BRANDBUCKET MEDIA & TECHNOLOGY LIMITED
Registered Office : SHOP NO. 6, 1ST FLOOR, BMC MARKET, CTS NO 128 A 67 TO 69 OF VILLAGE KANDIVALI, MAHAVIR NAGAR, PAWAN DHAM ROAD, OPP PAWAN DHAM MUMBAI. KANDIVALI RS, MUMBAI 400067
CIN: **U93000MH2013PLC246147**
Tel: +91 86523 69975
Website: www.brandbucketmediatech.online
E-mail: brandbucketmediatech@gmail.com

Date: 04/11/2026

To,
The Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai — 400 001

Scrip Code – 543439
Subject: Submission of Annual Report of the Company for the Financial Year 2024-2025 pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

Dear Sir/Madam,

In terms of Regulation 34(1) of the Listing Regulations, please find enclosed the Annual Report for the Financial Year 2024-25 along with the Notice of the Annual General Meeting being dispatched to Shareholders of the Company through electronic mode whose e-mail addresses are registered with the Company/ Depository Participants/ Registrar and Transfer Agent.

The Annual General Meeting ('AGM') of the company will be held on Thursday , 26th November , 2026 at Registered Office of the Company situated at Shop No. 6, 1st Floor, BMC Market, CTS NO 128 A 67 TO 69 OF Village Kandivali, Mahavir Nagar, Pawan Dham Road, Opp Pawan Dham Mumbai Kandivali RS,Mumbai 400067

The Annual Report of the Company is also available on the website of the company at https://brandbucketmediatech.online/fi.html

Kindly take the same on your record.

Thanking You,
Yours Faithfully,

For Brandbucket Media & Technology Limited

Ajay Das

Director

DIN: 11812819

12th Annual Report

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Nishigandha Shashikant Keluskar	Managing Director (Ceased from 15-06-2026)
Sandeep Prabhakar Khare	Non-Executive and Independent Director
Gaurav Mahendra Gore	Non-Executive Director
Amol Gulabrao Rokade	Non-Executive and Independent Director
Sanjiv Hasmukh Shah	Executive Director(Ceased from 15-06-2026)

COMPANY SECRETARY & COMPLIANCE OFFICER

CS Kanika Kabra (Appointed w.e.f. 01/06/2022), resigned 31-03-2025

CHIEF FINANCIAL OFFICER

Mr. Kailas Nandu Salve

REGISTERED OFFICE

SHOP NO. 6, 1ST FLOOR, BMC MARKET, CTS NO 128 A 67 TO 69
OF VILLAGE KANDIVALI, MAHAVIR NAGAR,
PAWAN DHAM ROAD, OPP PAWAN DHAM
MUMBAI, KANDIVALI RS, MUMBAI 400067

SECRETARIAL AUDITOR

Mr. Arun Kumar Jaiswal
Practicing Company Secretary
Mem. No. F14050
COP Number: 12281

BANKER

Kotak Bank Limited
Axis Bank Ltd

LISTED ON STOCK EXCHANGE

BSE SME Platform

NOTICE OF 12TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 12TH ANNUAL GENERAL MEETING OF THE MEMBERS OF BRANDBUCKET MEDIA & TECHNOLOGY LIMITED WILL BE HELD ON THURSDAY, 26TH NOVEMBER, 2026 at 04:30 P.M AT SHOP NO. 6, 1ST FLOOR, BMC MARKET, CTS NO 128 A 67 TO 69 OF VILLAGE KANDIVALI, MAHAVIR NAGAR, PAWAN DHAM ROAD, OPP PAWAN DHAM MUMBAI. KANDIVALI RS, MUMBAI 400067, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

ITEM NO.1: ADOPTION OF AUDITED FINANCIALS AS ON 31ST MARCH, 2025

To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon; and

(b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolutions with or without modifications, if any as Ordinary Resolutions:

a) "**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

b) "**RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

"**RESOLVED FURTHER THAT** any of the Director of the company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient to give effect to this resolution and file necessary form with concerned ROC."

