenses</b>	19	1,752.28	1,249.30
Employee Benefits Expense	20	2,131.17	1,077.00
Other Direct Expenses	21	68.54	8.50
Finance Costs	10	56.03	28.30
Depreciation & Amortisation Expenses	22	136.82	32.62
Other Expenses			
<b>Total Expenses (IV)</b>		<b>4,144.84</b>	<b>2,395.72</b>
V <b>Profit Before Exceptional and Extraordinary Items and Tax (III-IV)</b>		<b>3,750.31</b>	<b>133.06</b>
VI Exceptional Items		-	-
VII <b>Profit before extraordinary items and tax (V-VI)</b>		<b>3,750.31</b>	<b>133.06</b>
VIII Extraordinary items		-	-
IX <b>Profit before tax (VII-VIII)</b>		<b>3,750.31</b>	<b>133.06</b>
X <b>Tax Expense:</b>			
(1) Current Tax		987.07	37.01
(2) Deferred Tax		(26.87)	4.68
(3) Tax Adjustment for earlier years			
XI <b>Profit ( Loss) for the period from continuing operations (IX-X)</b>		<b>2,790.11</b>	<b>91.37</b>
XII Minority Interest		16.09	1.27
XIII <b>Profit ( Loss) for the period from continuing operations (XI-XII)</b>		<b>2,774.02</b>	<b>90.10</b>
XIV <b>Profit ( Loss) for the period from discontinuing operations</b>		-	-
XV Tax expenses of discontinuing operations		-	-
XVI <b>Profit ( Loss) for the period from discontinuing operations (after tax) (XIV-XV)</b>		-	-
XVII <b>Profit/(Loss) For The Period (XIII+XVI)</b>		<b>2,774.02</b>	<b>90.10</b>
XVIII <b>Earnings per equity share: (In Rs.) (Refer Other Notes No : 34)</b>			
(1) Basic		16.32	0.53
(2) Diluted		16.32	0.53

23 & 24

Company overview, Significant Accounting Policies & Other notes on  
The accompanying notes form an integral part of the financial statements

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

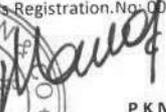
As per our report of even date attached  
**For L.U. KRISHNAN & CO**  
Chartered Accountants  
Registration No: 0015275

  
**Balakrishnan**  
Managing Director  
DIN: 06590484

  
**Sundaram Yogalakshmi**  
Director  
DIN: 07323404

  
**Nikhil Midha**  
Company Secretary  
Membership Number: 10213

  
**Ramesh M**  
Chief Financial Officer

  
**P K Manoj**  
Partner  
Membership Number: 207550  
UDIN: 23207550BGWMHA6836



Place: Chennai  
Date: 14-06-2023

Place: Chennai  
Date: 14-06-2023



**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

Statement of Consolidated Cash Flow for the year ended March 31, 2023

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
<b>A CASH FLOWS FROM OPERATING ACTIVITIES:</b>	3,750.31	133.06
Net Profit Before Tax		
<b>Adjustments for:</b>	56.03	28.30
Depreciation	6.60	-
Assets written off	68.54	8.50
Interest Expenses	(28.41)	(12.94)
Interest Income		
	<b>3,853.07</b>	<b>156.92</b>
<b>Operating Profit before working capital changes:</b>		
<b>Adjustments for changes in working capital:</b>	(1,256.24)	(196.43)
(Increase)/Decrease in Trade Receivables	132.64	19.94
Increase/(Decrease) in Long term Provisions	(1,421.45)	(80.43)
(Increase)/Decrease in Other Current assets	(418.95)	0.80
(Increase)/Decrease in Other Non-Current Assets	70.32	84.90
Increase/(Decrease) in Short Term Borrowings	154.68	(51.96)
Increase/(Decrease) in Trade and Other payables	(18.44)	166.38
Increase/(Decrease) in Other Current Liabilities	8.73	2.15
Increase/(Decrease) in Short term Provisions		
	<b>1,104.36</b>	<b>102.27</b>
<b>Cash generated from operations</b>	<b>(320.93)</b>	<b>(23.51)</b>
Income Taxes paid		
	<b>783.43</b>	<b>78.75</b>
<b>Cash flow before extraordinary item</b>		
Extraordinary Items		
	<b>783.43</b>	<b>78.75</b>
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>783.43</b>	<b>78.75</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Interest Received	28.41	12.94
Fixed assets purchased including Intangible Assets	(182.25)	(71.51)
(Increase)/Decrease in Long Term Loans & Advances	63.50	6.90
	<b>(90.34)</b>	<b>(51.67)</b>
<b>NET CASH USED IN INVESTING ACTIVITIES (B)</b>	<b>(90.34)</b>	<b>(51.67)</b>
<b>C CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Interest paid	(68.54)	(8.50)
Increase/(Decrease) in Long-Term Borrowings	(56.47)	293.27
Minority Interest	-	22.03
	<b>(125.01)</b>	<b>306.80</b>
<b>NET CASH USED IN FINANCING ACTIVITIES (C)</b>	<b>(125.01)</b>	<b>306.80</b>
Exchange difference on translation of foreign operations	(1.20)	6.53
	<b>566.88</b>	<b>340.41</b>
<b>D NET INCREASE IN CASH AND CASH EQUIVALENT (A+B+C)</b>	<b>450.67</b>	<b>110.26</b>
Opening Cash and Cash Equivalents		
	<b>1,017.55</b>	<b>450.67</b>
<b>CLOSING CASH AND CASH EQUIVALENT (Refer Other Notes No : 28)</b>		
<b>Reconciliation of Cash and cash equivalents with the Balance Sheet:</b>		
Cash & cash equivalent as per Balance sheet	1,017.55	450.67
Cash & cash equivalent at the end of the period	1,017.55	450.67

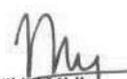
Significant Accounting Policies & Other Notes on accounts - Note no: 23 & 24

The accompanying notes 1 to 24 form an integral part of the financial statements.

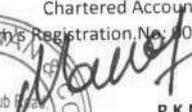
For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

  
**Balakrishnan**  
Managing Director  
DIN: 06590484

  
**Sundaram Yogalakshmi**  
Director  
DIN: 07323404

  
**Nikhil Midha**  
Company Secretary  
Membership Number: 10213

  
**Ramesh M**  
Chief Financial Officer

As per our report of even date attached  
For **L.U.KRISHNAN & CO**  
Chartered Accountants  
Firm's Registration No: 0015275  
  
**P K Manoj**  
Partner  
Membership Number: 207550  
UDIN: 23207550BGWMHA6836

Place: Chennai  
Date: 14-06-2023

Place: Chennai  
Date: 14-06-2023



**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

Notes to Consolidated Financial Statements for the year ended March 31, 2023

Note: 1 Share Capital

Particulars	As at March 31, 2023		As at March 31, 2022	
	Number	Amount	Number	Amount
	a) Number and amount of equity shares authorised <sup>®</sup>	2,50,00,000	2,500.00	10,00,000
b) (i) Number and amount of equity shares issued, Subscribed and Paid-up*	1,70,00,000	1,700.00	10,00,000	100.00
(ii) Number and amount of equity shares Subscribed but not fully Paid-Up	-	-	-	-
<b>Total b(i) + b(ii)</b>		<b>1,700.00</b>		<b>100.00</b>
c) Par value per Equity share (in ₹ each)	<b>10</b>		<b>10</b>	

Note: <sup>®</sup> Authorised capital increased from 10,00,000 equity shares to 2,50,00,000 Equity shares with effect from 29/12/2022 vide members resolution.

\* The Company has declared bonus Shares at the Members Meeting held on 29/12/2022, at the ratio of 16 Equity shares of Rs 10/- Each for every 1 Equity shares of Rs 10/- each held.

Particulars	As at March 31,	
	2023	2022
Shares outstanding at the beginning of the year	10,00,000	10,00,000
Shares issued during the year	1,60,00,000	-
Shares bought back during the year	-	-
<b>Shares outstanding at the end of the year</b>	<b>1,70,00,000</b>	<b>10,00,000</b>

e) The rights, preferences and restrictions attaching to each class of shares:

The Company has only one class of shares and all shareholder have equal rights and there are no restriction and preferences attached to any shareholders including the right to receive dividend and repayment of Capital.

f) Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate

g) Details of shareholders holding more than 5% of shares:

Name of the Shareholder	As at March 31, 2023		As at March 31, 2022	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Balakrishnan	1,08,29,000	63.70%	7,50,000	75%
Sundaram Yogalakshmi	36,83,900	21.67%	2,50,000	25%
Umesh Purushottam Chamdia	11,30,500	6.65%	-	-
Aparna Samir Thakker	11,30,500	6.65%	-	-
<b>TOTAL</b>	<b>1,67,73,900</b>	<b>98.67%</b>	<b>10,00,000</b>	<b>100.00%</b>

h) Shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment, including the terms and amounts: Nil

i) Shares information related to immediately preceding five years from reporting date:

Number & class of Share allotted as fully paid up pursuant to contract(s) without payment being received in cash : NIL

Aggregate number and class of shares allotted as fully paid up bonus shares : During the year the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10/- each in the ratio of 16 shares for every 1 share held.

Aggregate number and class of shares brought back : NIL

j) During the year ended 31.03.2023, no securities are convertible into Equity shares.

k) There are no calls unpaid including calls unpaid by directors and officers as on balance sheet date.

l) The Company has not forfeited any shares during the reporting period

m) Shareholding of Promoters

Promoter Name	As at March 31, 2023		As at March 31, 2022	
	No. of shares Held	% Holding	No. of shares Held	% Holding
1. Sundaram Yogalakshmi	1,08,29,000	63.70%	7,50,000	75.00%
2. Umesh Purushottam Chamdia	36,83,900	21.67%	2,50,000	25.00%
<b>% Change during the year/ Period</b>				
1. Balakrishnan		(11.30%)		(23.75%)
2. Sundaram Yogalakshmi		(3.33%)		23.75%

Note: 2 Reserves and Surplus

Particulars	As at March 31,	
	2023	2022
<b>(a) General Reserves</b>		
Opening Balance	-	-
Add: Additions during the year	2,000.00	-
Less: Transferred to Other Reserves (Dividend, Bonus, to reserves)	(1,600.00)	-
<b>Closing Balance</b>	<b>400.00</b>	<b>-</b>
<b>(b) Surplus</b>		
Opening Balance	287.63	197.52
Add: Additions during the year	2,774.02	90.10
Less: Transferred to General Reserves	(2,000.00)	-
<b>Closing Balance</b>	<b>1,061.65</b>	<b>287.63</b>
<b>(c) Foreign Currency Translation Reserve</b>		
Opening Balance	6.53	-
Add: Additions during the year	-	6.53
Less: Deduction during the year	(1.20)	-
<b>Closing Balance</b>	<b>5.33</b>	<b>6.53</b>
<b>Total</b>	<b>1,466.98</b>	<b>294.16</b>



Note: 3 Minority Interest

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
<b>(a) Minority Interest</b>	22.03	22.03
Paid up Value (At Original Cost)	17.36	1.27
Add: Minority Share of Movement in Equity	-	-
Less: Transfer	-	-
<b>Total</b>	<b>39.39</b>	<b>23.30</b>

Note: 4 Long-Term Borrowings

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
<b>Secured</b>		
a) Term Loans:	40.25	54.32
i. From banks	-	-
(From Axis Bank - Hypothecation of Car)	-	-
(From Canara bank - Hypothecation of Car)	-	-
<b>Unsecured</b>		
a) Term Loans:	181.32	217.86
i. From banks	-	-
(From Deutsche Bank, HDFC Bank, IDFC First Bank, Standard Chartered Bank, Axis Bank, Indusind Bank, Kotak Mahindra Bank, Yes Bank, repayable in 36 installments with interest rate between at 13.5% - 15%)	-	-
ii. From other parties	20.50	36.87
(From Aditya Birla Finance, repayable in 36 installments with interest rate between at 14% )	-	-
b) Loans and advances from related parties	10.51	-
<b>Total</b>	<b>252.58</b>	<b>309.05</b>

Note:

1. Disclosure about the nature of security and type of asset given as security

Particulars	Terms of Repayment	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In Lakhs)	Starting Date	Outstanding (Rs. in lakhs)	Nature of Security /Pledge
Axis bank - Car Loan	48 Months	8.55%	12	0.72	09-03-2020	8.20	Vehicle
Canara bank - Car Loan	84 Months	9.40%	72	0.85	15-03-2022	46,14,802.86	Vehicle

2. Disclosure about the nature of security and type of asset given as security

Particulars	Terms of Repayment	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In Lakhs)	Starting Date	Outstanding (Rs. in lakhs)	Nature of Security /Pledge
Deutsche Bank - Phase II	36 Months	14.00%	25	1.71	30-03-2022	36.70	-
HDFC Bank - Term Loan	36 Months	13.00%	23	2.53	30-01-2022	51.20	-
IDFC First Bank - Phase II	36 Months	14.00%	25	1.74	29-03-2022	57.61	-
Standard Chartered Bank - Term Loan	36 Months	14.00%	25	2.56	30-03-2022	55.31	-
Axis Bank - Term Loan - Phase II	36 Months	14.00%	25	1.71	31-03-2022	35.42	-
Indusind Bank - Term Loan	36 Months	15.00%	27	1.73	04-06-2022	39.50	-
Kotak Mahindra Bank - Term Loan	36 Months	14.50%	26	1.72	23-05-2022	38.00	-
Yes Bank - Term Loan	36 Months	15.00%	27	1.39	25-05-2022	31.61	-

3. Disclosure about the nature of security and type of asset given as security

Particulars	Terms of Repayment	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In Lakhs)	Starting Date	Outstanding (Rs. in lakhs)	Nature of Security /Pledge
Aditya Birla - Term Loan - Phase II	36 Months	14.00%	25	1.71	24-03-2022	36.87	-

Note: 5 Long-Term Provisions

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
a) Provision for Employee Benefits	196.38	63.74
<b>Total</b>	<b>196.38</b>	<b>63.74</b>

Note: 6 Short-Term Borrowings

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
<b>Secured</b>		
a) Current Maturities of Long-term borrowings	14.10	13.23
(From Axis Bank - Hypothecation of Car)	-	-
(From Canara bank - Hypothecation of Car)	-	-
<b>Unsecured</b>		
a) Current Maturities of Long-term borrowings	160.40	90.95
(From Deutsche Bank, HDFC Bank, IDFC First Bank, Standard Chartered Bank, Axis Bank, Indusind Bank, Kotak Mahindra Bank, Yes Bank, repayable in 36 installments with interest rate between at 13.5% - 15% & From Aditya Birla Finance, repayable in 36 installments with interest rate between at 14% )	-	-
<b>Total</b>	<b>174.50</b>	<b>104.18</b>



Note: 7 Trade Payables

I. Trade Payables relating to MSME

Particulars	As at March 31,	
	2023	2022
a) (i) The principal amount thereon, remaining unpaid to any supplier as at the end of accounting year	-	-
(ii) The interest due thereon, remaining unpaid to any supplier as at the end of accounting year	-	-
b) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c) The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
d) The amount of interest accrued and remaining unpaid at the end of accounting year	-	-
e) The amount of further interest due and payable even in the succeeding year, 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	-	-

II. Trade Payables ageing schedule

Particulars	As at March 31,	
	2023	2022
(i) MSME	354.50	199.82
(ii) Others	-	-
(iii) Disputed dues - MSME	-	-
(iv) Disputed dues - Others	-	-

Ageing Schedule

I. Trade Payables ageing schedule for the year ended March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment				TOTAL
		< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	-	-	-	-	-	354.50
(ii) Others	-	354.50	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-

II. Trade Payables ageing schedule schedule for the year ended March 31, 2022

Particulars	Not Due	Outstanding for following periods from due date of payment				TOTAL
		< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	-	-	-	-	-	199.82
(ii) Others	-	199.82	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-

Note: 8 Other Current Liabilities

Particulars	As at March 31,	
	2023	2022
a) ESI Payable	0.17	0.25
b) TDS Payable	84.87	34.75
c) PF Payable	10.96	5.63
d) Salary Payable	225.91	154.87
e) Audit Fees Payable	8.10	1.00
f) Advance Received from Client	33.60	138.72
g) Interest accrued but not due on borrowings	4.66	-
h) Rent Payable	86.46	137.95
<b>Total</b>	<b>454.73</b>	<b>473.17</b>

Note: 9 Short-Term Provisions

Particulars	As at March 31,	
	2023	2022
a) Provision for Taxation	663.88	-
b) Provision for Employee Benefits	12.39	3.66
<b>Total</b>	<b>676.27</b>	<b>3.66</b>

Note: 10 (i) Property, Plant & Equipment Attached Separately

Note: 11 Deferred Tax Assets (Net)

Particulars	As at March 31,	
	2023	2022
On Account of Depreciation	(4.18)	(1.03)
On Account of Gratuity	35.58	5.56
<b>Total</b>	<b>31.40</b>	<b>4.53</b>

Note: 12 Long-Term Loans & Advances

Particulars	As at March 31,	
	2023	2022
<b>A. Unsecured, Considered good</b>		
a) Loans and advances to related parties	-	53.43
b) Other advances given to Suppliers	1.44	11.51
<b>Total</b>	<b>1.44</b>	<b>64.94</b>