ITEM NO. 02 APPOINTMENT OF DIRECTOR IN PLACE OF RETIRING DIRECTOR BY ROTATION

To appoint Mr. Sanjiv Hasmukh Shah (DIN: 06709778) who retires by rotation and being eligible offer himself for re-appointment, and, in this regard, to consider and if thought fit, to pass the following resolutions with or without modifications as Ordinary Resolutions:

"RESOLVED THAT Mr. Sanjiv Hasmukh Shah (DIN: 06709778) Director of the Company, who retires by rotation at this 12th Annual General Meeting and being eligible offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

ITEM NO. 03 APPOINTMENT OF M/s SHWETA JAIN & Co LLP (FRN 127673W), AS STATUTORY AUDITORS OF THE COMPANY:

To consider and if thought fit to pass with our without modifications, if any, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Sections 139, 142 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. Shweta Jain & Co LLP (FRN 127673W), (Partnership Firm), Chartered Accountants (FRN No. 127673W), be and are hereby appointed as the Statutory Auditors of the Company due to resignation of M/s. P.H. SHAH & CO, Chartered Accountant (FRN No. 115464W), the appointment of M/s. Shweta Jain & Co LLP (FRN 127673W), commence from the conclusion of this 12th Annual General Meeting till the conclusion of 13th Annual General Meeting.

"RESOLVED FURTHER THAT, Company Secretary or any of the Director of the company be and are hereby authorized, as the case may be, and file necessary form(s) with concerned ROC, to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution."

Special Business:

ITEM NO. 04 Appointment of M/s. Jaiswal A & Co, Practising Company Secretaries as Secretarial Auditors and fix their remuneration

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

"RESOLVED THAT pursuant to the provisions of Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Circulars issued thereunder from time to time and Section 204 and other applicable provisions of the Companies Act, 2013, if any read with Rule 9 of the Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014 ("the Act"), M/s Jaiswal A & Co., Practising Company Secretaries (COP: 12281) be and is hereby appointed as Secretarial Auditors of the Company for a period of 5 consecutive years, from April 1, 2025 to March 31, 2030 ('the Term'), on such terms & conditions, including remuneration as may be determined by the Board of Directors (hereinafter referred to as the 'Board' which expression shall include any Committee thereof or person(s) authorized by the Board;

RESOLVED FURTHER THAT approval of the Members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board;

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution, including the filing of necessary forms with the Registrar of Companies**."**

By Order of the Board of Directors
For Brandbucket Media & Technology Limited

Ajay Das
Director
DIN: 11812819
Place: Mumbai
Date:04/11/2026

NOTES:

1) The Ministry of Corporate Affairs, Government of India ("MCA") has, vide its circular No. 9/2024 dated September 19, 2024, read with the circulars dated April 8, 2020, April 13 2020, May 5,2020, January 13, 2021, December 8, 2021, December 28, 2022 and September 25, 2023 (Collectively referred to as "MCA Circulars").allowed inter-alia conducting of AGM through Video Conferencing / Other Audio -Visual Means("VC/OAVM") facilities on or before September 30, 2025. The Securities and Exchange Board of India ("SEBI") has also, vide its Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 30, 2024 ("SEBI Circular"), provided certain relaxation from compliance with certain provisions of the Listing regulations. In Compliance with these Circulars, the provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being conducted through the VC/OAVM facility without the physical presence of members at a common venue. The deemed venue for this AGM shall be the registered office of the Company. As the AGM is conducted through VC/OAVM, the facility for the appointment of a proxy by the members is not available for this AGM and hence the Proxy Form and Attendance Slip including the Route Map, are not annexed to this Notice.

2) In Compliance with the aforesaid provisions of the Act, Listing Regulations, MCA Circulars and SEBI Circulars, an electronic copy of the Annual Report for the Financial Year 2024-25 is being sent to all the members whose email addresses are registered with the Company/Depository Participant(s) for communication purposes. In case any Member is desirous of obtaining a hard copy of the Annual Report for the Financial Year 2024-25 and the Notice of this AGM of the Company, they may send a request to the Company's email addresses at compliance office, brandbucketmediatech@gmail.com, mentioning their Folio No./DP ID and Client ID.

3) An Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the notice is annexed.

4) Pursuant to Section 113 of the Act, Corporate/ Institutional members intending to appoint their authorized representative(s) to attend the AGM through VC/OAVM on its behalf on its behalf and to vote through remote e-voting are requested to send (in advance) , scanned copy (PDF/JPG Format) of a duly certified copy of the Board Resolution /Letter of Authority /Power of Attorney together with the respective specimen signatures of those representative(s), to the Scrutinizer through email to jaiswalarun82@gmail.com, with a copy marked to brandbucketmediatech@gmail.com and evoting @nsdl.com.Institutional Shareholders (i.e. other than Individuals, HUF, NRI etc) can also upload their Board Resolution /Power of Attorney/ Authority Letter etc by clicking on "Upload Board Resolution / Authority Letter" displayed under " e Voting" tab in their login.

5) In terms of Regulation 40 of Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be affected only in dematerialized form. In view of the same and to eliminate all the risk associated with physical shares and avail various benefits of dematerialization. Shareholders are advised to dematerlize the shares held by them in physical form. Shareholders can contact the company or Registrar or Share Transfer Agent ("RTA"), for assistance in this regard.

6) Green Initiative: Members who have not registered their email address with the company are requested to register their email address for receiving all the communication including Annual Report, Notices etc. from the Company electronically.

7) Inspection: All the documents referred to in the Notice, will be available electronically for inspection, without any fees, by the members from the date of circulation of this Notice upto the date of the AGM i.e. 16th November, 2026 on the website of the Company www.brandbucketmediatech.online. The Register of Directors & Key Managerial Personnel and their shareholding, Register of Contracts or

Arrangements in which Directors are interested and all other statutory documents will be available for electronic inspection by the members during the AGM.

8) Submission of questions or queries prior to AGM/Registration of speaker Shareholders: Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company from 6th November , 2026 to 12th November, 2026 through email on brandbucketmediatech@gmail.com. Such question shall be taken up during the meeting or replied by the Company suitably.

9) A Copy of Notice of this AGM along with Annual report for the Financial Year 2024-2025 is available in the Investor section on the website of the Company at www.brandbucketmediatech.online and website of the stock exchange s where the shares of the Company are listed i.e BSE Limited at www.bseindia.com and on the website of the National Security Depository Limited at www.evoting.nsdl.com.

10) With a view to using natural resources responsibly, we request shareholders to update their mail address, with their Depository Participants to enable the Company to send communications electronically. The Annual Report 2024-25 is being sent through electronic mode only to the members whose email addresses are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of their port. For members who have not registered their email addresses, physical copies of the Annual Report 2024-25 are being sent by the permitted mode.

11) Members are requested to notify any correction /change in their name / address including PIN Code number immediately to the Companies Register/ Depository Participant. In the event of non – availability of Members latest address either in the Companies records or in Depository Participant's records, members are likely to miss notice and other valuable correspondence sent by the company.

12) Members are requested to kindly mention their Folio Number/ Client ID Number (in case of Demat shares) in all their correspondence with the Companies Registrar to enable prompt reply to their queries.

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India and Regulation 44 of the Listing Regulations, as amended and the MCA Circulars, the Company is providing the facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM and for this purpose, it has appointed NSDL to facilitate voting through electronic means. Accordingly, the facility of casting votes by a Member using remote e-Voting system before the AGM as well as remote e-Voting during the AGM will be provided by NSDL. The remote e-Voting facility would be available during the following period:

Commencement of e-Voting	From 9.00 a.m. (IST) on 22nd November 2026
End of e-Voting	Upto 5.00 p.m. (IST) on 25th November 2026

During this period, Members holding shares either in physical form or in dematerialized form as on 19th **November, 2026 ('Cut-Off date')** may cast their vote by remote e-Voting before the AGM. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off date i.e., 19th November, 2026.

Members will be provided with the facility for remote voting through electronic voting system during the VC/OAVM proceedings at the AGM and those Members participating at the AGM, who have not already cast their vote by remote e-Voting before the Meeting, will be eligible to exercise their right to vote during such proceedings of the AGM. Members who have cast their vote on resolution(s) by remote e-Voting prior to the

AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.

Detailed procedure for remote e-Voting before the AGM / remote e-Voting during the AGM is provided in the Notes to the Notice of the AGM.

Instructions for Members for Attending the AGM Through VC / OAVM are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last minute rush.

2. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for AGM and will be available for Members on first come first served basis.

3. Members are encouraged to join the Meeting through Laptops for better experience.

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

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

6. Members facing any technical issue in login before / during the AGM can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000.

7. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at brandbucketmediatech@gmail.com between6th November, 2026 (9.00 a.m. IST) and 12th November 2026 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

8. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

   Pursuant to the General Circular No. 03/2025 dated September 22, 2025 ('MCA Circulars') and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

   Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.

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

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

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.brandbucketmediatech.online. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on22nd November, 2026 at 09. AM and ends on 25th November, 2026 at 05.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 03rd November, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 03rd November, 2026.

How do I vote electronically using NSDL e-Voting system?
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:
Step 1: Access to NSDL e-Voting system
A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e- Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play  
Individual Shareholders holding securities in demat mode with CDSL	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting

	option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

9) Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice and the registered office of the Company shall deemed to be the location of the AGM.

10) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

11) The Register of Contracts or Arrangements, in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

12) Pursuant to Reg. 42 of the SEBI (LODR) Regulations, 2015 read with section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books will remain closed from (04-11-2026 to 10-11-2026) (Both days inclusive) for the purpose of AGM.

13) As per Section 108 of the Companies Act, 2013, Rule 20(2) of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules 2015, and Chapter XB or Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, the Company has not provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Depository due to non-applicability. Voting through ballot paper will only be made available at the AGM.

14) **Mr. Arun Kumar Jaiswal, Practicing Company Secretary (Membership No: FCS- 14050)** has been appointed as the scrutinizer to act as scrutinizer for the purpose of Annual General Meeting (E-Voting 12th AGM).

15) The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.

16) All documents referred to in the Notice will be available for inspection at the Company's registered office during 11:00 am to 1:00 pm normal business working days up to the date of the AGM.

17) The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGM hall.

18) As per provisions of the Companies Act, 2013, facility for making s is available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down loaded from the website of the Ministry of Company affairs. Information required to be furnished under Reg. 36 of the of the SEBI (LODR) REGULATIONS, 2015 for Directors retired by rotation/Appointment of Director/Reappointment/ratifications:

I. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of **19th November, 2026.**

II. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice through Electronic means and holding shares as of the cut-off date i.e. 03rd November, 2026, may sending a request at brandbucketmediatech@gmail.com

III. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of E-voting.

IV. **Mr. Arun Kumar Jaiswal,** Practicing Company Secretary (Membership No. FCS 14050) has been appointed as the Scrutinizer for the Annual General Meeting to scrutinize the E-Voting and process in a fair and transparent manner.

V. The Scrutinizer shall after the conclusion of voting at the general meeting, unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a scrutinizer's report of the total votes cast in favour or against, if any, addressed to the Chairman or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.

VI. The Results of AGM voting will be declared along with the report of the Scrutinizer on or before 27th November, 2026 and shall be placed on the website of the Company www.brandbucketmediatech.online after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.

ITEM NO. 4

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendations of the Audit committee, the Board of Directors at its meeting held on 13th July, 2026 have appointed M/s. Jaiswal A & Co, Practicing Company Secretaries (COP: 12281) as the Secretarial Auditor of the Company for a term of five (5) consecutive financial years commencing from 2024-25 to 2029-2030. The appointment is subject to approval of the members of the Company. While recommending M/s. Jaiswal A & Co. for appointment, the Audit Committee and the Board considered the past audit experience, valuated various factors including the capability to handle a diverse and complex environment.

M/s Jaiswal A & Co. has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of M/s. Jaiswal A & Co. as the Secretarial Auditors of the Company.

The Board of Directors recommends the resolution for approval by the Members, as set out at Item No. 4 of the Notice.