Note: 13 Other Non-Current Assets

Particulars	As at March 31,	
	2023	2022
a) Security Deposits	174.34	123.83
b) Bank Deposits with more than 12 months maturity	814.98	446.54
<b>Total</b>	<b>989.32</b>	<b>570.37</b>



Note: 14 Trade Receivables

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
Trade receivable considered good – Secured	1,516.80	260.56
Trade receivable considered good – Unsecured		
Trade receivable which have significant increase in credit risk		
Trade receivable – credit impaired		
<b>Total Trade Receivables</b>	<b>1,516.80</b>	<b>260.56</b>

Ageing Schedule  
I. Trade Receivables ageing schedule For the year ended March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	747.19	105.81	663.77	-	-	-	1,516.80
<b>Total:</b>	<b>747.19</b>	<b>105.81</b>	<b>663.77</b>	-	-	-	<b>1,516.80</b>

II. Trade Receivables ageing schedule for the year ended March 31, 2022

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	-	149.45	111.11	-	-	-	260.56
<b>Total:</b>	-	<b>149.45</b>	<b>111.11</b>	-	-	-	<b>260.56</b>

Note: 15 Cash & Bank Balances

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
a) Cash & Cash Equivalents	1,017.50	449.84
i) Balance with banks	0.05	0.83
ii) Cash in hand	1,017.55	450.67
<b>Total</b>		

Note: 16 Other Current Assets

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
Advance Tax	-	0.80
GST ITC	234.18	22.63
TDS Receivables	-	-
Prepaid Expense	76.52	-
IPO Expenses	49.54	-
Work-in-Progress	1,147.52	69.34
Staff Loans and Advances	19.47	15.27
<b>Total</b>	<b>1,527.23</b>	<b>108.04</b>



**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

Notes to Consolidated Financial Statements for the year ended March 31, 2023

**Note: 17 Revenue From Operations**

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
<b>Sale of Services:</b>		
Local - India	-	-
Exports	6,329.27	2,278.38
Local - Subsidiary	1,537.47	237.46
<b>Total</b>	<b>7,866.74</b>	<b>2,515.84</b>

**Note: 18 Other Income**

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Interest Income	28.41	12.94
Other non-operating income	-	-
<b>Total</b>	<b>28.41</b>	<b>12.94</b>

**Note: 19 Employee Benefits Expense**

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Salaries & Wages	1,508.42	1,174.29
Contribution to Provident fund	44.51	30.53
Provision for Gratuity	141.36	22.08
Staff Welfare	55.36	21.16
Contribution to ESI	2.63	1.24
<b>Total</b>	<b>1,752.28</b>	<b>1,249.30</b>

**Note: 20 Other Direct Expenses**

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Artist Outsource Charges	492.09	195.15
Consultancy Charges	442.36	242.51
Electricity Charges	72.71	61.15
Office Rent	327.15	111.24
Hiring and Subscription Charges	514.36	421.44
Travelling Expenses	246.82	22.49
Internet Charges	35.68	23.02
<b>Total</b>	<b>2,131.17</b>	<b>1,077.00</b>

**Note: 21 Finance Costs**

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Interest Expenses	68.54	8.50
<b>Total</b>	<b>68.54</b>	<b>8.50</b>



Note: 10 Depreciation & Amortisation Expenses

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Depreciation on Tangible Assets	56.03	28.30
<b>Total</b>	<b>56.03</b>	<b>28.30</b>

Note: 22 Other Expenses

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Payment to Auditors	9.00	1.00
Bank Charges	9.13	3.12
Business Promotion Expenses	29.28	2.15
Insurance Expenses	13.14	10.29
Repairs to Computer	3.34	1.42
Foreign Exchange Loss	1.47	0.29
Office Maintenance	25.48	5.01
Miscellaneous Expenses	4.30	0.98
Printing and Stationery	6.02	2.77
Rates and Taxes	14.63	1.59
Repairs to buildings	7.59	1.21
Repairs to machinery	2.61	0.34
Security Charges	4.23	2.45
Assets written off	6.60	-
<b>TOTAL</b>	<b>136.82</b>	<b>32.62</b>



**BASILIC FLY STUDIO LIMITED**  
**(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)**  
**Note to Financial Statements of the year ended March 31, 2023**

Changes in the carrying amounts of each class of assets for the year ended March 31, 2023

Note: 10 Property, Plant & Equipment

Particulars	Gross Block			Accumulated Depreciation			Net Block		
	April 1, 2022	Additions for the year	Deletions for the year	March 31, 2023	April 1, 2022	Depreciation for the Year	Depreciation on deletion	March 31, 2023	March 31, 2022
Computer & Accessories	110.11	174.60	-	284.72	92.32	28.01	-	120.33	17.80
Furniture & Fittings	21.10	-	21.10	-	12.19	2.31	14.50	-	8.91
Office Equipments	1.80	7.10	-	8.90	0.78	1.71	-	2.49	1.02
Plant & Machinery	27.75	-	-	27.75	13.92	1.96	-	15.87	13.84
Printers & Scanners	-	0.54	-	0.54	-	0.05	-	0.05	-
Vehicles	97.78	-	-	97.78	27.37	21.99	-	49.37	70.41
<b>TOTAL (A)</b>	<b>258.55</b>	<b>182.25</b>	<b>21.10</b>	<b>126.08</b>	<b>41.29</b>	<b>56.03</b>	<b>14.50</b>	<b>65.28</b>	<b>231.59</b>
Previous Year	187.04	71.51	-	258.55	118.29	28.30	-	146.58	111.97
									<b>68.75</b>

(Amount in ₹ Lakhs)



**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

Notes to Financial Statements for the year ended March 31, 2023

Company Overview, Significant Accounting Policies & Other notes to accounts for the for the year ended March 31, 2023

**I Company Overview**

Basilic Fly Studio Private Limited Company(the Holding Company) having CIN:U92100TN2016PTC103861 incorporated on 28th January 2016 under the provisions of the Companies Act 2013, and having its registered office at Tower A, KRC Commerzone, Mount Poonamallee Road, Porur, Chennai,Tamil Nadu 600116 India with operating units across the Country. Subsequently, company was converted into Public Limited Company vide special resolution passed by our shareholders at the Extra Ordinary General Meeting held on 29.12.2022 and the name of the company was changed to Basilic Fly Studio Limited ("the Company" or the "Issuer") pursuant to issuance of Fresh Certificate of Incorporation dated 19.05.2023 Registrar of Companies, Chennai with Corporate Identification Number U92100TN2016PLC103861.

Basilic Fly studio Limited holds 90.62% of Basilic Fly Studio Canada Limited, which was incorporated on July 02, 2021 and 100% of Basilic Fly Studio UK Private Limited which was incorporated on April 06, 2022.

The registered office of the subsidiaries are situated in Vancouver, Canada and England and Wales respectively.

The Company is engaged in the business of post production activities of providing high-end visual effects and 2D to 3D conversion to the Media and Entertainment industry.

Basilic Fly studio Limited along with subsidiaries Basilic Fly Studio Canada Limited and Basilic Fly Studio UK Private Limited is the "Group" for the purpose of consolidation.

The Financial Statements of Basilic Fly Studio UK Private Limited is not audited however it is not a material subsidiary of the Group and also the local regulation of the UK does not mandate the audit. In so far as it relates to the amounts and disclosures included in respect of Basilic Fly Studio Canada Limited and Basilic Fly Studio UK Private Limited is based solely on the reports of the Management.

**II Significant Accounting Policies**

**1 Basis of preparation:**

The Consolidated Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2021.

The consolidated financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the previous year of the holding company.

Group's financial statements are presented in Indian Rupees (₹) which is functional currency of the Parent.

**2 Basis of consolidation**

The financial statements of the Group are consolidated on a line-by-line basis and intra-group balances and transactions, including unrealized gain / loss from such transactions, are eliminated upon consolidation.

These financial statements are prepared by applying uniform accounting policies in use at the Group.

Minority interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company, are disclosed separately.

**3 Revenue recognition:**

The Group derives its revenues primarily from Sale of Visual effects (VFX) Service contracts.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured in accordance with AS-9, Revenue Recognition. Sales are recognized on accrual basis, and only after transfer of services to the customer.

Revenue from services provided under fixed price contracts, where the outcome can be estimated reliably, is recognized following the proportionate completion method, where revenue is recognized in proportion to the progress of the contract activity. The progress of the contract activity is usually determined as a proportion of efforts incurred up to the balance sheet date, which bears to the total hours / days estimated for the contract.

Revenue on time-and-material contracts are recognized as the related services are performed and the revenues from the end of the last billing to the balance sheet date are recognized as unbilled revenues.

**Interest Income:** Revenue is recognized on the time proportion basis after taking into account the amount outstanding and the rate applicable.

**Dividend Income:** Dividend Income is recognized when the owners right to receive payment is established.

**Other Income :** Other items of income and expenditure are recognized on accrual basis and as a going concern basis, and the accounting policies are consistent with the generally accepted accounting policies.

**4 Property Plant and Equipment including Intangible assets:**

Property Plant and Equipments are stated at cost, less accumulated depreciation. Cost includes cost of acquisition including material cost, freight, installation cost, duties and taxes, and other incidental expenses, incurred up to the installation stage, related to such acquisition. Property Plant and Equipments purchased in India in foreign currency are recorded in Rupees, converted at the exchange rate prevailed on the date of purchase.

Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.



## 5 Depreciation & Amortisation:

The Group has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 and calculated the depreciation as per the Written Down Value (WDV) method. Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year. In respect of the assets sold during the year, depreciation is provided from the beginning of the year till the date of its disposal.

Intangible assets are amortised on a straight-line basis over the estimated useful life as specified in Schedule II of the Companies Act 2013. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss. In respect of the assets sold during the year, amortisation is provided from the beginning of the year till the date of its disposal.

The estimated useful lives of assets are as follows

### Useful life of Property, Plant and Equipments

Category	Useful life	
	Parent	Subsidiary- Basilic Fly Studio UK Private Limited
Computer & Accessories	3 to 6 years	5 Years
Furniture & Fittings	10 years	-
Office Equipments	5 years	-
Plant & Machinery	15 years	-
Printers & Scanners	13 years	-
Vehicles	8 years	-

## 6 Impairment of assets:

The Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognised wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. Reversal of impairment loss is recognised immediately as income in the profit and loss account.

## 7 Use of estimates:

The preparation of the consolidated financial statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and the reported amounts of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, income taxes, post - sales customer support and the useful lives of Property Plant and Equipments and Intangible assets.

## 8 Foreign currency transactions:

### I . Initial recognition :

A foreign currency transaction is recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

### II . Measurement :

Foreign currency monetary items are reported using the closing rate.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

### III . Treatment of Foreign exchange :

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expenses in the Statement of Profit and Loss.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Indian Rupees using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates for the dates of the transactions are used. Exchange differences arising, if any, are recognised in foreign currency translation reserve.

Exchange difference arising on an intra-group monetary item, whether short-term or long-term, cannot be eliminated against corresponding amount arising on other intra-group balances because the monetary item represents a commitment to convert one currency into another and exposes the reporting enterprise to a gain or loss through of the reporting enterprise, such an exchange difference continues to be recognised as income or an expense.



## 9 Employee Benefits:

### A. Short - term employee benefits:

#### Leave encashment:

The leave encashment liability upon retirement would not arise as the accumulated leave is reimbursed every year and accounted at actual.

### B. Post-Employment benefits:

#### Defined benefit plan:

Gratuity liability is a defined benefit obligation and is unfunded. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

#### Defined contribution Plan:

Provident Fund: Eligible employees receive benefit from provident fund covered under the Provident Fund Act. Both the employee and the company make monthly contributions. The employer contribution is charged off to Profit & Loss Account as an expense.

## 10 Taxes on Income:

Income Tax expense is accounted for in accordance with AS-22 "Accounting for Taxes on Income" for both Current Tax and Deferred Tax stated below:

### A. Current Tax:

Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.

### B. Deferred Tax:

Deferred tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between the taxable income and accounting income computed for the current accounting year using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carried forward losses, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

## 11 Provisions and Contingent Liabilities:

A provision is recognised if, as a result of past event, the Company has a present legal obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation. Provisions are determined by the best estimate of outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

## 12 Earnings Per Share:

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

## 13 Operating Lease

Lease where the Lessor effectively retains substantially all the risks and benefits of ownership of the leased term, are classified as operating lease. Operating lease payments are recognized as an expense in the Profit and Loss Account on a straight-line basis.

## 14 Cash and Cash Equivalents:

Cash and cash equivalents comprise cash and cash deposits with banks. The Company considers all highly liquid investments with a original maturity at a date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

## 15 Cash Flow Statement:

Cash flows are reported using indirect method, whereby net profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

## 16 Investments:

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.



Note: 39 Other notes to accounts

1 Contingent liabilities and commitments (to the extent not provided for):

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
A. Contingent Liabilities		
Claims against the company not acknowledged as debt	Nil	Nil
Guarantees	Nil	Nil
Other money for which the company is contingently liable	Nil	Nil
<b>Total</b>	-	-

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
B. Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
Uncalled liability on shares and other investments partly paid	Nil	Nil
Other commitments	Nil	Nil
<b>Total</b>	-	-

2 Proposed Dividend Details:

The Group has not declared dividend during the period under review.

3 No issue of securities were made for any specific purpose by the Group during the reporting year.

4 Parent has not made borrowings from banks and financial institution for any specific purposes during the year.

5 In the opinion of the Board, the assets other than Property, Plant and Equipment, Intangible Assets and non-current investments have value on realization in the ordinary course of business equal to the amount at which they are stated

6 Details of Benami Property held

There are no proceedings initiated or pending against the Parent for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).

7 The Parent has no borrowing from the banks or financial institutions on the basis of security of current assets, hence no quarterly returns or statements of current assets are filed by the Company with any the banks or financial institutions.

8 Wilful Defaulter

The Parent is not declared as wilful defaulter by any bank or financial institution or other lender.

9 Relationship with Struck off Companies

The Parent has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

10 Registration of charges or satisfaction with Registrar of Companies:

The Parent do not have any charge to be registered with Registrar of Companies beyond the statutory period.

11 Compliance with number of layers of companies:

The Parent has subsidiaries with one layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

12 Compliance with approved Scheme(s) of Arrangements:

No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.



**13 Utilisation of Borrowed funds and share premium:**

A. The Parent has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

B. The Parent 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

(i) 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

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**14 Payment to the Auditor:***(Amount in ₹ Lakhs)*

Particulars	For the year ended March 31,	
	2023	2022
Statutory Audit Fees	7.50	1.00
Taxation Matters	1.50	-
<b>Total</b>	<b>9.00</b>	<b>1.00</b>

**15 Corporate Social Responsibility:**

Company shall not be required to comply with Corporate Social Responsibility (CSR) as provisions of section 135 of the Companies Act, 2013 is not applicable.

16 During the year, the parent Company has set aside an amount of Rs. 1600 lakhs to reserve to issue Bonus Shares.

17 No amounts have been set aside or proposed to be set aside to reserve to meet any specific liability, contingency or commitment known to exit at the date as at which balance sheet made up.

**18 Details of Supply of Services:***(Amount in ₹ Lakhs)*

Particulars	For the year ended March 31,	
	2023	2022
Gross income derived from services rendered or supplied	7,866.74	2,515.84
<b>Total</b>	<b>7,866.74</b>	<b>2,515.84</b>

**19 Foreign Currency earned and expended by Parent:***(Amount in ₹ Lakhs)*

Particulars	For the year ended March 31,	
	2023	2022
<b>A. Foreign currency earned</b>		
Export of Services	6,998.54	2,387.68
<b>Total</b>	<b>6,998.54</b>	<b>2,387.68</b>
<b>B. Foreign currency expended</b>		
Cloud Software	13.69	6.63
Consultation Fees	0.86	-
Travelling Charges	50.75	110.34
<b>Total</b>	<b>65.30</b>	<b>116.97</b>

**20 Undisclosed income:**

There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

There is no previously unrecorded income and related assets have been recorded in the books of account during the year.

**21 Details of Crypto Currency or Virtual Currency:**

The Parent has not traded or invested in Crypto currency or Virtual Currency during the financial year.

**22 Dues to Micro, Small and Medium Enterprises:**

There are no dues to Micro, Small and Medium Enterprises at the close of the Reporting Period.