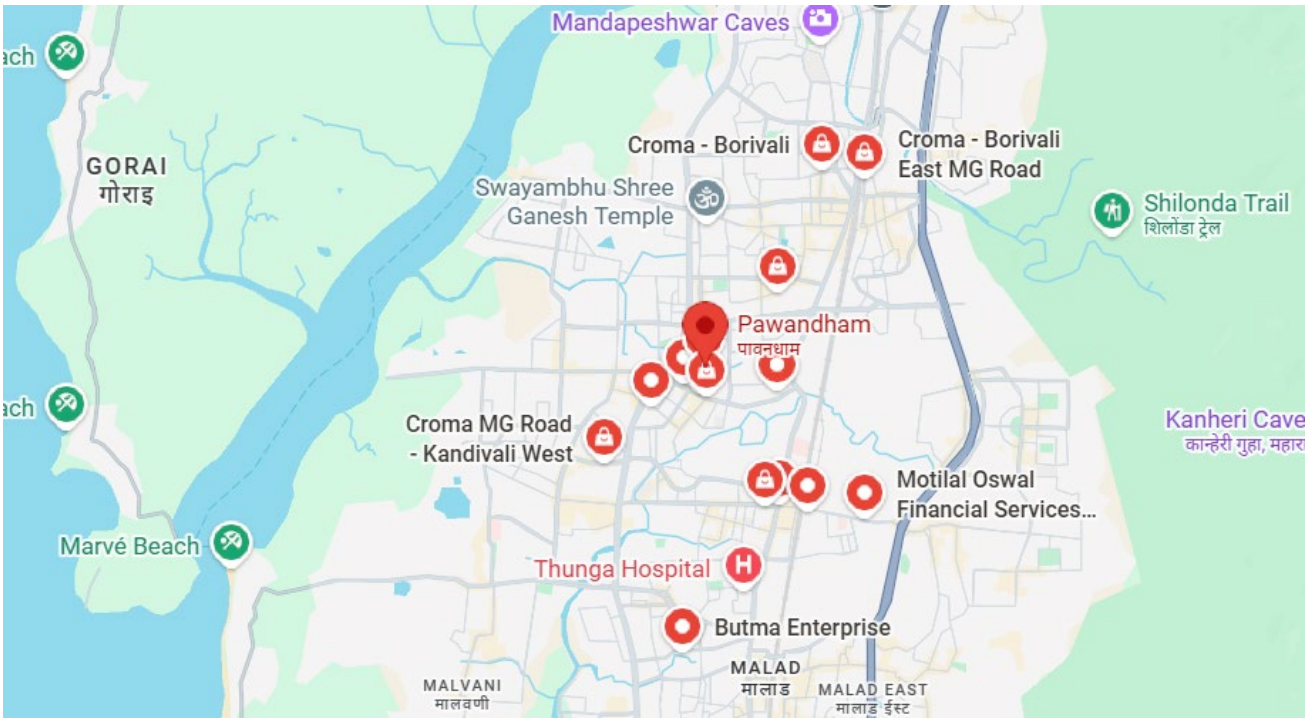
None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested financially or otherwise in this resolution. The Board recommends the resolution for approval of the shareholders

By Order of the Board of Directors
For Brandbucket Media & Technology Limited

Sd/-
Ajay Das
Director
DIN: 11812819
Place: Mumbai
Date: 04/11/2026

ROAD MAP FOR VENUE OF THE AGM

VENUE OF AGM- Shop No. 6, 1st Floor, BMC Market, CTS No 128 A 67 TO 69 OF Village Kandivali, Mahavir Nagar, Pawan Dham Road, Opp- Pawan Dham Mumbai, Kandivali RS, Mumbai 400067



DIRECTOR'S REPORT

To,
The Members,
BRANDBUCKET MEDIA & TECHNOLOGY LIMITED,

Your Directors take pleasure in presenting the 12th Annual Report on the business and operations of our Company together with Audited Financial Statement for the Financial Year ended March 31, 2025.

1) FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The key highlights of the Standalone and Consolidated Audited Financial Statements of your Company for the financial year ended March 31, 2025 and comparison with the previous financial year ended March 31, 2025 are summarized below:

Amount In Lakhs

Particulars	2024-25	2024-25	2023-24
	Standalone	Consolidated	Standalone
Revenue from Operations	1541.90	1854.76	3,132.96
Other Income			
Total	1541.90	1854.76	3,132.96
Profit after Interest & Depreciation	-11.98	-10.86	93.05
Profit before Tax	-11.98	-10.86	93.05
Less: Current Tax	-7.50	-9.04	-0.00
Less: Deferred Tax Asset / (Liability)	4.38	6.21	24.20
Profit after Tax	-8.86	-8.02	68.86

2) RESULT HIGHLIGHTS

During the year under review the Company has generated revenue from operations of Rs. 1,541.90/- lakhs (including other income) and earned net Loss after tax Rs 8.86 Lakhs as compared with the corresponding figures in the previous year of Rs. 3,132.96 lakh and Rs. 68.86 respectively. The total revenue is decreased by Rs. 1591.06 lakhs as compared with last year and net loss after tax increased by Rs. 77.72 lakhs as compared with last year.