23 Disclosure of related parties/related party transactions pursuant to Accounting Standard (AS) - 18 "Related Party Disclosures":

A. List of Related Parties:

Name of Related Party	Relationship
Balakrishnan	Managing Director
Sundaram Yogalakshmi	Whole Time Director
Prabhakar.D	Director

B. Transaction with related Parties:

Particulars	Subsidiary	Key management personnel of the entity or its parent	Relative	Total
Director Remuneration	-	134.58	-	134.58
	-	(18.00)	-	(18.00)
Loans and advances from related parties	-	10.51	-	10.51
	-	-	-	-

C. Balances of Related Parties As at March 31,2023

Particulars	Subsidiaries	Key management personnel of the entity or its parent	Relative
Director Remuneration payable	-	8.03	-
	-	(5.00)	-
Loans and Advances given	-	-	-
	-	(27.84)	-
Loans and advances taken	-	10.51	-
	-	-	-

D. Material Transaction with related parties:

Particulars	Name of Related Party	Amount
Loans and Advances given -Travel Advance	Balakrishnan	-
		(9.01)
Loans and Advances taken	Balakrishnan	10.51
		-
Director Remuneration	Balakrishnan	66.00
		(9.00)
Director Remuneration	Sundaram Yogalakshmi	48.00
		(9.00)
Director Remuneration	Prabhakar.D	20.58
		-

E. Material Balance with related parties:

Particulars	Name of Related Party	Amount
Loans and Advances given -Travel Advance	Balakrishnan	-
		(27.84)
Loans and Advances taken	Balakrishnan	10.51
		-
Director Remuneration payable	Balakrishnan	4.00
		(3.00)
Director Remuneration payable	Sundaram Yogalakshmi	3.00
		(2.00)
Director Remuneration payable	Prabhakar.D	1.03
		-

F. KMP

Balakrishnan	Managing Director
Sundaram Yogalakshmi	Wholetime Director
Prabhakar.D	Director
Ramesh M	Chief Financial Officer



**G Transactions with Key Management Personnel:**

Particulars	As at March 31, 2023	As at March 31, 2022
Short-term employee benefits	-	-
Gross Salary	-	-
Medical Benefits	-	-
Perquisites and other benefits	134.58	18.00
Remuneration paid	-	-
Sitting Fees & Commission	-	-
Post-employment benefits	-	-
Contribution to P.F. & other fund	-	-
Other long-term benefits	-	-
Termination benefits	-	-
Share-based payment	-	-

Figures within brackets ( ) represents Previous Year's amount.

1. Terms and conditions of sales and purchases: the sales and purchases transactions among the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates and memorandum of understanding signed with the related parties. For the year ended 31st March, 2023, the Company has not recorded any loss allowances for transactions between the related parties.

2. As the future liabilities for gratuity and leave encashment is provided on an actuarial basis and payment of insurance costs are made for the Company as a whole, the amount pertaining to the key management personnel is not ascertainable, therefore, not disclosed separately.

3. No amounts in respect of related parties have been written off/ written back during the year or has not made any provision for doubtful debts/ receivable.

**24 Reconciliation of Foreign Currency Translation Reserve:**

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Opening Balance	6.53	-
Net Additions/(Deletions) during the year due to foreign Exchange Fluctuations	(1.20)	6.53
<b>Total</b>	<b>5.33</b>	<b>6.53</b>

**25 Income Taxes:**

**I. Minimum Alternate Tax**

Parent has opted the lower tax regime under section 115BAA of the Income Tax Act, 1961. Hence, MAT asset is not recognised.

**II. Current Tax**

For the year ended March 31,

Particulars	For the year ended March 31,	
	2023	2022
Current Tax	987.07	37.01
<b>Net Current Tax</b>	<b>987.07</b>	<b>37.01</b>

**26 Exchange Difference:**

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Exchange Difference Gain/(Loss)	1.47	0.29
<b>Total</b>	<b>1.47</b>	<b>0.29</b>

**27 Employee Benefit (Incurred in India):**

**Provident Fund** - The Company has contributed Rs. 44.51 lakhs for the period ended March 31, 2023 and Rs. 30.53 lakhs in the previous year ended 31 March 2022 towards the Employees Provident Fund.

**Employees' State Insurance** - The Company has contributed Rs. 2.63 lakhs for the period ended March 31, 2023 and Rs.1.24 lakhs in the previous year ended 31 March 2022 towards the Employees State Insurance Corporation.

**Gratuity** - In respect of the plan in India, the most recent actuarial valuation of the present value of the defined benefit obligation was carried out by an external expert, who is a duly registered actuary. The present value of the defined benefit obligation, the related current service cost and past service cost, were measured using the projected unit credit method.

These plans typically expose the Group to actuarial risks such as; interest rate risk, longevity risk and salary risk.

**Interest cost:** It is the increase in the Plan liability over the accounting period resulting from the operation of the actuarial assumption of the interest rate.

**Current Service Cost:** is the discounted present value of the benefits from the Plan's benefit formula attributable to the services rendered by employees during the accounting period.

**Actuarial Gain or Loss:** occurs when the experience of the Plan differs from that anticipated from the actuarial assumptions. It could also occur due to changes made in the actuarial assumptions.



(i) Reconciliation of opening and closing balance of gratuity obligations

Particulars	As at March 31,	
	2023	2022
Net Liability as at the beginning of the period	67.40	45.32
Net Expenses in P/L A/c	141.36	22.08
Benefits Paid	-	-
Net Liability as at the end of the period	208.76	67.40
<b>Present Value of Gratuity Obligation (Closing)</b>	<b>208.76</b>	<b>67.40</b>

(ii) Expenses recognised in Statement of Profit and Loss during the year:

Particulars	For the year ended March 31,	
	2023	2022
Interest Cost	5.07	3.25
Current Service Cost	52.06	17.20
Past Service Cost	-	-
Expected Return on Plan Assets	-	-
Curtailment Cost (Credit)	-	-
Settlement Cost (Credit)	-	-
Net Actuarial (gain) / loss	84.24	1.63
Net Expenses to be recognized in P&L	141.36	22.08
<b>Total</b>	<b>141.36</b>	<b>22.08</b>

(iii) Changes in Benefit Obligations:

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
Opening Defined benefit Obligation	67.40	45.32
Current service cost	52.06	17.20
Interest cost for the year	5.07	3.25
Actuarial losses (gains)	84.24	1.63
Benefits paid	-	-
Closing Defined benefit Obligation	208.76	67.40
<b>Total</b>	<b>208.76</b>	<b>67.40</b>

(iv) Actuarial assumptions

Particulars	For the year ended March 31,	
	2023	2022
Rate of discounting	7.52%	7.52%
Salary Escalation	7.00%	7.00%
Attrition Rate	10.00%	10.00%
Mortality rate during employment Indian	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

28 Cashflow Statement

- (1) The amount of significant cash and cash equivalent balances held by the enterprise as at March 31, 2023 was Rs 1,017.55 lakhs that are available for use by Company.
- (2) Group does not have undrawn borrowing facilities that may be available for future operating activities.
- (3) The Group has appropriate amount of Cash Flows that are required to maintain operating capacity.
- (4) Group is investing adequately in the maintenance of its operating capacity.
- (5) There are no non cash transactions happened in investing and financing activities to be excluded from Cash Flow Statement.

Additional Disclosures:

I. Components of Cash and Cash Equivalents:

	For the year ended March 31,	
	2023	2022
Cash on Hand	0.05	0.83
Cheque in hand	-	-
Balance with banks (refer Note below)*	1,017.50	449.84
Demand deposits with banks	-	-
Short term highly liquid investments	-	-
Bank Overdraft	-	-
<b>Total Components of Cash and Cash Equivalents:</b>	<b>1,017.55</b>	<b>450.67</b>

\*Note: Out of the above balance of Rs. 1,017.50 lakhs, an amount of Rs. 480.28 lakhs pertaining to Basilic Fly Studio Canada Ltd, subsidiary Company and an amount of Rs. 1.13 lakhs pertaining to Basilic Fly Studio UK Private Limited, a wholly-owned subsidiary Company for the year ended March 31,2023.

Out of the above balance of Rs. 449.84 lakhs, an amount of Rs. 133.45 lakhs pertaining to Basilic Fly Studio Canada Ltd, subsidiary Company for the year ended March 31,2022.



### 29 Changes in Accounting Estimates

There are no changes in Accounting Estimates made by the Company during the year.

### 30 Changes in Accounting Policies

There are no changes in Accounting Policies made by the Group during the year.

### 31 Disclosures on PPE and Intangible Assets

- (1) There is no restriction on the title of Property, Plant and Equipment and Property, Plant & Equipment was not pledged against borrowings.
- (2) Group has not constructed any item in Property, Plant & equipment.
- (3) Group has no contractual commitments for the acquisition of Property, Plant & Equipment.
- (4) Group has no Impairment loss during the period for Property, Plant & Equipment.
- (5) No assets has been retired from active use and held for disposal.
- (6) There are no temporarily idle property, plant and equipment.
- (7) There are no fully depreciated property, plant and equipment that is still in use.
- (8) There are no amounts of intangible assets whose title is restricted and the carrying amounts of intangible assets pledged as security for liabilities.

### 32 Segment Reporting

The Company does not have reportable segment. The Company has only one segment namely VFX services hence segment reporting has not been presented.

### 33 Operating Leases

Operating lease agreement has been made by the Parent for Rental of Office premises with Tablespace Technologies Private Limited.  
Total of future minimum lease payments in the following period:

Particulars	(Amount in ₹ Lakhs)			Total
	<1 year	1-5 years	>5 years	
Future minimum lease payments for office rent	525.24	1,956.05	-	2,481.29

### 34 Loans and Advances granted to Promoters, Directors, KMP and Related Parties

#### a) Repayable on Demand

Type of Borrower	As at March 31,2023		As at March 31,2022	
	Amount of Loans and advances outstanding	% to the total Loans and Advances	Amount of Loans and advances outstanding	% to the total Loans and Advances
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	-	-	-	-

#### b) Without specifying any terms or period of repayment

Type of Borrower	As at March 31,2023		As at March 31,2022	
	Amount of Loans and advances outstanding	% to the total Loans and Advances	Amount of Loans and advances outstanding	% to the total Loans and Advances
Promoters	-	-	-	-
Director- (Travel Advance)	-	-	27.84	42.87%
KMPs	-	-	-	-
Related Parties	-	-	-	-



## 34 Earnings Per Share

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
1. Profit attributable to equity shareholders before extraordinary items (A)	2,774.02	90.10
2. Profit attributable to equity shareholders after extraordinary items (B)	2,774.02	90.10
3. Weighted average number of equity shares outstanding during the year (C)	1,70,00,000	10,00,000
4. Adjusted Weighted average number of equity shares outstanding during the year (D)*	1,70,00,000	1,70,00,000
5. Effect of potential equity shares on employee stock options outstanding	-	-
6. Effect of any other items of potential Equity Shares eg. Convertible	-	-
7. Weighted average number of potential equity shares outstanding during the year for the purpose of computing Diluted Earnings Per Share (E)	1,70,00,000	10,00,000
8. Adjusted weighted average number of potential equity shares outstanding during the year for the purpose of computing Diluted Earnings Per Share (F)	1,70,00,000	1,70,00,000
7. Basic earnings per share before extraordinary items of face value of ₹ 10 (A/C)	16.32	9.01
8. Basic earnings per share after extraordinary items of face value of ₹ 10 (B/C)	16.32	9.01
9. Adjusted Basic earnings per share before extraordinary items of face value of ₹ 10 (A/D)	16.32	0.53
10. Adjusted Basic earnings per share after extraordinary items of face value of ₹ 10 (B/D)	16.32	0.53
11. Diluted earnings per share before extraordinary items of face value of ₹ 10 (A/E)	16.32	9.01
12. Diluted earnings per share after extraordinary items of face value of ₹ 10 (B/E)	16.32	9.01
13. Adjusted Diluted earnings per share before extraordinary items of face value of ₹ 10 (A/F)	16.32	0.53
14. Adjusted Diluted earnings per share after extraordinary items of face value of ₹ 10 (B/F)	16.32	0.53

\*Note: The Company has declared bonus Shares at the Members Meeting held on 29/12/2022, at the ratio of 16 Equity shares of Rs 10/- Each for every 1 Equity share of Rs 10/- each held.

35 Balance shown under head Sundry debtors, creditors and advances are subject to confirmation

36 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classification.

## 37 Ratios

S.No	RATIOS	Numerator (Rs)	Denominator (Rs)	2023	2022
a.	<b>Current Ratio</b> Current Assets / Current liabilities	4,061.58	1,660.00	2.45	1.05
b.	<b>Debt-Equity Ratio</b> Total Outside Liabilities / Total Shareholder's Equity	427.08	3,166.98	0.13	0.08
c.	<b>Debt Service Coverate Ratio</b> EBITDA / (Interest + Principal)	3,874.88	321.12	12.07	0.65
d.	<b>Return on Equity Ratio</b> (Net Profit After Taxes - Preference Dividend if any) / Average Shareholders fund	2,774.02	1,780.57	155.79%	16.60%
e.	<b>Inventory Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Inventory	-	-	-	-
f.	<b>Trade Receivables Turnover Ratio</b> Credit Sales / Average Trade Receivables	7,866.74	888.68	8.85	15.50
g.	<b>Trade Payable Turnover Ratio</b> Credit Purchases / Average Trade Payables	2,243.26	277.16	8.09	4.90
h.	<b>Net Capital Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Working Capital	7,866.74	2,420.80	3.25	(15.46)
i.	<b>Net Profit Ratio</b> Net Profit / Total Sales	2,774.02	7,866.74	35.26%	3.58%
j.	<b>Return on Capital Employed</b> (EBIT / Capital Employed) * 100	3,818.85	3,594.06	106.25%	17.53%
k.	<b>Return on Investment</b> Income generated from investments/ Total Investment*100	-	-	-	-



Variance Analysis

S.No	RATIOS	As at March 31,2023		As at March 31,2022	
		Variance	Reason for Variance	Variance	Reason for Variance
a.	<b>Current Ratio</b> Current Assets / Current Liabilities	133.19%	Due to increase in current assets	182.09%	Due to increase in Current Assets
b.	<b>Debt-Equity Ratio</b> Total Outside Liabilities / Total Shareholder's Equity	69.09%	Due to decrease in debt	(89.83%)	Due to increase in Debt
c.	<b>Debt Service Coverate Ratio</b> EBITDA / (Interest + Principal)	1754.71%	Due to decrease in Debt	84.81%	Due to increase in Debt
d.	<b>Return on Equity Ratio</b> (Net Profit After Taxes - Preference Dividend if any) / Average Shareholders fund	838.73%	Due to increase in profit	111.83%	Due to increase in profit
e.	<b>Inventory Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Inventory	0.00%	-	0.00%	-
f.	<b>Trade Receivables Turnover Ratio</b> Credit Sales / Average Trade Receivables	(42.88%)	Due to increase in Average receivables	(31.42%)	Due to increase in turnover
g.	<b>Trade Payable Turnover Ratio</b> Credit Purchases / Average Trade Payables	65.32%	Due to increase in turnover	4.77%	Due to increase in turnover
h.	<b>Net Capital Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Working Capital	(121.02%)	Due to increase in average working capital	29.73%	Due to increase in average working capital
i.	<b>Net Profit Ratio</b> Net Profit / Total Sales	884.58%	Due to increase in profit	83.83%	Due to increase in profit
j.	<b>Return on Capital Employed</b> (EBIT / Capital Employed) * 100	506.02%	Due to increase in Profit	(17.83%)	Due to increase in capital employed
k.	<b>Return on Investment</b> Income generated from investments/ Total Investment*100	0.00%	-	0.00%	-

38 Additional Information, as required under Schedule III to the Companies Act, 2013, of Enterprises Consolidated as Subsidiaries

A. Information regarding subsidiaries, associates and joint ventures included in the consolidated financial statements for the year ended March 31, 2023:

S.No	Name of the Entity	Net Assets i.e., total assets minus total liabilities		Share in profit or loss	
		As % of Consolidated net assets	Amount	As % of consolidated profit or loss	Amount
<b>1 Parent:</b>					
	Basilic Fly Studio Limited	87.80%	3,020.97	94.08%	2,644.06
<b>2 Subsidiary:</b>					
	Basilic Fly Studio Canada LTD	10.97%	380.29	5.34%	150.15
	Basilic Fly Studio UK Private Limited	0.00%	-	0.00%	-
<b>3 Minority Interest:</b>					
<b>Subsidiary:</b>					
	Basilic Fly Studio Canada LTD	1.23%	39.39	0.58%	16.09



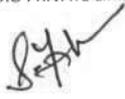
**B. Information regarding subsidiaries, associates and joint ventures included in the consolidated financial statements for the year ended March 31, 2022:**

S.No	Name of the Entity	Net Assets i.e., total assets minus total liabilities		Share in profit or loss	
		As % of Consolidated net assets	Amount	As % of consolidated profit or loss	Amount
<b>1 Parent:</b>					
	Basilic Fly Studio Limited	59.78%	376.90	85.82%	79.38
<b>2 Subsidiary:</b>					
	Basilic Fly Studio Canada LTD	34.64%	230.29	12.77%	11.84
<b>3 Minority Interest:</b>					
<b>Subsidiary:</b>					
	Basilic Fly Studio Canada LTD	5.58%	23.30	1.41%	1.27

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**  
 (Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)



**Balakrishnan**  
 Managing Director  
 DIN: 06590484



**Sundaram Yogalakshmi**  
 Director  
 DIN: 07323404

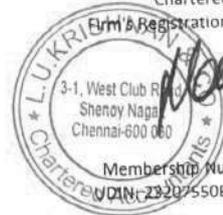


**Nikhil Mittal**  
 Company Secretary  
 Membership Number: 10213



**Ramesh M**  
 Chief Financial Officer

As per our report of even date attached  
 For **L.U.KRISHNAN & CO**  
 Chartered Accountants  
 Firm Registration No: 0016275



**P K Manoj**  
 Partner

Membership Number: 207550  
 UIN: 23207550BGWVHA6836

Place : Chennai  
 Date : 14-06-2023

Place : Chennai  
 Date : 14-06-2023





## INDEPENDENT AUDITOR'S REPORT

To the Members of  
**Basilic Fly Studio Limited.,**  
(Formerly known as Basilic Fly Studio Private Limited)

**Report on the Audit of the Standalone Financial Statements**

### Opinion

1. We have audited the accompanying financial statements of **Basilic Fly Studio Limited** (the "**Company**"), which comprise the Balance Sheet as at **31<sup>st</sup> March, 2023**, the Statement of Profit and Loss, the Statement of cashflows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information. (Hereinafter referred to as the "Financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements for the year ended 31<sup>st</sup> March, 2023 give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31<sup>st</sup> March, 2023, and its profit, and its cash flows, for the year ended on that date.

### Basis for Opinion

3. 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 on the Financial Statements.



**Key Audit Matters**

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

Key Audit Matters	Principal audit procedure performed
<p>The company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts. Product revenues are recognised when the soft copy of the file is made or given to the client. Revenue from VFX and service contracts received in advance are recognized in the month of raising the invoice and the remaining part recognized over a period of months thereafter. Sales are shown net of sales returns, if any.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient audit evidence:</p> <ol style="list-style-type: none"> <li>1. Assessed the appropriateness of the revenue recognition, accounting policies, with the applicable accounting standards.</li> <li>2. We have verified the contract with customers made in this regard and revenues accounted under proportionate Completion method.</li> </ol>

**Information Other than the Financial Statements and Auditor’s Report Thereon**

5. The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company’s Board Report along with Annexures, but does not include the financial statements and our auditor’s report thereon.
6. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

**Responsibilities of the Management and Those charged with Governance for the Financial Statements**

8. The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows in accordance with the accounting principles generally accepted in India, including



the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of 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.

9. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

11. 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.
12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - i. 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.
  - ii. Obtain an understanding of internal 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.

- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - iv. 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.
  - v. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
13. Materiality is the magnitude of misstatements in the 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 in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.
14. 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.
15. 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**

16. 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 Companies Act, 2013, we give in "**Annexure - A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable
17. As required by Section 143(3) of the Act, we report that:
- i. 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.



- ii. 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.
- iii. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- v. On the basis of written representations received from the directors as on 31<sup>st</sup> March 2023 taken on record by the board of directors, none of the directors are disqualified as on 31<sup>st</sup> March 2023 from being appointed as directors in terms of section 164(2) of the Act.
- vi. With respect to the adequacy of the **internal financial controls** over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
- vii. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:  
  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- viii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - a) The Company does not have any pending litigations which would impact its financial position.
  - b) The Company do not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- ix. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("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.

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

x. The Company did not declare or paid any dividend during the year.

**For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 001527S**



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

**P K Manoj  
Partner**

**Membership No.207550**

**UDIN:23207550BGWVGZ2235**

**Place: Chennai  
Date: June 14, 2023**

## ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 16 under 'Report on Other Legal and Regulatory Requirements' section of our report)

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the period ended 31 March, 2023 we report that:

- i.
  - a)
    - A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
    - B. The Company has maintained proper records showing full particulars of Intangible Assets
  - b) The Company has a regular program of physical verification of its Property, Plant and Equipment by which its Property, Plant and Equipment are verified at reasonable intervals. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipment. According to the information and explanations given to us, no material discrepancies were noticed on such verification of Property, Plant and Equipment
  - c) According to the information and explanations given to us on the basis of our examination of the records of the Company, the title deeds of immovable properties disclosed in the standalone financial statements are held in the name of the Company.
  - d) According to the information and explanations given to us on the basis of our examination of the records of the Company, the Company has not revalued any of its Property, Plant and Equipment during the financial year.
  - e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii.
  - a) The activities of the Company do not involve purchase of inventory and sale of goods during the period and accordingly clause 3 (ii)(a) of the Order is not applicable to the Company for the period.
  - 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 has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii) (b) of the Order is not applicable to the Company.



- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. The Company has not made investments in companies and granted secured and unsecured loans to companies, firms, limited liability partnership or any other parties during the year. Accordingly, clause 3(iii)(a) to (f) of the Order is not applicable.
- iv. According to the information and explanations given to us and on the basis of our examination of records, the Company has not given any loans, or provided guarantees or securities, as specified under section 185 and 186 of the Companies Act, 2013.
- v. The company has not accepted deposits and does not have any unclaimed deposits within the meaning of sections 73 to 76 of the Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- vi. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records Section 148(1) of the Act. Accordingly, clause 3(vi) of the Order is not applicable.
- vii. In respect of statutory dues:
  - a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
  - b) According to the information and explanations given to us, there were no dues in respect of income tax, sales tax, service tax, value added tax, goods and service tax, duty of custom, duty of excise, cess and other statutory dues which have not been deposited on account of any dispute.
- viii. According to the information and explanation given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961. Accordingly, clause 3 (viii) of the Order is not applicable.



- ix. In respect of loans and other borrowings:
- a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayments of loans or other borrowings or in the payment of interest thereon from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable to the Company.
  - 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 has not been declared a wilful defaulter by any bank or financial institution or other lender.
  - c) In our opinion and according to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
  - d) On examination of the financial statements of the Company, Company has not raised any funds on short term basis which has been used for long-term purposes hence reporting under clause 3(ix)(d) of the Order is not applicable.
  - e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, hence reporting on clause 3(ix)(e) of the Order is not applicable. The Company does not hold any investment in any joint venture and associate.
  - f) The Company has not raised any loans on the pledge of securities held in its subsidiaries during the period and hence reporting on clause 3(ix)(f) of the Order is not applicable. The Company does not hold any investment in any joint venture and associate.
- x.
- a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting of the purpose for which amount raised under clause 3 (x)(a) of the Order is not applicable.
  - b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally) under Section 42 and 62 of the Act during the year. Accordingly, clause 3 (x)(b) of the Order is not applicable.
- xi.
- a) According to the information and explanations given to us and on the basis of our examination of the books and records, no fraud by the Company or on the Company has been noticed or reported during the year.



- b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act 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) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- xii. Company is not a Nidhi company. Accordingly, Clause 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us, the transactions entered by the Company with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been properly disclosed in the notes to the standalone financial statements as required by the applicable accounting standards.
- xiv.
- a) Our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have not considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, Clause 3(xv) of the Order for reporting the provisions of section 192 of the Companies Act is not applicable.
- xvi.
- a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3(xvi) (a), & (b) of the Order is not applicable.
- b) The Company is not a Core Investment Company and there is no core investment company within the group. Accordingly, paragraph 3(xvi) (c) & (d) of the Order is not applicable.
- xvii. According to the information and explanations given to us, the company has not incurred cash losses in the current and in the immediately preceding financial year.
- xviii. There has been resignation of the statutory auditors of the Company on September 04, 2022. Our firm has been appointed as Statutory Auditors of the Company vide a resolution passed in Annual General Meeting of the Company held on September 30, 2022. We have taken into consideration the issues, objections or concerns raised by the outgoing auditors.



- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not 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, however, state that this is not an assurance as to the future viability of the Company. 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. The provisions of section 135 of the Companies Act, 2013 which deals Corporate Social Responsibility (CSR) is not applicable. Accordingly, reporting under Paragraph 3(xx)(a) & (b) of the order is not applicable for the year.
- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**For L U Krishnan & Co.**  
**Chartered Accountants**  
**Firm's Registration No: 0015275**



*Manoj*

**P K Manoj**  
**Partner**

**Membership No:207550**

**UDIN: 23207550BGWMGZ2235**

**Place: Chennai**  
**Date: June 14, 2023**

## **ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 17 under 'Report on Other Legal and Regulatory Requirements' section of our report)

### **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 **Basilic Fly Studio Limited** (the "**Company**") as of **March 31, 2023** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, 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 authorisations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria



established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For L U Krishnan & Co.  
Chartered Accountants  
Firm's Registration No: 001527S**



*Manoj*

**P K Manoj  
Partner**

**Membership No:207550**

**UDIN:23207550BGWMGZ2235**

**Place: Chennai  
Date: June 14, 2023**

**BASILIC FLY STUDIO LIMITED**  
(Formerly known as **BASILIC FLY STUDIO PRIVATE LIMITED**)  
Standalone Balance Sheet as at March 31, 2023

Particulars	Note No.	As at March 31,	
		2023	2022
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 SHAREHOLDERS' FUNDS</b>			
(a) Share Capital	1	1,700.00	100.00
(b) Reserves and Surplus	2	1,320.97	276.90
(c) Money received against share warrants			
<b>2 SHARE APPLICATION MONEY PENDING ALLOTMENT</b>			
<b>3 NON-CURRENT LIABILITIES</b>			
(a) Long-Term Borrowings	3	252.58	309.05
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long-Term Liabilities			
(d) Long-Term Provisions	4	196.38	63.74
<b>4 CURRENT LIABILITIES</b>			
(a) Short-Term Borrowings	5	174.50	104.18
(b) Trade Payables	6		
(A) Total outstanding dues of micro enterprises and small enterprises and			
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		221.04	164.18
(c) Other Current Liabilities	7	396.27	335.22
(d) Short-Term Provisions	8	620.17	3.66
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>4,881.91</b>	<b>1,356.93</b>
<b>II. ASSETS</b>			
<b>1 NON-CURRENT ASSETS</b>			
(a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant & Equipment	9	229.28	111.97
(ii) Intangible Assets			
(b) Non-Current Investments	10	207.51	207.50
(c) Deferred Tax Assets (Net)	11	31.40	4.53
(d) Long-Term Loans & Advances	12	1.44	64.94
(e) Other Non-Current Assets	13	989.32	570.37
<b>2 CURRENT ASSETS</b>			
(a) Current Investments			
(b) Inventories			
(c) Trade Receivables	14	1,966.96	36.85
(d) Cash & Bank Balances	15	536.13	317.22
(e) Short-Term Loans and Advances			
(f) Other Current Assets	16	919.86	43.55
<b>TOTAL ASSETS</b>		<b>4,881.91</b>	<b>1,356.93</b>
Company overview & Significant Accounting Policies	23		
Other notes to accounts	24		

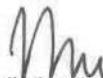
The accompanying notes 1 to 24 form an integral part of the financial statements

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**  
(Formerly known as **BASILIC FLY STUDIO PRIVATE LIMITED**)

As per our report of even date attached  
For **L.U. KRISHNAN & CO**  
Chartered Accountants  
Firm's Registration No: 0015275

  
**Balakrishnan**  
Managing Director  
DIN: 06590484

  
**Sundaram Yogalakshmi**  
Director  
DIN: 07323404

  
**Nikhil Midha**  
Company Secretary  
Membership No: 10213

  
**Ramesh M**  
Chief Financial Officer

  
**P K MANOJ**  
Partner  
Membership Number: 207550  
UDIN: 23207550BGWWMGZ2235

Place : Chennai  
Date : 14-06-2023

Place : Chennai  
Date : 14-06-2023



**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

**Statement of Standalone Profit and Loss for the year ended March 31, 2023**

Particulars	Note No.	For the year ended March 31,	
		2023	2022
I Revenue From Operations	17	7,022.73	2,387.68
II Other Income	18	28.40	12.94
III <b>Total Income (I+II)</b>		<b>7,051.13</b>	<b>2,400.62</b>
IV <b>Expenses</b>			
Employee Benefits Expense	19	1,748.88	1,249.30
Other Direct Expenses	20	1,533.78	970.70
Finance Costs	21	68.54	8.50
Depreciation & Amortisation Expenses	9	56.03	28.30
Other Expenses	22	101.25	27.60
<b>Total Expenses (IV)</b>		<b>3,508.48</b>	<b>2,284.40</b>
V <b>Profit Before Exceptional and Extraordinary Items and Tax (III-IV)</b>		<b>3,542.65</b>	<b>116.22</b>
VI Exceptional Items		-	-
VII <b>Profit before extraordinary items and tax (V-VI)</b>		<b>3,542.65</b>	<b>116.22</b>
VIII Extraordinary items		-	-
IX <b>Profit before tax (VII-VIII)</b>		<b>3,542.65</b>	<b>116.22</b>
X <b>Tax Expense:</b>			
(1) Current Tax		925.46	32.16
(2) Deferred Tax		(26.87)	4.68
XI <b>Profit ( Loss) for the period from continuing operations (IX-X)</b>		<b>2,644.06</b>	<b>79.38</b>
XII <b>Profit ( Loss) for the period from discontinuing operations</b>		-	-
XIII Tax expenses of discontinuing operations		-	-
XIV <b>Profit ( Loss) for the period from discontinuing operations (after tax) (XII-XIII)</b>		-	-
XV <b>Profit/(Loss) For The Period (XI+XIV)</b>		<b>2,644.06</b>	<b>79.38</b>
XVI <b>Earnings per equity share: (In Rs.) (Refer Other Notes No : 35)</b>			
(1) Basic		15.55	0.47
(2) Diluted		15.55	0.47

Company overview, Significant Accounting Policies & Other notes on accounts

23 & 24

The accompanying notes form an integral part of the financial statements

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

As per our report of even date attached  
For **L.U.KRISHNAN & CO**  
Chartered Accountants  
Firm's Registration.No: 0015275

  
**Balakrishnan**  
Managing Director  
DIN: 06590484

  
**Sundaram Yogalakshmi**  
Director  
DIN: 07323404

  
**Nikhil Mishra**  
Company Secretary  
Membership No: 10213

  
**Ramesh M**  
Chief Financial Officer

  
**P K MANOJ**  
Partner  
Membership Number: 207550  
UDIN: 23207550BGWGMG22235

Place : Chennai  
Date : 14-06-2023

Place : Chennai  
Date : 14-06-2023



**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

Statement of Standalone Cash Flow for the year ended March 31, 2023

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
<b>A CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net Profit Before Tax	3,542.65	116.22
<b>Adjustments for:</b>		
Depreciation	56.03	28.30
Written off of Furniture	6.60	-
Interest Expenses	68.54	8.50
Interest Income	(28.40)	(12.94)
<b>Operating Profit before working capital changes:</b>	<b>3,645.42</b>	<b>140.08</b>
<b>Adjustments for changes in working capital:</b>		
(Increase)/Decrease in Trade Receivables	(1,930.11)	27.28
Increase/(Decrease) in Long term Provisions	132.64	19.94
(Increase)/Decrease in Other Current assets	(883.42)	(11.09)
(Increase)/Decrease in Other Non-Current Assets	(418.95)	0.80
Increase/(Decrease) in Short Term Borrowings	70.32	84.90
Increase/(Decrease) in Trade and Other payables	56.86	(87.60)
Increase/(Decrease) in Other Current Liabilities	61.05	28.43
Increase/(Decrease) in Short term Provisions	8.73	2.15
<b>Cash generated from operations</b>	<b>742.53</b>	<b>204.87</b>
Income Taxes paid	(310.56)	(23.51)
<b>Cash flow before extraordinary item</b>	<b>431.97</b>	<b>181.35</b>
Extraordinary items	-	-
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>431.97</b>	<b>181.35</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Interest Received	28.40	12.94
Fixed assets purchased including Intangible Assets	(179.94)	(71.51)
(Increase)/Decrease in Non-Current Investments	(0.01)	(207.50)
(Increase)/Decrease in Long Term Loans & Advances	63.50	6.90
<b>NET CASH USED IN INVESTING ACTIVITIES (B)</b>	<b>(88.05)</b>	<b>(259.17)</b>
<b>C CASH FLOWS FORM FINANCING ACTIVITES</b>		
Interest paid	(68.54)	(8.50)
Increase/(Decrease) in Long-Term Borrowings	(56.47)	293.27
<b>NET CASH USED IN FINANCING ACTIVITIES (C)</b>	<b>(125.01)</b>	<b>284.77</b>
Exchange difference on Realized (Loss)/Gain	-	-
<b>D NET INCREASE IN CASH AND CASH EQUIVALENT (A+B+C)</b>	<b>218.91</b>	<b>206.95</b>
Opening Cash and Cash Equivalents	317.22	110.26
<b>CLOSING CASH AND CASH EQUIVALENT (Refer Other Notes No : 29)</b>	<b>536.13</b>	<b>317.22</b>
<b>Reconciliation of Cash and cash equivalents with the Balance Sheet:</b>		
Cash & cash equivalent as per Balance sheet	536.13	317.22
Cash & cash equivalent at the end of the period	<b>536.13</b>	<b>317.22</b>

Company overview, Significant Accounting Policies & Other notes on accounts

23 & 24

The accompanying notes 1 to 24 form an integral part of the financial statements

For and on behalf of the Board of Directors of

**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

As per our report of even date attached

**For L.U.KRISHNAN & CO**

Chartered Accountants

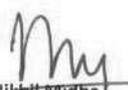
Enrollment No: 0015275



**Balakrishnan**  
Managing Director  
DIN: 06590484



**Sundaram Yogalakshmi**  
Director  
DIN: 07323404



**Nikhil Vidya**  
Company Secretary  
Membership No: 10213



**Ramesh M**  
Chief Financial Officer





**P K MANOJ**  
Partner

Membership Number: 207550  
UDIN: 23207550BGWVGZ2235

Place : Chennai

Date : 14-06-2023

Place : Chennai  
Date : 14-06-2023



**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

**Notes to Standalone Financial Statements for the year ended March 31, 2023**

**Note: 1 Share Capital**

(Amount in ₹ Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Number	Amount	Number	Amount
a) Number and amount of equity shares authorised <sup>⊗</sup>	2,50,00,000	2,500.00	10,00,000	100.00
b) (i) Number and amount of equity shares Issued, Subscribed and Paid-Up*	1,70,00,000	1,700.00	10,00,000	100.00
(ii) Number and amount of equity shares Subscribed but not fully Paid-Up	-	-	-	-
<b>Total b (i) + b (ii)</b>		<b>1,700.00</b>		<b>100.00</b>
c) Par value per Equity share (in ₹ each)	<b>10</b>		<b>10</b>	

Note: <sup>⊗</sup> Authorised capital increased from 10,00,000 equity shares to 2,50,00,000 Equity shares with effect from 29/12/2022 vide members resolution and approval on 29/12/2022.