3) DIVIDEND

In order to conserve the resources for business requirement, your Board of Directors do not recommend dividend for financial year 2024-2025.

4) TRANSFER TO RESERVE

Your Directors find it prudent not to transfer any amount to general reserve for the financial year 2024-2025.

5) CHANGE IN CAPITAL STRUCTURE

During the Financial year, there are following changes occurred, in the Share Capital of the Company:

I) The Authorised and Paid up Share Capital at the end of the year as on 31st March, 2025 was 25,00,00,000/- and 23,24,12,320/- respectively.

6) MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report

7) EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as provided under Section 92(3) of the Companies Act, 2013 and as prescribed in Form No. MGT- 9 of the Companies (Management and Administration) Rules, 2014 is appended as **ANNEXURE II** to this Report.

8) NOMINATION AND REMUNERATION POLICY

The Board has framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The details of this Policy are given in **ANNEXURE III** to this Report.

9) BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) Board of Director

As on March 31, 2025, the Board of Directors of the Company comprises of 5 (Five) Directors, of which 3 (Three) are Non-Executive Directors, 1 (One) is Executive Directors & 1(One) is Managing Director. The constitution of the Board of the Company is in accordance with Section 149(6) of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details are as follows:

Sr. No.	Name	Designation	Date of Appointment
1.	Ms. Nishigandha Shashikant Keluskar (resigned 15/06/2026	Managing Director	10/04/2021
2.	Mr. Sandeep Prabhakar Khare	Non-Executive Independent Director	18/09/2021
3.	Mr. Gaurav Mahendra Gore	Non-Executive Director	14/08/2019
4.	Mr. Amol Gulabrao Rokade	Non-Executive -Independent Director	23/09/2021
5.	Mr. Sanjiv Hasmukh Shah(resigned 15/06/2026	Executive Director	20/10/2022

Note:

On the basis of the written representations received from the Directors, none of the above directors are disqualified under Section 164 (2) of the Companies Act, 2013 and are also not debarred by SEBI or any other statutory authority for holding office of a Director.

b) Key Managerial Personnel

As per the provisions of Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company as on March 31, 2025 were as under:

Name of KMP	Designation	Date of Appointment and Cessation
Mr. Kailas Nandu Salve	Chief Financial Officer	Appointed w.e.f 18/09/2021
Mrs. Kanika Kabra	Company Secretary and Compliance Officer	Appointed w.e.f 01/06/2022 Resigned 31/03/2025

10) NUMBER OF BOARD MEETINGS

During the year under review, the Board of Directors duly met 6 (Six) times, in respect of which meetings proper notice were given and the proceedings were properly recorded and signed in the minute's book maintained for the purpose.

Sr. No.	Date of Board Meeting
1.	30-05-2024
2.	04-09-2024
3.	07-08-2024
4.	14-11-2024
5.	21-12-2024
6.	22-02-2025

11) DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016

During the year under review, there was no application made or proceedings pending in the name of the Company under the Insolvency Bankruptcy Code, 2016.

12) DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS

During the year under review, there has been no one time settlement of Loans taken from Banks and Financial Institutions.

13) ANNUAL EVALUATION PEFORMANCE OF THE BOARD

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its own performance, the directors individually, as well as the evaluation of the working of its Committees. The Company has devised a questionnaire to evaluate the performances of each of Executive and Independent Directors. Such questions are prepared considering the business of the Company and the expectations that the Board have from each of the Directors. The evaluation framework for assessing the performance of Directors comprises of the following key areas:

i. Attendance of Board Meetings and Committee Meetings;
ii. Quality of contribution to Board Deliberations;
iii. Strategic perspectives or inputs regarding future growth of the Company and its performance;
iv. Providing perspectives and feedback going beyond information provided by the management.

14) EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY:

During the year under review, No Extra-Ordinary General Meeting was held;

15) COMMITTEES OF THE BOARD:

The Board of Directors of your Company have formed various Committees, as per the provisions of the Companies Act, 2013 and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as a part of the best corporate governance practices, the terms of reference and the constitution of those Committees is in compliance with the applicable laws.

There are currently three Committees of the Board, as follows:

a) Audit Committee
b) Stakeholders' Relationship Committee

c) Nomination and Remuneration Committee

(1) AUDIT COMMITTEE

Committee Constitution is as follows:

Name of the Director	Designation	Nature of Directorship
A. Mr. Sandeep Prabhakar Khare	Chairman	Non-Executive and Independent Director
B. Mr. Gaurav Mahendra Gore	Member	Non-Executive Director
C. Mr. Amol Gulabrao Rokade	Member	Non-Executive and Independent Director

Company Secretary and Compliance Officer of our Company is the Secretary to the Audit Committee.

During the year under reference, 4 (Four) Audit Committee meetings were dated 30/05/2024, 14/11/2024 . 21/12/2023 and 22/02/2025 properly convened & held.

Terms & Scope of Work of Committee:

a. Oversight of our Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
b. Recommendation for appointment, re-appointment and replacement, remuneration and terms of appointment of auditors of our Company;
c. Reviewing and monitoring the auditor's independence and performance and the effectiveness of audit process;
d. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
e. Reviewing the financial statements with respect to its unlisted Subsidiary(ies), in particular investments made by such Subsidiary(ies);
f. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
ii. Changes, if any, in accounting policies and practices and reasons for the same;
iii. Accounting entries involving estimates based on the exercise of judgment by management;
iv. Significant adjustments made in the financial statements arising out of audit findings;
v. Compliance with listing and other legal requirements relating to financial statements;
vi. Disclosure of any related party transactions; and
vii. Modified opinion(s) in the draft audit report.
g. Reviewing, the quarterly financial statements with the management before submission to the Board for approval;
h. Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
i. Approval or any subsequent modification of transactions of our Company with related parties;
j. Scrutiny of inter-corporate loans and investments;
k. Valuation of undertakings or assets of our Company, wherever it is necessary;
l. Evaluation of internal financial controls and risk management systems;
m. Monitoring the end use of funds raised through public offers and related matters;
n. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
o. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
p. Discussion with internal auditors of any significant findings and follow up thereon;
q. Reviewing the findings of any internal investigations by the internal auditors into matters where there

is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

r. Discussion with statutory auditors before the commencement of the audit, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

s. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

t. To establish and review the functioning of the whistle blower mechanism;

u. Establishing and over viewing a vigil mechanism for directors and employees to report their genuine concerns or grievances;

v. Approval of appointment of the chief financial officer (i.e., the whole-time finance director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

w. Carrying out any other terms of reference as may be decided by the Board or specified/ provided under the Companies Act, 2013 or the SEBI Listing Regulations or by any other regulatory authority; and

x. reviewing the utilization of loans and/ or advances from/investment by the and holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances /investments existing as on the date of coming into force of this provision.

y. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

z. Review of (1) management discussion and analysis of financial condition and results of operations; (2) statement of significant related party transactions (as defined by the audit committee), submitted by management; (3) management letters / letters of internal control weaknesses issued by the statutory auditors; (4) internal audit reports relating to internal control weaknesses; (5) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee; (6) statement of deviations including (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI Listing Regulations; (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the SEBI Listing Regulations.

(2) STAKEHOLDERS' RELATIONSHIP COMMITTEE:

Committee Constitution is as follows:

Name of the Director	Designation	Nature of Directorship
a) Mr. Sandeep Prabhakar Khare	Chairman	Non-Executive and Independent Director
b) Mr. Gaurav Mahendra Gore	Member	Non-Executive Director
c) Mr. Amol Gulabrao Rokade	Member	Non-Executive and Independent Director

During the year, only 2 Stakeholder's Relationship Committee meeting were dated, 21/12/2024 and 22-02-2015, properly convened & held.