\* The Company has declared bonus Shares at the Members Meeting held on 29/12/2022, at the ratio of 16 Equity shares of Rs 10/- Each for every 1 Equity share of Rs 10/- each held.

**d) Reconciliation of Number of Equity shares outstanding at the beginning and at the end of the reporting period**

Particulars	As at March 31,	As at March 31,
	2023	2022
Shares outstanding at the beginning of the year	10,00,000	10,00,000
Shares issued during the year	1,60,00,000	-
Shares bought back during the year	-	-
<b>Shares outstanding at the end of the year</b>	<b>1,70,00,000</b>	<b>10,00,000</b>

**e) The rights, preferences and restrictions attaching to each class of shares:**

The Company has only one class of shares and all shareholder have equal rights and there are no restriction and preferences attached to any shareholders including the right to receive dividend and repayment of Capital.

**f) Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate**

**g) Details of shareholders holding more than 5% of shares:**

Name of the Shareholder	As at March 31, 2023		As at March 31, 2022	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Balakrishnan	1,08,29,000	63.70%	7,50,000	75.00%
Sundaram Yagalakshmi	36,83,900	21.67%	2,50,000	25.00%
Umesh Purushottam Chamdia	11,30,500	6.65%	-	-
Aparna Samir Thakker	11,30,500	6.65%	-	-
<b>TOTAL</b>	<b>1,67,73,900</b>	<b>98.67%</b>	<b>10,00,000</b>	<b>100.00%</b>

**h) Shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment, including the terms and amounts: Nil**

**i) Shares information related to immediately preceding five years from reporting date:**

Number & class of Share allotted as fully paid up pursuant to contract(s) without payment being received in cash : NIL

Aggregate number and class of shares allotted as fully paid up bonus shares : During the year the Company has issued 1,60,00,000 bonus equity shares with face value of Rs. 10/- each in the ratio of 16 shares for every 1 share held.

Aggregate number and class of shares brought back : NIL

**j) During the year ended 31.03.2023, no securities are convertible into Equity shares.**

**k) There are no calls unpaid including calls unpaid by directors and officers as on balance sheet date.**

**l) The Company has not forfeited any shares during the reporting period**

**m) Shareholding of Promoters**

Promoter Name	As at March 31, 2023		As at March 31, 2022	
	No. of shares Held	% Holding	No. of shares Held	% Holding
1. Balakrishnan	1,08,29,000	63.70%	7,50,000	75.00%
2. Sundaram Yagalakshmi	36,83,900	21.67%	2,50,000	25.00%
<b>% Change during the year/ Period</b>				
1. Balakrishnan	(11.30%)		(23.75%)	
2. Sundaram Yagalakshmi	(3.33%)		23.75%	

**Note: 2 Reserves and Surplus**

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
<b>(a) General Reserves</b>		
Opening Balance	-	-
Add: Additions during the year	2,000.00	-
Less: Transferred to Other Reserves (Dividend, Bonus, to reserves)	(1,600.00)	-
<b>Closing Balance</b>	<b>400.00</b>	<b>-</b>
<b>(b) Surplus</b>		
Opening Balance	276.90	197.52
Add: Additions during the year	2,644.06	79.38
Less: Transferred to General Reserves	(2,000.00)	-
<b>Closing Balance</b>	<b>920.97</b>	<b>276.90</b>
<b>Total</b>	<b>1,320.97</b>	<b>276.90</b>



Note: 3 Long-Term Borrowings

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
<b>Secured</b>		
a) Term Loans:		
i. From banks	40.25	54.32
(From Axis Bank - Hypothecation of KIA car) (Refer Note 1 Below)		
(From Canara bank - Hypothecation of BMW car) (Refer Note 1 Below)		
<b>Unsecured</b>		
a) Term Loans:		
i. From banks	181.32	217.86
(From Deutsche Bank, HDFC Bank, IDFC First Bank, Standard Chartered Bank, Axis Bank, Indusind Bank, Kotak Mahindra Bank, Yes Bank, repayable in 36 installments with interest rate between at 13.5% - 15%) (Refer Note 2 Below)		
ii. From other parties	20.50	36.87
(From Aditya Birla Finance, repayable in 36 installments with interest rate between at 14%) (Refer Note 3 Below)		
b) Loans and advances from related parties	10.51	-
<b>Total</b>	<b>252.58</b>	<b>309.05</b>

Note:

1. Disclosure about the nature of security and type of asset given as security

Particulars	Terms of Repayment	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In Lakhs)	Starting Date	Outstanding (Rs. in lakhs)	Nature of Security /Pledge
Axis bank - Car Loan	48 Months	8.55%	12	0.72	09-03-2020	8.20	Vehicle
Canara bank - Car Loan	84 Months	9.40%	72	0.85	15-03-2022	46.15	Vehicle

2. Disclosure about the nature of security and type of asset given as security

Particulars	Terms of Repayment	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In Lakhs)	Starting Date	Outstanding (Rs. in lakhs)	Nature of Security /Pledge
Deutsche Bank - Phase II	36 Months	14.00%	25	1.71	30-03-2022	36.70	-
HDFC Bank - Term Loan	36 Months	13.00%	23	2.53	30-01-2022	51.20	-
IDFC First Bank - Phase II	36 Months	14.00%	25	1.74	29-03-2022	37.61	-
Standard Chartered Bank - Term Loan	36 Months	14.00%	25	2.56	30-03-2022	55.31	-
Axis Bank - Term Loan - Phase II	36 Months	14.00%	25	1.71	31-03-2022	35.42	-
Indusind Bank - Term Loan	36 Months	15.00%	27	1.73	04-06-2022	39.50	-
Kotak Mahindra Bank - Term Loan	36 Months	14.50%	26	1.72	23-05-2022	38.00	-
Yes Bank - Term Loan	36 Months	15.00%	27	1.39	25-05-2022	31.61	-

3. Disclosure about the nature of security and type of asset given as security

Particulars	Terms of Repayment	Rate of Interest	No of O/S Instalments	Instalment Amount (Rs. In Lakhs)	Starting Date	Outstanding (Rs. in lakhs)	Nature of Security /Pledge
Aditya Birla -Term Loan - Phase II	36 Months	14.00%	25	1.71	24-03-2022	36.87	-

Note: 4 Long-Term Provisions

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
a) Provision for Employee Benefits	196.38	63.74
<b>Total</b>	<b>196.38</b>	<b>63.74</b>

Note: 5 Short-Term Borrowings

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
<b>Secured</b>		
a) Current Maturities of Long-term borrowings	14.10	13.23
(From Axis Bank - Hypothecation of KIA Car)		
(From Canara bank - Hypothecation of BMW car)		
<b>Unsecured</b>		
a) Current Maturities of Long-term borrowings	160.40	90.95
(From Deutsche Bank, HDFC Bank, IDFC First Bank, Standard Chartered Bank, Axis Bank, Indusind Bank, Kotak Mahindra Bank, Yes Bank, repayable in 36 installments with interest rate between at 13.5% - 15% & From Aditya Birla Finance, repayable in 36 installments with		
<b>Total</b>	<b>174.50</b>	<b>104.18</b>



Note: 6 Trade Payables

I. Trade Payables relating to MSME

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
a) (i) The principal amount thereon, remaining unpaid to any supplier as at the end of accounting year	-	-
(ii) The interest due thereon, remaining unpaid to any supplier as at the end of accounting year	-	-
b) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amount of the	-	-
c) The amount of interest due and payable for the period (where the principal has been paid but	-	-
d) The amount of interest accrued and remaining unpaid at the end of accounting year	-	-
e) The amount of further interest due and payable even in the succeeding year, until such date	-	-

II. Trade Payables ageing schedule

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
(i) MSME	221.04	164.18
(ii) Others	-	-
(iii) Disputed dues - MSME	-	-
(iv) Disputed dues - Others	-	-

Ageing Schedule

a) Trade Payables ageing schedule For the year ended March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment				TOTAL
		< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	-	167.66	-	-	-	221.04
(ii) Others	53.38	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-

II. Trade Payables ageing schedule schedule for the year ended March 31, 2022

Particulars	Not Due	Outstanding for following periods from due date of payment				TOTAL
		< 1 year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) MSME	-	164.18	-	-	-	164.18
(ii) Others	-	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-

Note: 7 Other Current Liabilities

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
a) ESI Payable	0.17	0.25
b) TDS Payable	84.87	34.75
c) PF Payable	10.96	5.63
d) Salary Payable	207.06	154.87
e) Audit Fees Payable	8.10	1.00
f) Advance Received From Client	33.60	138.72
g) Interest accrued but not due on borrowings	4.66	-
h) Rent payable	46.85	-
<b>Total</b>	<b>396.27</b>	<b>335.22</b>

Note: 8 Short-Term Provisions

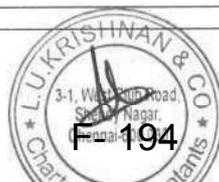
Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
a) Provision for Tax	607.78	-
b) Provision for Employee Benefits	12.39	3.66
<b>Total</b>	<b>620.17</b>	<b>3.66</b>

Note: 9 (i) Property, Plant & Equipment Attached Separately

Note: 10 Non-Current Investments

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
(Unquoted, At Cost) -		
Investments in Equity Instruments		
In Subsidiaries		
a) Basilic Fly Studio Canada Ltd	207.50	207.50
b) Basilic Fly Studio UK Private Limited	0.01	-
<b>Total</b>	<b>207.51</b>	<b>207.50</b>

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
Aggregate amount of unquoted investments	207.51	207.50



Note: 11 Deferred Tax Assets (Net)

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
On account of Depreciation	(4.18)	(1.03)
On account of Gratuity	35.58	5.56
<b>Total</b>	<b>31.40</b>	<b>4.53</b>

Note: 12 Long-Term Loans & Advances

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
<b>A. Unsecured, Considered good</b>		
a) Loans and advances to other parties	-	53.43
b) Other Advances given to suppliers	1.44	11.51
<b>Total</b>	<b>1.44</b>	<b>64.94</b>

Note: 13 Other Non-Current Assets

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
a) Security Deposits	174.34	123.83
b) Bank Deposits with more than 12 months maturity	814.98	446.54
<b>Total</b>	<b>989.32</b>	<b>570.37</b>

Note: 14 Trade Receivables

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
Trade receivable considered good – Secured	-	-
Trade receivable considered good – Unsecured	1,966.96	36.85
Trade receivable which have significant increase in credit risk	-	-
Trade receivable – credit impaired	-	-
<b>Total Trade Receivables</b>	<b>1,966.96</b>	<b>36.85</b>

Ageing Schedule

I. Trade Receivables ageing schedule For the year ended March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	747.19	1,219.77	-	-	-	-	1,966.96
<b>Total:</b>	<b>747.19</b>	<b>1,219.77</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,966.96</b>

II. Trade Receivables ageing schedule schedule for the year ended March 31, 2022

Particulars	Net Due	Outstanding for following periods from due date of payment					Total
		< 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	
(i) Undisputed Trade Receivables - Considered good	-	36.85	-	-	-	-	36.85
<b>Total:</b>	<b>-</b>	<b>36.85</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>36.85</b>

Note: 15 Cash & Bank Balances

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
a) Cash & Cash Equivalents		
i) Balance with banks	536.09	316.39
ii) Cash in hand	0.04	0.83
<b>Total</b>	<b>536.13</b>	<b>317.22</b>

Note: 16 Other Current Assets

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
Advance Tax	-	5.65
GST ITC	234.18	22.63
Pre-paid Expenses	76.52	-
IPO Expenses	49.54	-
Work-in-Progress	540.15	-
Staff Loans and Advances	19.47	15.27
<b>Total</b>	<b>919.86</b>	<b>43.55</b>



**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

Notes to Standalone Financial Statements for the year ended March 31, 2023

Note: 17 Revenue From Operations (Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
<b>Sale of services:</b>		
Local	-	-
Exports	7,022.73	2,387.68
<b>Total</b>	<b>7,022.73</b>	<b>2,387.68</b>

Note: 18 Other Income (Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Interest Income	28.40	12.94
Other non-operating income	-	-
<b>Total</b>	<b>28.40</b>	<b>12.94</b>

Note: 19 Employee Benefits Expense (Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Salaries & Wages	1,508.42	1,174.29
Contribution to Provident fund	44.51	30.53
Provision for Gratuity	141.36	22.08
Staff Welfare	51.96	21.16
Contribution to ESI	2.63	1.24
<b>Total</b>	<b>1,748.88</b>	<b>1,249.30</b>

Note: 20 Other Direct Expenses (Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Artist Outsource Charges	451.38	195.15
Consultancy Charges	24.28	138.18
Electricity Charges	72.71	61.15
Office Rent	327.15	111.24
Hiring and Subscription Charges	381.85	419.47
Travelling Expenses	240.73	22.49
Internet Charges	35.68	23.02
<b>Total</b>	<b>1,533.78</b>	<b>970.70</b>

Note: 21 Finance Costs (Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Interest Expenses	68.54	8.50
<b>Total</b>	<b>68.54</b>	<b>8.50</b>

Note: 9 Depreciation & Amortisation Expenses (Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Depreciation on Tangible Assets	56.03	28.30
<b>Total</b>	<b>56.03</b>	<b>28.30</b>



Note: 22 Other Expenses

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Payment to Auditors	9.00	1.00
Bank Charges	6.47	3.12
Business Promotion Expenses	1.52	2.15
Insurance Expenses	13.02	6.10
Repairs to Computer	3.34	1.42
Foreign Exchange Loss	13.15	-
Office Maintenance	8.77	4.47
Miscellaneous Expenses	4.30	0.98
Printing and Stationery	6.02	2.77
Rates and Taxes	14.63	1.59
Repairs to buildings	7.59	1.21
Repairs to machinery	2.61	0.34
Security Charges	4.23	2.45
Asset Written off	6.60	-
<b>TOTAL</b>	<b>101.25</b>	<b>27.60</b>



**BASILIC FLY STUDIO LIMITED**  
(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

**Note to Financial Statements of the Year ended March 31, 2023**

Changes in the carrying amounts of each class of assets for the Year ended March 31, 2023

Note: 9 (i) Property, Plant & Equipment

Particulars	Gross Block			Accumulated Depreciation			Net Block	
	April 1, 2022	Additions for the Year	Deletions for the Year	April 1, 2022	Depreciation for the Year	Depreciation on deletion	March 31, 2023	March 31, 2022
Computer & Accessories	110.11	172.30	-	92.32	28.01	-	162.08	17.80
Furniture & Fittings	21.10	-	21.10	12.19	2.31	14.50	-	8.91
Office Equipments	1.80	7.10	-	0.78	1.71	-	6.41	1.02
Plant & Machinery	27.75	-	-	13.92	1.96	-	11.88	13.84
Printers & Scanners	-	0.54	-	-	0.05	-	0.49	-
Vehicles	97.78	-	-	27.37	21.99	-	48.42	70.41
<b>TOTAL (A)</b>	<b>258.55</b>	<b>179.94</b>	<b>21.10</b>	<b>146.58</b>	<b>56.03</b>	<b>14.50</b>	<b>188.11</b>	<b>111.97</b>
<b>Previous Year</b>	<b>187.04</b>	<b>71.51</b>	<b>-</b>	<b>118.29</b>	<b>28.30</b>	<b>-</b>	<b>146.58</b>	<b>68.75</b>



**BASILIC FLY STUDIO LIMITED**

(Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

Notes to Financial Statements for the year ended March 31, 2023

Company Overview, Significant Accounting Policies & Other notes to accounts For the year ended March 31, 2023

Note: 23 Company Overview & Significant Accounting Policies

**I Company Overview**

Basilic Fly Studio Private limited (the "Company") is a Private limited company domiciled in India and was incorporated on 28th January 2016 vide Registration No.U92100TN2016PTC103861 under the provisions of the Companies Act, 2013. The registered office of the Company is situated at Tower A, KRC Commerzone, Mount Poonamallee Road, Porur, Chennai, Tamil Nadu 600116 India with operating units across the Country. Subsequently, company was converted into Public Limited Company vide special resolution passed by our shareholders at the Extra Ordinary General Meeting held on 29.12.2022 and the name of the company was changed to Basilic Fly Studio Limited ("the Company" or the "Issuer") pursuant to issuance of Fresh Certificate of Incorporation dated 19.05.2023 Registrar of Companies, Chennai with Corporate Identification Number U92100TN2016PLC103861.

The Company is engaged in the business of post production activities of providing high-end visual effects and 2D to 3D conversion to the Media and Entertainment industry.

**II Significant Accounting Policies**

**1 Basis of preparation:**

The Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2021.

**2 Revenue recognition:**

The company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts.

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 in accordance with AS-9, Revenue Recognition. Sales are recognized on accrual basis, and only after transfer of services to the customer.

Revenue from services provided under fixed price contracts, where the outcome can be estimated reliably, is recognized following the proportionate completion method, where revenue is recognized in proportion to the progress of the contract activity. The progress of the contract activity is usually determined as a proportion of efforts incurred up to the balance sheet date, which bears to the total hours / days estimated for the contract.

Revenue on time-and-material contracts are recognized as the related services are performed and the revenues from the end of the last billing to the balance sheet date are recognized as unbilled revenues.

**Interest Income:** Revenue is recognized on the time proportion basis after taking into account the amount outstanding and the rate applicable.

**Dividend Income:** Dividend income is recognised when the owners right to receive payment is established.

**Other Income :** Other items of income and expenditure are recognized on accrual basis and as a going concern basis, and the accounting policies are consistent with the generally accepted accounting policies.

**3 Property Plant and Equipment including Intangible assets:**

Property Plant and Equipments are stated at cost, less accumulated depreciation. Cost includes cost of acquisition including material cost, freight, installation cost, duties and taxes, and other incidental expenses, incurred up to the installation stage, related to such acquisition. Property Plant and Equipments purchased in India in foreign currency are recorded in Rupees, converted at the exchange rate prevailed on the date of purchase.

Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

**4 Depreciation & Amortisation:**

The Company has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 and calculated the depreciation as per the Written Down Value (WDV) method. Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year. In respect of the assets sold during the year, depreciation is provided from the beginning of the year till the date of its disposal.

Intangible assets are amortised on a straight-line basis over the estimated useful life as specified in Schedule II of the Companies Act 2013. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss. In respect of the assets sold during the year, amortisation is provided from the beginning of the year till the date of its disposal.

**Useful life of Property, Plant and Equipments**

Category	Useful life
Computer & Accessories	3-6 years
Furniture & Fittings	10 years
Office Equipments	5 years
Plant & Machinery	15 years
Printers & Scanners	13 years
Vehicles	8 years

**5 Impairment of assets:**

The Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognised wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. Reversal of impairment loss is recognised immediately as income in the profit and loss account.



## 6 Use of estimates:

The preparation of the financial statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and the reported amounts of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, income taxes, post-sales customer support and the useful lives of Property Plant and Equipments and intangible assets.

## 7 Foreign currency transactions:

### Domestic Operation:

#### I. Initial recognition :

A foreign currency transactions are recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

#### II. Measurement :

Foreign currency monetary items are reported using the closing rate.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction

Non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

#### III. Treatment of Foreign exchange :

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expenses in the Statement of Profit and Loss

## 8 Employee Benefits:

### A. Short - term employee benefits:

#### Leave encashment:

The leave encashment liability upon retirement would not arise as the accumulated leave is reimbursed every year and accounted at actual.

### B. Post-Employment benefits:

#### Defined benefit plan:

Gratuity liability is a defined benefit obligation and is unfunded. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

#### Defined contribution Plan:

Provident Fund: Eligible employees receive benefit from provident fund covered under the Provident Fund Act. Both the employee and the company make monthly contributions. The employer contribution is charged off to Profit & Loss Account as an expense.

## 9 Taxes on income:

Income Tax expense is accounted for in accordance with AS-22 "Accounting for Taxes on Income" for both Current Tax and Deferred Tax stated below:

### A. Current Tax:

Provision for current tax is made in accordance with the provisions of the income Tax Act, 1961.

### B. Deferred Tax:

Deferred tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between the taxable income and accounting income computed for the current accounting year using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carried forward losses, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

## 10 Provisions and Contingent Liabilities:

A provision is recognised if, as a result of past event, the Company has a present legal obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation. Provisions are determined by the best estimate of outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

## 11 Earnings Per Share:

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

## 12 Operating Lease

Lease where the Lessor effectively retains substantially all the risks and benefits of ownership of the leased term, are classified as operating lease. Operating lease payments are recognized as an expense in the Profit and Loss Account on a straight-line basis.



**13 Cash and Cash Equivalents:**

Cash and cash equivalents comprise cash and cash deposits with banks. The Company considers all highly liquid investments with a original maturity at a date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

**14 Cash Flow Statement:**

Cash flows are reported using indirect method, whereby net profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

**15 Investments:**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investment. All other investments are classified as long-term investments.



Note: 24 Other notes to accounts

1 Contingent liabilities and commitments (to the extent not provided for):

A. Contingent Liabilities

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
Claims against the company not acknowledged as debt	Nil	Nil
Guarantees	Nil	Nil
Other money for which the company is contingently liable	Nil	Nil
<b>Total</b>	-	-

B. Commitments

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
Uncalled liability on shares and other investments partly paid	Nil	Nil
Other commitments	Nil	Nil
<b>Total</b>	-	-

2 Proposed Dividend Details:

The Company has not declared dividend during the period under review.

3 No issue of securities were made for any specific purpose by the Company during the reporting year.

4 The Company has not made borrowings from banks and financial institution for any specific purposes during the year.

5 The assets other than Property, Plant and Equipment, Intangible Assets and non-current investments have value on realization in the ordinary course of business equal to the amount at which they are stated

6 Details of Benami Property held

There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).

7 The company has no borrowing from the banks or financial institutions on the basis of security of current assets, hence no quarterly returns or statements of current assets are required to be filed by the Company with any the banks or financial institutions.

8 Wilful Defaulter

The company is not declared as wilful defaulter by any bank or financial institution or other lender.

9 Relationship with Struck off Companies

The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013.

10 Registration of charges or satisfaction with Registrar of Companies:

The Company do not have any charge to be registered with Registrar of Companies beyond the statutory period.

11 Compliance with number of layers of companies:

The Company has subsidiaries with one layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

12 Compliance with approved Scheme(s) of Arrangements:

No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

13 Utilisation of Borrowed funds and share premium:

A. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) 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 Beneficiaries) or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

B. 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.



14 Payment to the Auditor:

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
Statutory Audit Fees	7.50	1.00
Taxation Matters	1.50	-
<b>Total</b>	<b>9.00</b>	<b>1.00</b>

15 Corporate Social Responsibility:

Company shall not be required to comply with Corporate Social Responsibility (CSR) as provisions of section 135 of the Companies Act, 2013 is not applicable.

16 During the year, the Company has set aside an amount of Rs. 1600 lakhs to reserve to issue Bonus Shares.

17 No amounts have been set aside or proposed to be set aside to reserve to meet any specific liability, contingency or commitment known to exit at the date as at which balance sheet made up.

18 Details of Supply of Services:

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Gross income derived from services rendered or supplied	7,022.73	2,387.68
<b>Total</b>	<b>7,022.73</b>	<b>2,387.68</b>

19 Foreign Currency earned and expended:

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
<b>A. Foreign currency earned</b>		
Export of Services	7,022.73	2,387.68
<b>Total</b>	<b>7,022.73</b>	<b>2,387.68</b>
<b>B. Foreign currency expended</b>		
Cloud Software	13.69	6.63
Consultation Fees	0.86	-
Travelling charges	50.75	110.34
<b>Total</b>	<b>65.30</b>	<b>116.97</b>

20 Undisclosed income:

There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

There is no previously unrecorded income and related assets have been recorded in the books of account during the year.

21 Details of Crypto Currency or Virtual Currency:

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

22 Due to Micro, Small and Medium Enterprises:

There are no dues to Micro, Small and Medium Enterprises at the close of the Reporting Period.

23 Disclosure of related parties/related party transactions pursuant to Accounting Standard (AS) - 18 "Related Party Disclosures":

A. List of Related Parties:

Name of Related Party	Relationship
Basilic Fly Studio UK Private Limited	Wholly owned subsidiary
Basilic Fly Studio Canada Ltd	Subsidiary
Balakrishnan	Managing Director
Sundaram Yogalakshmi	Whole Time Director
Prabhakar.D	Director

B. Transaction with related Parties:

(Amount in ₹ Lakhs)

Particulars	Basilic Fly Studio Canada Ltd	Key management personnel of the entity	Relative	Total
Rendering or receiving of services	705.88	-	-	705.88
	(109.30)	-	-	(109.30)
Director Remuneration	-	134.58	-	134.58
	-	(18.00)	-	(18.00)
Loans and advances from related	-	10.51	-	10.51
	-	-	-	-



C. Balances of Related Parties As at March 31,2023

Particulars	Subsidiaries	Key management personnel of the entity or its parent	Relative
Investment in Subsidiary- Canada	207.50	-	-
	207.50	-	-
Investment in Subsidiary- UK	0.01	-	-
	-	-	-
Trade Receivables	705.88	-	-
	(22.06)	-	-
Director Remuneration payable	-	8.03	-
	-	(5.00)	-
Loans and advances given	-	-	-
	-	(27.84)	-
Loans and advances taken	-	10.51	-
	-	-	-

D. Material Transaction with related parties:

Particulars	Name of Related Party	Amount
Provision of services	Basilic Fly Studio Canada Ltd	705.88
		(109.30)
Loans and Advances given	Balakrishnan	-
		(9.01)
Loans and Advances taken	Balakrishnan	10.51
		-
Director Remuneration	Balakrishnan	66.00
		(9.00)
Director Remuneration	Sundaram Yogalakshmi	48.00
		(9.00)
Director Remuneration	Prabhakar.D	20.58
		-

E. Material Balance with related parties:

Particulars	Name of Related Party	Amount
Investment in Subsidiary	Basilic Fly Studio Canada Ltd	207.50
		207.50
Investment in Subsidiary	Basilic Fly Studio UK Private Limited	0.01
		-
Trade Receivables	Basilic Fly Studio Canada Ltd	705.88
		(22.06)
Loans and Advances given	Balakrishnan	-
		(27.84)
Loans and Advances taken	Balakrishnan	10.51
		-
Director Remuneration payable	Balakrishnan	4.00
		(3.00)
Director Remuneration payable	Sundaram Yogalakshmi	3.00
		(2.00)
Director Remuneration payable	Prabhakar.D	1.03
		-

F. KMP

Name of Related Party	Relationship
Balakrishnan	Managing Director
Sundaram Yogalakshmi	Wholetime Director
Prabhakar.D	Director
Ramesh M	Chief Financial Officer



**G Transactions with Key Management Personnel:**

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Short-term employee benefits</b>	-	-
Gross Salary	-	-
Medical Benefits	-	-
Perquisites and other benefits	-	-
Remuneration paid	134.58	18.00
Sitting Fees & Commission	-	-
<b>Post-employment benefits</b>	-	-
Contribution to P.F. & other fund	-	-
<b>Other long-term benefits</b>	-	-
<b>Termination benefits</b>	-	-
<b>Share-based payment</b>	-	-

Figures within brackets ( ) represents Previous Year's amount.

1. Terms and conditions of sales and purchases: the sales and purchases transactions among the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates and memorandum of understanding signed with the related parties. For the year ended 31st March, 2023, the Company has not recorded any loss allowances for transactions between the related parties.

2. As the future liabilities for gratuity and leave encashment is provided on an actuarial basis and payment of insurance costs are made for the Company as a whole, the amount pertaining to the key management personnel is not ascertainable, therefore, not disclosed separately.

3. No amounts in respect of related parties have been written off/ written back during the year or has not made any provision for doubtful debts/ receivable.

**24 Income Taxes:**

**I. Minimum Alternate Tax**

Company has opted the lower tax regime under section 115BAA of the Income Tax Act, 1961. Hence, MAT asset is not recognised.

Particulars	(Amount in ₹ Lakhs)	
	For the year ended March 31,	
	2023	2022
Current Tax	925.46	32.16
<b>Net Current Tax</b>	<b>925.46</b>	<b>32.16</b>

**25 Exchange Difference:**

Particulars	(Amount in ₹ Lakhs)	
	For the year ended March 31,	
	2023	2022
Exchange Difference Gain/(Loss)	13.15	-
<b>Total</b>	<b>13.15</b>	<b>-</b>

**26 Employee Benefit (Incurred in India):**

**Provident Fund** - The Company has contributed Rs.44.51 lakhs for the period ended March 31, 2023 and Rs. 30.53 lakhs in the previous year ended 31 March 2022 towards the Employees Provident Fund.

**Employees' State Insurance** - The Company has contributed Rs.2.63 lakhs for the period ended March 31, 2023 and Rs.1.24 lakhs in the previous year ended 31 March 2022 towards the Employees State Insurance Corporation.

**Gratuity** - The Present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method. This method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation.

**Interest cost:** It is the increase in the Plan liability over the accounting period resulting from the operation of the actuarial assumption of the interest rate.

**Current Service Cost:** is the discounted present value of the benefits from the Plan's benefit formula attributable to the services rendered by employees during the accounting period.

**Actuarial Gain or Loss:** occurs when the experience of the Plan differs from that anticipated from the actuarial assumptions. It could also occur due to changes made in the actuarial assumptions.

**(i) Reconciliation of opening and closing balance of gratuity obligations:**

Particulars	(Amount in ₹ Lakhs)	
	As at March 31,	
	2023	2022
Net Liability as at the beginning of the period	67.40	45.32
Net Expenses in P/L A/c	141.36	22.08
Benefits Paid	-	-
Net Liability as at the end of the period	208.76	67.40
<b>Present Value of Gratuity Obligation (Closing)</b>	<b>208.76</b>	<b>67.40</b>



## (ii) Expenses recognised in Statement of Profit and Loss during the year:

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Interest Cost	5.07	3.25
Current Service Cost	52.06	17.20
Past Service Cost	-	-
Expected Return on Plan Assets	-	-
Curtailment Cost (Credit)	-	-
Settlement Cost (Credit)	-	-
Net Actuarial (gain) / loss	84.24	1.63
Net Expenses to be recognized in P&L	141.36	22.08
<b>Total</b>	<b>141.36</b>	<b>22.08</b>

## (iii) Changes in Benefit Obligations:

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
Opening Defined benefit Obligation	67.40	45.32
Current service cost	52.06	17.20
Interest cost for the year	5.07	3.25
Actuarial losses (gains)	84.24	1.63
Benefits paid	-	-
Closing Defined benefit Obligation	208.76	67.40
<b>Total</b>	<b>208.76</b>	<b>67.40</b>

## (iv) Actuarial assumptions:

(Amount in ₹ Lakhs)

Particulars	For the year ended March 31,	
	2023	2022
Rate of discounting	7.52%	7.52%
Salary Escalation	7.00%	7.00%
Attrition Rate	10.00%	10.00%
Mortality rate during employment Indian	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

**27 Cashflow Statement**

- (1) The amount of significant cash and cash equivalent balances held by the enterprise as at March 31, 2023 was Rs 536.13 lakhs that are available for use by Company.
- (2) Company does not have undrawn borrowing facilities that may be available for future operating activities.
- (3) The Company has appropriate amount of Cash Flows that are required to maintain operating capacity.
- (4) Company is investing adequately in the maintenance of its operating capacity.
- (5) There are no non cash transactions happened in investing and financing activities to be excluded from Cash Flow Statement.

## Additional Disclosures:

(Amount in ₹ Lakhs)

I. Components of Cash and Cash Equivalents:	For the year ended March 31,	
	2023	2022
Cash on Hand	0.04	0.83
Cheque in hand	-	-
Balance with banks	536.09	316.39
Demand deposits with banks	-	-
Short term highly liquid investments	-	-
Bank Overdraft	-	-
<b>Total Components of Cash and Cash Equivalents:</b>	<b>536.13</b>	<b>317.22</b>

**28 Changes in Accounting Estimates**

There are no changes in Accounting Estimates made by the Company during the year.

**29 Changes in Accounting Policies**

There are no changes in Accounting Policies made by the Company during the year.

**30 Disclosures on PPE and Intangible Assets****I. Property, Plant and Equipment**

- (1) There is no restriction on the title of Property, Plant and Equipment and Property, Plant & Equipment was not pledged against borrowings.
- (2) Company has not constructed any item in Property, Plant & equipment.
- (3) Company has no contractual commitments for the acquisition of Property, Plant & Equipment.
- (4) Company has no Impairment loss during the period for Property, Plant & Equipment.
- (5) No assets has been retired from active use and held for disposal.
- (6) There are no temporarily idle property, plant and equipment.
- (7) There are no fully depreciated property, plant and equipment that is still in use.
- (8) There are no amounts of intangible assets whose title is restricted and the carrying amounts of intangible assets pledged as security for liabilities.



### 31 Investments

#### I. Profits and losses with regard to investments have been disclosed as under:

- profits and losses on disposal of current investments
- profits and losses on changes in the carrying amount of current investments
- profits and losses on disposal of long-term investments
- profits and losses on changes in the carrying amount of long-term investments

#### II. Significant restrictions of the following with regard to investments have been disclosed:

- right of ownership of investments
- realizability of investments
- remittance of income on investments
- remittance of proceeds of disposals

### 32 Segment Reporting

The Company does not have reportable segment. The Company has only one segment namely VFX services hence segment reporting has not been presented.

### 33 Operating Leases

Operating lease agreement has been made by the Company for Rental of Office premises with Tablespace Technologies Private Limited.

Total of future minimum lease payments in the following period:

(Amount in ₹ Lakhs)

Particulars	<1 year	1-5 years	>5 years	Total
Future minimum lease payments for office rent	525.24	1,956.05	-	2,481.29

### 34 Loans and Advances granted to Promoters, Directors, KMP and Related Parties

#### a) Repayable on Demand

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Amount of Loans and advances outstanding	% to the total Loans and Advances	Amount of Loans and advances outstanding	% to the total Loans and Advances
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	-	-	-	-

#### b) Without specifying any terms or period of repayment

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Amount of Loans and advances outstanding	% to the total Loans and Advances	Amount of Loans and advances outstanding	% to the total Loans and Advances
Promoters	-	-	-	-
Director- (Travel Advance)	-	-	27.84	42.87%
KMPs	-	-	-	-
Related Parties	-	-	-	-

### 35 Earnings Per Share

(Amount in ₹ Lakhs)

Particulars	As at March 31,	
	2023	2022
1. Profit attributable to equity shareholders before extraordinary items (A)	2,644.06	79.38
2. Profit attributable to equity shareholders after extraordinary items (B)	2,644.06	79.38
3. Weighted average number of equity shares outstanding during the year (C)	1,70,00,000	10,00,000
4. Adjusted Weighted average number of equity shares outstanding during the year (D)*	1,70,00,000	1,70,00,000
5. Effect of potential equity shares on employee stock options outstanding	-	-
6. Effect of any other items of potential Equity Shares eg. Convertible Debentures, Convertible Preference Shares	-	-
7. Weighted average number of potential equity shares outstanding during the year for the purpose of computing Diluted Earnings Per Share (E)	1,70,00,000	10,00,000
8. Adjusted weighted average number of potential equity shares outstanding during the year for the purpose of computing Diluted Earnings Per Share (F)	1,70,00,000	1,70,00,000
7. Basic earnings per share before extraordinary items of face value of ₹ 10 (A/C)	15.55	7.94
8. Basic earnings per share after extraordinary items of face value of ₹ 10 (B/C)	15.55	7.94
9. Adjusted Basic earnings per share before extraordinary items of face value of ₹ 10 (A/D)	15.55	0.47
10. Adjusted Basic earnings per share after extraordinary items of face value of ₹ 10 (B/D)	15.55	0.47
11. Diluted earnings per share before extraordinary items of face value of ₹ 10 (A/E)	15.55	7.94
12. Diluted earnings per share after extraordinary items of face value of ₹ 10 (B/E)	15.55	7.94
13. Adjusted Diluted earnings per share before extraordinary items of face value of ₹ 10 (A/F)	15.55	0.47
14. Adjusted Diluted earnings per share after extraordinary items of face value of ₹ 10 (B/F)	15.55	0.47

\*Note: The Company has declared bonus Shares at the Members Meeting held on 29/12/2022, at the ratio of 16 Equity shares of ₹ 10/- Each for every 1 Equity share of Rs 10/- each held.

36 Balance shown under head Sundry debtors, creditors and advances are subject to confirmation.

37 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classification.



(Amount in ₹ Lakhs)

S.No	RATIOS	Current year Numerator (Rs)	Current year Denominator (Rs)	As at March 31,2023	As at March 31,2022
a.	<b>Current Ratio</b> Current Assets / Current liabilities	3,422.95	1,411.98	2.42	0.65
b.	<b>Debt-Equity Ratio</b> Total Outside Liabilities / Total Shareholder's Equity	427.08	3,020.97	0.14	1.10
c.	<b>Debt Service Coverage Ratio</b> EBITDA / (Interest + Principal)	3,667.22	321.12	11.42	0.48
d.	<b>Return on Equity Ratio</b> (Net Profit After Taxes - Preference Dividend if any) / Average Shareholders fund	2,644.06	1,698.94	155.63%	23.54%
e.	<b>Inventory Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Inventory	-	-	-	-
f.	<b>Trade Receivables Turnover Ratio</b> Credit Sales / Average Trade Receivables	7,022.73	1,001.91	7.01	47.29
g.	<b>Trade Payable Turnover Ratio</b> Credit Purchases / Average Trade Payables	1,612.96	192.61	8.37	6.06
h.	<b>Net Capital Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Working Capital	7,022.73	900.68	7.80	(8.33)
i.	<b>Net Profit Ratio</b> Net Profit / Total Sales	2,644.06	7,022.73	37.65%	3.32%
j.	<b>Return on Capital Employed</b> (EBIT / Capital Employed) * 100	3,611.19	3,448.05	104.73%	15.78%
k.	<b>Return on Investment</b> Income generated from investments/ Total Investment*100	-	-	-	-

## Variance Analysis

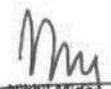
S.No	RATIOS	As at March 31,2023		As at March 31,2022	
		Variance	Reason for Variance	Variance	Reason for Variance
a.	<b>Current Ratio</b> Current Assets / Current liabilities	270.22%	Due to increase in current assets	76.05%	Due to increase in Current Assets
b.	<b>Debt-Equity Ratio</b> Total Outside Liabilities / Total Shareholder's Equity	(87.11%)	Due to decrease in debt	830.39%	Due to increase in Debt
c.	<b>Debt Service Coverage Ratio</b> EBITDA / (Interest + Principal)	2263.93%	Due to decrease in Debt	(85.73%)	Due to increase in Debt
d.	<b>Return on Equity Ratio</b> (Net Profit After Taxes - Preference Dividend if any) / Average Shareholders	561.09%	Due to increase in profit	96.39%	Due to increase in profit
e.	<b>Inventory Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Inventory	0.00%	-	0.00%	-
f.	<b>Trade Receivables Turnover Ratio</b> Credit Sales / Average Trade Receivables	(85.18%)	Due to increase in Average receivables	109.29%	Due to increase in turnover
g.	<b>Trade Payable Turnover Ratio</b> Credit Purchases / Average Trade Payables	38.29%	Due to increase in turnover	42.47%	Due to increase in turnover
h.	<b>Net Capital Turnover Ratio</b> Cost of Goods Sold (or) Sales / Average Working Capital	(193.64%)	Due to increase in average working capital	(21.92%)	Due to increase in average working capital
i.	<b>Net Profit Ratio</b> Net Profit / Total Sales	1032.42%	Due to increase in profit	70.66%	Due to increase in profit
j.	<b>Return on Capital Employed</b> (EBIT / Capital Employed) * 100	563.50%	Due to increase in Profit	(26.02%)	Due to increase in capital employed
k.	<b>Return on Investment</b> Income generated from investments/ Total Investment*100	0.00%	-	0.00%	-

For and on behalf of the Board of Directors of  
**BASILIC FLY STUDIO LIMITED**  
 (Formerly known as BASILIC FLY STUDIO PRIVATE LIMITED)

As per our report of even date attached  
 For **L.U.KRISHNAN & CO**  
 Chartered Accountants  
 Firm's Registration No: 005275

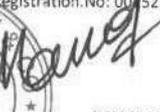
  
**Balakrishnan**  
 Managing Director  
 DIN: 06590484

  
**Sunderam Yogalakshmi**  
 Director  
 DIN: 07323404

  
**Company Secretary**  
 Membership No: 10213

  
**Ramesh M**  
 Chief Financial Officer



  
**P K MANOJ**  
 Partner  
 207550  
 DIN: 232075508GWMGZ2235

Place: Chennai  
 Date: 14-06-2023

Place: Chennai  
 Date: 14-06-2023



## ALLOTTEES IN THE ISSUE

In compliance with the requirements of Chapter VI of the SEBI ICDR Regulations, Allotment shall be made by our Company, in consultation with the Book Running Lead Manager to Eligible QIBs only, on a discretionary basis.

The names of the allottees and the percentage of post-Issue share capital that may be held by them is set forth below.

Sr. No.	Name of the Allottees	Percentage of the post-Issue share capital held (%) ^
1.	NORTH STAR OPPORTUNITIES FUND VCC-LIGHTHOUSE CAPITAL INCORPORATED VCC SUB- FUND	0.47
2.	HOLANI VENTURE CAPITAL FUND- HOLANI VENTURE CAPITAL FUND-I	0.24
3.	GOLDEN EQUITY FUND SERIES I	0.19
4.	VIRA AIF TRUST- VIRA BHARAT OPPORTUNITIES FUND	0.09
5.	SMART HORIZON OPPORTUNITY FUND	0.19
6.	PARADISE MOON INVESTMENT FUND I	0.09
7.	NINE ALPS TRUST-NINE ALPS OPPORTUNITY FUND	0.09
8.	HDFC BANK LIMITED	0.14
9.	PINE OAK GLOBAL FUND - CLASS B	0.40
10.	MONEYWISE FINANCIAL SERVICES PVT. LTD.	0.47
11.	FINVESTA FIRST	0.09
12.	SWYOM INDIA ALPHA FUND	0.28
13.	FINAVENUE CAPITAL TRUST- FINAVENUE FROWTH FUND	0.25
14.	BEACON STONE CAPITAL VCC - BEACON STONE I	0.47
15.	ASTORNE CAPITAL VCC - ARVEN	0.94
16.	ASTORNE CAPITAL VCC - ALPHA A2	0.57
17.	ARROW EMERGING OPPORTUNITIES FUND LIMITED	0.19
18.	RADIANT GLOBAL FUND-CLASS B PARTICIPATING SHARES	0.19
19.	SB OPPORTUNITIES FUND II	0.09
20.	VIKASA INDIA EIF I FUND - INCUBE GLOBAL OPPORTUNITIES	0.76
21.	STEPTRADE REVOLUTION FUND	0.19
22.	RAJASTHAN GLOBAL SECURITIES PRIVATE LIMITED	0.57
23.	SAINT CAPITAL FUND	0.09
24.	DOVETAIL INDIA FUND CLASS 8 SHARES	0.47
25.	31 DEGREES NORTH FUND-31 DEGREES NORTH FUND I	0.38
26.	SUNRISE INVESTMENT TRUST- SUNRISE INVESTMENT OPPORTUNITIES FUND	0.09

^ Based on beneficiary position as on September 11, 2025.

## **DECLARATION**

Our Company certifies that all relevant provisions of Chapter VI read with Schedule VII of the SEBI ICDR Regulations have been complied with and no statement made in this Placement Document is contrary to the provisions of Chapter VI and Schedule VII of the SEBI ICDR Regulations and that all material approvals and permissions required to carry on our Company's business have been obtained, are currently valid and have been complied with. Our Company further certifies that all the statements in this Placement Document are true and correct.

**Signed on behalf of Board of Directors:  
Basilic Fly Studio Limited**

Sd/-

**Mr. Balakrishnan  
Managing Director  
DIN: 06590484**

**Date: September 11, 2025  
Place: Chennai**

We, the Board of Directors of the Company certify that:

- I. the Company has complied with the provisions of the Companies Act, 2013 and the rules made thereunder;
- II. the compliance with the Companies Act, 2013 and the rules thereunder, does not imply that payment of dividend or interest or repayment of preference shares or debentures, if applicable, is guaranteed by the Central Government; and
- III. the monies received under the Issue shall be used only for the purposes and objects indicated in the Placement Document (which includes disclosures prescribed under Form PAS-4).

**SIGNED ON BEHALF OF THE BOARD OF DIRECTORS:**

**Basilic Fly Studio Limited**

**Signed by:**

Sd/-

**Mr. Balakrishnan**  
**Managing Director**  
**DIN: 06590484**

**Date: September 11, 2025**

**Place: Chennai**

I am authorized by the Board, *vide* resolution dated July 12, 2025, to sign this form and declare that all the requirements of the Companies Act, 2013 in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoter subscribing to the Memorandum of Association and the Articles of Association.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

**Signed by:**

Sd/-

**Mr. Balakrishnan**  
**Managing Director**  
**DIN: 06590484**

**Date: September 11, 2025**

**Place: Chennai**

## ISSUER

### **Basilic Fly Studio Limited**

**Registered Office:** Tower A, KRC Commerzone, Mount Poonamallee Road, Porur Chennai Tamil Nadu 600116 India

**Telephone:** + 91 9500019440

**CIN:** L92100TN2016PLC103861

**Website:** [www.basilicflystudio.com](http://www.basilicflystudio.com)

**Contact Person:** Ms. Swati Sharma, Company Secretary and Compliance Officer

### **BOOK RUNNING LEAD MANAGER**

#### **GYR Capital Advisors Private Limited**

428, Gala Empire, Near JB Tower,

Drive in Road, Thaltej,

Ahemdabad-380 054, Gujarat, India

**Telephone:** +91 8777564648

**Email:** [info@gyrcapitaladvisors.com](mailto:info@gyrcapitaladvisors.com)

**Contact Person:** Mr. Mohit Baid

### **LEGAL COUNSEL TO THE COMPANY**

#### **M/s Vidhigya Associates, Advocates**

A 105 and 310 A wing, Kanara Business Centre,

Ghatkopar East, Mumbai-- 400075.

**Tel:** +91 8424030160

**Email:** [rahul@vidhigyaassociates.com](mailto:rahul@vidhigyaassociates.com)

**Contact Person:** Rahul Pandey

### **AUDITORS TO OUR COMPANY**

#### **M/s. L. U. KRISHNAN & Co**

Chartered Accountants,

Sam's Nathaneal Tower, 3-1, West Club Road, Shenoy Nagar, Chennai-600030 Tamil Nadu, India

**Tel:** 044 - 2620 9410

### **ESCROW BANKER**

#### **CANARA BANK**

130, Santhome High Road, Chennai, Tamil Nadu - 600004

**Attention:** Uday Kumar R

**Tel.:** +91 9444062773

**SAMPLE APPLICATION FORM**

<p><b>BASILIC FLY STUDIO LIMITED</b></p>  <p><b>BASILIC FLY</b></p>	<p><b>APPLICATION FORM</b></p>
<p><i>(Incorporated in the Republic of India as a company with limited liability under the Indian Companies Act, 2013)</i></p> <p><b>Registered Office:</b> Tower A, KRC Commerzone, Mount Poonamallee Road, Porur Chennai Tamil Nadu 600116 India.  <b>CIN:</b> L92100TN2016PLC103861  <b>Website:</b> <a href="http://www.basilicflystudio.com">www.basilicflystudio.com</a>  <b>Tel:</b> + 91 9500019440  <b>E-mail:</b> <a href="mailto:cs@basilicfly.com">cs@basilicfly.com</a></p>	<p><b>Name of the Bidder</b>  <b>Form. No.</b>  <b>Date:</b></p>

**QUALIFIED INSTITUTIONS PLACEMENT OF UP TO [●] EQUITY SHARES OF FACE VALUE ₹[●] EACH (THE "EQUITY SHARES") FOR CASH, AT A PRICE OF ₹[●] PER EQUITY SHARE (THE "ISSUE PRICE"), INCLUDING A PREMIUM OF ₹[●] PER EQUITY SHARE, AGGREGATING TO ₹[●] LAKHS IN RELIANCE UPON SECTION 42 OF THE COMPANIES ACT, 2013, AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013, AND THE RULES MADE THEREUNDER, EACH AS AMENDED (THE "COMPANIES ACT"), READ WITH CHAPTER VI OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (THE "SEBI ICDR REGULATIONS") AND SECTION 42 OF THE COMPANIES ACT, 2013, AS AMENDED (THE "COMPANIES ACT"), READ WITH RULE 14 OF THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014, AS AMENDED (THE "PAS RULES"), AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT AND THE RULES MADE THEREUNDER BY THE BASILIC FLY STUDIO LIMITED (THE "COMPANY" OR THE "ISSUER", THE "BFSL"). THE APPLICABLE FLOOR PRICE OF THE EQUITY SHARES IS [●] AND OUR COMPANY MAY OFFER A DISCOUNT OF UP TO 5% ON THE FLOOR PRICE, AS APPROVED BY THE SHAREHOLDERS.**

**Only Qualified Institutional Buyers ("QIBs") as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations and which are not: (a) excluded pursuant to Regulation 179(2)(b) of the SEBI ICDR Regulations; or (b) restricted from participating in the Issue under the SEBI Regulations and other applicable laws, including foreign exchange related laws; are eligible to submit this Application Form ("Eligible QIBs"). In addition to the above, with respect to the Issue, Eligible QIBs shall consist of (i) QIBs which are resident in India; and (ii) Eligible FPIs participating through Schedule II of the FEMA Rules or a multilateral or bilateral development financial institution eligible to invest in India under applicable law. Further, foreign venture capital investors, as defined under the Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000, are not permitted to participate in the Issue. The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws of the United States and, unless so registered, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in "offshore transactions" as defined in and in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales are made.**

**ELIGIBLE FPIs ARE PERMITTED TO PARTICIPATE THROUGH SCHEDULE II OF THE FEMA RULES, IN THIS ISSUE, SUBJECT TO COMPLIANCE WITH ALL APPLICABLE LAWS AND SUCH THAT THE SHAREHOLDING OF ELIGIBLE FPIs DO NOT EXCEED SPECIFIED LIMITS AS PRESCRIBED UNDER APPLICABLE LAWS IN THIS REGARD. PURSUANT TO PRESS NOTE NO. 3 (2020 SERIES), DATED APRIL 17, 2020, ISSUED BY THE DEPARTMENT FOR PROMOTION OF INDUSTRY AND INTERNAL TRADE, GOVERNMENT OF INDIA, AND RULE 6 OF THE FEMA RULES, INVESTMENTS BY AN ENTITY OF A COUNTRY WHICH SHARES LAND BORDER WITH INDIA OR WHERE THE BENEFICIAL OWNER OF SUCH INVESTMENT IS SITUATED IN OR IS A CITIZEN OF SUCH COUNTRY, MAY ONLY BE MADE THROUGH THE GOVERNMENT APPROVAL ROUTE. ALLOTMENTS MADE TO AIFS AND VCFs IN THE ISSUE SHALL REMAIN SUBJECT TO THE RULES AND REGULATIONS APPLICABLE TO EACH OF**

**THEM RESPECTIVELY, INCLUDING THE FEMA RULES. OTHER ELIGIBLE NON-RESIDENT QIBs SHALL PARTICIPATE IN THE ISSUE UNDER SCHEDULE I OF FEMA RULES. ALLOTMENTS MADE TO AIFs AND VCFs IN THE ISSUE SHALL REMAIN SUBJECT TO THE RULES AND REGULATIONS APPLICABLE TO EACH OF THEM RESPECTIVELY, INCLUDING, THE FEMA RULES. FVCIs ARE NOT PERMITTED TO PARTICIPATE IN THE ISSUE.**

STATUS (Insert '✓' for applicable category)			
<b>FI</b>	Scheduled Commercial Banks and Financial Institutions	<b>IC</b>	Insurance Companies
<b>MF</b>	Mutual Funds	<b>VCF</b>	Venture Capital Funds
<b>NIF</b>	National Investment Fund	<b>FPI</b>	Foreign Portfolio Investor*
<b>IF</b>	Insurance Funds	<b>AIF</b>	Alternative Investment Fund**
<b>SI- NBFC</b>	Systemically Important Non-Banking Financial Companies	<b>OTH</b>	Others _____ (Please specify)
<p><i>Total shares currently held by QIB or QIBs belonging to the same group or those who are under common control. For details of what constitutes "same group" or "common control", see "Application Form" under Issue Procedure section of the PD.</i></p> <p><i>*Foreign portfolio investors as defined under the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019, as amended other than individuals, corporate bodies and family offices who are not allowed to participate in the Issue</i></p> <p><i>** Sponsor and Manager should be Indian owned and controlled</i></p>			

**To,**  
**The Board of Directors**  
**Basilic Fly Studio Limited**  
 Tower A, KRC Commerzone,  
 Mount Poonamallee Road, Porur  
 Chennai Tamil Nadu 600116 India

Dear Sirs,

On the basis of the serially numbered PD of the Company and subject to the terms and conditions contained therein, and in this Application Form, we hereby submit our Application Form for the Allotment of the Equity Shares in the Issue, on the terms and price indicated below. We confirm that we are an Eligible QIB as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations and are not: (a) excluded pursuant to Regulation 179(2)(b) of the SEBI ICDR Regulations; and (b) restricted from participating in the Issue under the applicable laws, including SEBI ICDR Regulations. We are not a promoter of the Company (as defined in the SEBI ICDR Regulations), or any person related to the promoters of the Company, directly or indirectly. Further, we confirm that we do not have any right under a shareholders' agreement or voting agreement entered into with promoters or persons related to promoter of the Company, veto rights or right to appoint any nominee director on the board of directors of the Company. We confirm that we are either a QIB which is resident in India, or an Eligible FPI, participating through Schedule II of the FEMA Rules. We confirm that we are not an FVCI. We specifically confirm that our Bid for the Allotment of the Equity Shares is not in violation to the amendment made to Rule 6(a) of the FEMA Rules by the Central Government on April 22, 2020.

We confirm that the Bid size / aggregate number of the Equity Shares applied for by us, and which may be Allocated to us thereon will not exceed the relevant regulatory or approved limits and further confirm that our Bid will not result in triggering an open offer under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (the "Takeover Regulations"). We confirm, that we have a valid and existing registration under applicable laws and regulations of India, and undertake to acquire, hold, manage or dispose of any Equity Shares that are Allotted to us in accordance with Chapter VI of the SEBI ICDR Regulations and undertake to comply with the SEBI ICDR Regulations, and all other applicable laws, including any reporting obligations and the terms and conditions mentioned in the Preliminary Placement Document and this Application Form. We confirm that, in relation to our application, each Eligible FPIs, have submitted separate Application Forms, and asset management companies or custodians of mutual funds have specified the details of each scheme for which the application is being made along with the Bid Amount and number of Equity Shares to be Allotted under each such scheme. We undertake that we will sign all such documents, provide such documents and do all such acts, if any, necessary on our part to enable us to be registered

as the holder(s) of the Equity Shares that may be Allotted to us. We confirm that the signatory is authorized to apply on behalf of the Bidder and the Bidder has all the relevant authorizations. We note that the Board of Directors of the Company, or any duly authorized committee thereof, is entitled, in consultation with GYR Capital Advisors Private Limited (“Lead Manager”), in their sole discretion, to accept or reject this Application Form without assigning any reason thereof.

We further understand, agree and consent that (i) our names, address, contact details, PAN, bank account details and the number of Equity Shares Allotted, along with other relevant information as may be required, will be recorded by the Company in the format prescribed in terms of the PAS Rules; (ii) in the event that any Equity Shares are Allocated to us in the Issue, we are aware pursuant to the requirements under Form PAS-4 of the PAS Rules that our names (as Allottees) and the percentage of our post-Issue shareholding in the Company will be disclosed in the Placement Document, and we are further aware that disclosure of such details in relation to us in the Placement Document will not guarantee Allotment to us, as Allotment in the Issue shall continue to be at the sole discretion of the Company, in consultation with the Book Running Lead Managers; and; and (iii) in the event that Equity Shares are Allotted to us in the Issue, the Company will place our name in the register of members of the Company as a holder of such Equity Shares that may be Allotted to us and in the Form PAS-3 filed by the Company with the Registrar of Companies, Chennai (the “RoC”) as required in terms of the PAS Rules. Further, we are aware and agree that if we, together with any other QIBs belonging to the same group or under common control, are Allotted more than 5% of the Equity Shares in the Issue, the Company shall be required to disclose our name, along with the names of such other Allottees and the number of Equity Shares Allotted to us and to such other Allottees, on the websites of National Stock Exchange of India Limited, and we consent to such disclosures. In addition, we confirm that we are eligible to invest in Equity Shares under the SEBI ICDR Regulations, circulars issued by the RBI and other applicable laws. We specifically confirm that our Bid for the Allotment of the Equity Shares is not in violation to the amendment made to Rule 6(a) of the FEMA Rules by the Central Government on April 22, 2020.

By submitting this Application Form, we hereby confirm and agree that the representations, warranties, acknowledgements and agreements as provided in the sections "*Notice to Investors*", "*Representations by Investors*", "*Issue Procedure*", "*Selling Restrictions*" and "*Transfer Restrictions and Purchaser Representations*" sections of the PD are true and correct and acknowledge and agree that these representations and warranties are given by us for the benefit of the Company and the BRLM, each of which is entitled to rely on and is relying on these representations and warranties in consummating the Issue.

By signing and submitting this Application Form, we hereby represent, warrant, acknowledge and agree as follows: (1) we have been provided a serially numbered copy of the PD along with the Application Form, have read it in its entirety including in particular, the section "*Risk Factors*" therein and we have relied only on the information contained in the PD and not on any other information obtained by us either from the Company, the BRLM or from any other source, including publicly available information; (2) we will abide by the PD and the Placement Document, this Application Form, the CAN and the terms, conditions and agreements contained therein; (3) that if Equity Shares are Allotted to us pursuant to the Issue, we shall not sell such Equity Shares otherwise than on the floor of a recognized stock exchange in India for a period of one year from the date of Allotment; (4) we will not have the right to withdraw our Bid or revise our Bid downwards after the Issue Closing Date; (5) we will not trade in the Equity Shares credited to our beneficiary account maintained with the Depository Participant until such time that the final listing and trading approvals for the Equity Shares are issued by the Stock Exchanges; (6) Equity Shares shall be Allocated and Allotted at the sole and absolute discretion of the Company in consultation with the BRLM and the submission of this Application Form and payment of the corresponding Bid Amount by us does not guarantee any Allocation or Allotment of Equity Shares to us in full or in part; (7) in terms of the requirements of the Companies Act, upon Allocation, the Company will be required to disclose names and percentage of post-Issue shareholding of the allottees in the Placement Document; however, disclosure of such details in relation to us in the Placement Document will not guarantee Allotment to us, as Allotment in the Issue shall continue to be at the sole discretion of the Company, in consultation with the BRLM; (8) the number of Equity Shares Allotted to us pursuant to the Issue, together with other Allottees that belong to the same group or are under common control as us, shall not exceed 50% of the Issue.

For the purposes of this representation: The expression ‘belong to the same group’ shall derive meaning from Regulation 180(2) of the SEBI ICDR Regulations i.e. entities where (i) any of them controls, directly or indirectly, through its subsidiary or holding company, not less than 15% of the voting rights in the other; (ii) any of them, directly or indirectly, by itself, or in combination with other persons, exercise control over the others; or (iii) there is a common director, excluding nominee and independent directors, amongst the Eligible QIBs, its subsidiary or holding company and any other Eligible QIB; and ‘control’ shall have the same meaning as is assigned to it under Regulation 2(1)(e) of the Takeover Regulations; (9) We agree to accept the Equity Shares applied for, or such lesser number of Equity Shares as may be Allocated to us, subject to the provisions of the memorandum of association and articles of association of the Company, applicable laws and regulations, the terms of the PD and the Placement Document, this Application Form, the CAN upon its issuance and the terms, conditions and agreements mentioned therein and request you to credit the same to our beneficiary account with the Depository Participant as per the details given below.

We acknowledge that the Equity Shares have not been and will not be registered under the Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. By submitting this Application Form and checking the applicable box above, we hereby represent that we are located outside the United States and purchasing the Equity Shares in an offshore transaction in reliance on Regulations of the Securities Act and the applicable laws of the jurisdiction where those offers and sales are made.

By submitting this Application Form, we further represent, warrant and agree that we have such knowledge and experience in financial and business matters that we are capable of evaluating the merits and risks of the prospective investment in the Equity Shares and we understand the risks involved in making an investment in the Equity Shares. No action has been taken by us or any of our affiliates or representatives to permit a public offering of the Equity Shares in any jurisdiction. We satisfy any and all relevant suitability standards for investors in Equity Shares, have the ability to bear the economic risk of our investment in the Equity Shares, have adequate means of providing for our current and contingent needs, have no need for liquidity with respect to our investment in Equity Shares and are able to sustain a complete loss of our investment in the Equity Shares. We acknowledge that once a duly filled Application Form is submitted by an Eligible QIB, whether signed or not, and the Bid Amount has been transferred to the Escrow Account, such Application Form constitutes an irrevocable offer and cannot be withdrawn or revised downwards after the Issue Closing Date. In case Bids are being made on behalf of the Eligible QIB and this Application Form is unsigned, we confirm that we are authorized to submit this Application Form and provide necessary instructions for transfer of the Bid Amount to the Escrow Account, on behalf of the Eligible QIB.

<b>BIDDER DETAILS (In Block Letters)</b>	
<b>NAME OF BIDDER*</b>	
<b>NATIONALITY</b>	
<b>REGISTERED ADDRESS</b>	
<b>CITY AND CODE</b>	
<b>COUNTRY</b>	
<b>MOBILE NO.</b>	
<b>PHONE NO.</b>	<b>FAX NO.</b>
<b>EMAIL ID</b>	
<b>FOR ELIGIBLE FPIs**</b>	SEBI FPI REGISTRATION NO.
<b>FOR MF</b>	SEBI MF REGISTRATION NO
<b>FOR AIFs***</b>	SEBI AIF REGISTRATION NO.
<b>FOR VCFs***</b>	SEBI VCF REGISTRATION NO.
<b>FOR SI-NBFC</b>	RBI REGISTRATION DETAILS
<b>FOR INSURANCE COMPANIES</b>	IRDAI REGISTRATION DETAILS.
<p><i>*Name should exactly match with the name in which the beneficiary account is held. Bid Amount payable on Equity Shares applied for by joint holders shall be paid from the bank account of the person whose name appears first in the application. Mutual Fund bidders are requested to provide details of the bids made by each scheme of the Mutual Fund. Each Eligible FPI is required to fill a separate Application Form. Further, any discrepancy in the name as mentioned in this Application Form with the depository records would render the application invalid and liable to be rejected at the sole discretion of the Issuer and the BRLM.</i></p> <p><i>** In case you are an Eligible FPI holding a valid certificate of registration and eligible to invest in the Issue, please mention your SEBI FPI Registration Number.</i></p> <p><i>*** Allotments made to AIFs and VCFs in the Issue are subject to the rules and regulations that are applicable to each of them respectively, including in relation to lock-in requirement. AIFs and VCFs should independently consult their own counsel and advisors as to investment in and related matters concerning the Issue.</i></p>	

We are aware that the number of Equity Shares in the Company held by us, together with the number of Equity Shares, if any, allocated to us in the Issue will be aggregated to disclose the percentage of our post-Issue shareholding in the Company in the Placement Document in line with the requirements under PAS-4 of the PAS Rules. For such information, the BRLM have relied on the information provided by the Registrar for obtaining details of our shareholding and we consent and authorize such disclosure in the Placement Document.

<b>DEPOSITORY ACCOUNT DETAILS</b>		
Depository Name	National Securities Depository	Central Depository Services (India) Limited

	Limited											
Depository Participant Name												
DP – ID	I	N										
Beneficiary Account Number											(16-digit beneficiary A/c. No. to be mentioned above)	

The demographic details like address, bank account details etc., will be obtained from the Depositories as per the beneficiary account given above. However, for the purposes of refund, if any, only the bank details as mentioned below, from which the Bid Amount has been remitted for the Equity Shares applied for in the Issue will be considered.

<b>PAYMENT DETAILS</b>
<b>REMITTANCE BY WAY OF ELECTRONIC FUND</b>
<b>By 3:30 p.m. (IST), [●] (ISSUE CLOSING DATE)</b>

<b>BANK ACCOUNT DETAILS FOR PAYMENT OF BID AMOUNT THROUGH ELECTRONIC FUND TRANSFER</b>			
<b>Name of the Account</b>	BASILIC FLY STUDIO LIMITED QIP ESCROW ACCOUNT	<b>Account Type</b>	QIP ESCROW ACCOUNT
<b>Name of Bank</b>	CANARA BANK	<b>Address of the Branch of the Bank</b>	130, Santhome High Road, Chennai, Tamil Nadu - 600004
<b>Account No.</b>	120035858193	<b>IFSC</b>	CNRB0002773
<b>Tel No.</b>	+91 9444062773	<b>E-mail</b>	cb2773@canarabank.com

The Bid Amount should be transferred pursuant to the Application Form only by way of electronic fund transfers, towards the Escrow Account. Payment of the entire Bid Amount should be made along with the Application Form on or before the closure of the Issue Period i.e. prior to or on the Issue Closing Date. All payments must be made in favor of “**BASILIC FLY STUDIO LIMITED QIP ESCROW ACCOUNT**”. The payment for subscription to the Equity Shares to be allotted in the Issue shall be made only from the bank account of the person subscribing to the Equity Shares and in case of joint holders, from the bank account of the person whose name appears first in the Application Form.

<b>RUPEE BANK ACCOUNT DETAILS (FOR REMITTANCE)</b>			
Bank Account Number		IFSC Code	
Bank Name		Bank Branch Address	

<b>NO. OF EQUITY SHARES BID FOR/APPLICATION LOT SIZE</b>		<b>PRICE PER EQUITY SHARE (RUPEES)</b>	
(In Figures)	(In Words)	(In Figures)	(In Words)
<b>BID AMOUNT (RUPEES)</b>			
(In Figures)		(In Words)	

<b>DETAILS OF CONTACT PERSON</b>	
Name	
Address:	
Tel. No:	Fax No:
Email:	

<b>OTHER DETAILS</b>	<b>ENCLOSURES TO BE SUBMITTED*</b>
<b>PAN*</b>	<input type="checkbox"/> Copy of the PAN Card or PAN allotment letter**
<b>Date of Application</b>	<input type="checkbox"/> FIRC
<b>Signature of Authorized Signatory (may be signed either physically or digitally)</b>	<input type="checkbox"/> Copy of the SEBI registration certificate as a Mutual Fund
	<input type="checkbox"/> Copy of the SEBI registration certificate as an

OTHER DETAILS	ENCLOSURES TO BE SUBMITTED*
	Eligible FPI
	<input type="checkbox"/> Copy of the SEBI registration certificate as an AIF
	<input type="checkbox"/> Copy of the SEBI registration certificate as a VCF
	<input type="checkbox"/> Certified copy of the certificate of registration issued by the RBI as an SI-NBFC/ a scheduled commercial bank
	<input type="checkbox"/> Copy of notification as a public financial institution
	<input type="checkbox"/> Copy of the IRDAI registration certificate
	<input type="checkbox"/> Certified true copy of power of attorney
<input type="checkbox"/> Others, please specify _____	

*\*A physical copy of the Application Form and relevant documents as required to be provided along with the Application Form shall be submitted as soon as practicable.*

*\*\*Please note that the Bidder should not mention the GIR number or any other identification number instead of the PAN, unless the Bidder is exempted from the requirement of obtaining a PAN under the Income-tax Act, 1961, as the application is liable to be rejected on this ground.*

**Note 1:** Capitalized terms used but not defined herein shall have the same meaning as ascribed to them in the PPD and Placement Document.

**Note 2:** The Application Form may be rejected if any information provided is incomplete or inadequate, at the discretion of the Company in consultation with the BRLM.

**Note 3:** The duly filed Application Form along with all enclosures shall be submitted to the Book Running Lead Manager either through electronic form at the email mentioned in the PD or through physical delivery at the address mentioned in PD.

The Application Form and the PD sent to you and the Placement Document which will be sent to you in electronic form, are specific to you and you may not distribute or forward the same and are subject to the disclaimers and restrictions contained or accompanying these documents.

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