Terms & Scope of Work of Committee:

The terms of reference of the Stakeholder's Relationship Committee include the following:

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

(3) NOMINATION AND REMUNERATION COMMITTEE

Committee Constitution is as follows;

Name of the Director	Designation	Nature of Directorship
a) Mr. Sandeep Prabhakar Khare	Chairman	Non-Executive and Independent Director
b) Mr. Gaurav Mahendra Gore	Member	Non-Executive Director
c) Mr. Amol Gulabrao Rokade	Member	Non-Executive and Independent Director

During the year, 2(Two) Nomination and Remuneration Committee meeting were dated, 21/12/2024, 22/02/2025 properly convened & held.

Terms & Scope of Work of Committee:

The terms of reference of the Nomination and Remuneration Committee are:

a. identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance;
b. formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees
c. while formulating the policy under (b) above, ensure that

i. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
ii. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
iii. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:

d. such other functions / activities as may be assigned / delegated from time to time by the Board of Directors of the Company and/or pursuant to the provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable from time to time to the Company.
e. formulation of criteria for evaluation of performance of independent directors and the board of directors;
f. devising a policy on diversity of board of directors;
g. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
h. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
i. Recommend to the board, all remuneration, in whatever form, payable to senior management.

16) FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Company has practice of conducting familiarization Programme for Independent Directors of the Company.

Every new independent director of the Board attended an orientation program. To familiarize the new inductees with the strategy, operations and functions of our Company, the executive directors/senior managerial personnel make presentations to the inductees about the Company's Strategy, operations, product and service offerings, markets, software delivery, organization structure, finance, human resources, technology, quality, facilities and risk management.

The Company has organized the following workshops for the benefit of Directors and Independent

Directors:

(a) a program on how to review, verify and study the financial reports;

(b) a program on Corporate Governance;

(c) provisions under the Companies Act,2013; and

(d) SEBI Insider Trading Regulation, 2015.

Further, at the time of appointment of an independent director, the Company issues a formal letter of appointment outlining his/her role, functions, duties and responsibilities as a director.

17) DECLARATION BY INDEPENDENT DIRECTORS

Pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, read with Schedule IV and other applicable provisions, if any, and the Companies (Appointment and Qualification of Directors) Rules, 2014, the Independent Directors are appointed for a term of 5 years and are not liable to retire by rotation.

Further, the Company has received the declarations from the Independent Directors confirming that they meet with the criteria of Independence as prescribed under the amended provisions of Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the same has been taken on the records of the Company in the Board meeting and Annual Report 2024-25 there has been no change in the circumstances affecting their status as Independent Directors of the Company.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than receiving the Sitting fees, Commission, if any, and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board / Committees of the Company.

18) DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) read with Section 134(5) of the Act, on the basis of information placed before them, the Directors state that:

i. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
ii. appropriate accounting policies have been selected and applied consistently, and the judgments and estimates that have been made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2025 and of the Loss of the Company for the said period;
iii. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
iv. the annual accounts have been prepared on a going concern basis;
v. the internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
vi. There is a proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

19) INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

20) MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of the (Listing Obligations Disclosures Requirements), Regulations, 2015 is presented in a separate section and forms part of the Annual Report of the Company. The details of this Report are given in **ANNEXURE VI** to this Report.

21) PARTICULARS OF LOANS, GUARANTEES, OR INVESTMENTS

The details of Loans given, Investments made and guarantees given and securities provided under the Section 186 of the Companies Act, 2013 have been provided in the notes to the Financial Statements.

22) PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3) of the Companies Act in Form AOC-2 is not applicable. Attention of the members is drawn to the disclosures of transactions with the related parties is set out in Notes to Accounts forming part of the financial statement.

23) STATUTORY DISCLOSURES

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with the Rule 8(3) of The Companies Accounts) Rules, 2014 is as follows:

A	**CONSERVATION OF ENERGY**	
i)	Steps taken or impact on conservation of energy	Your Company accords highest priority to energy conservation and is committed for energy conservation measures including regular review of energy consumption and effective control on utilization of energy. The Company has designed its facilities keeping in view the objective of minimum energy loss. The Company has taken all steps to conserve Energy in the work places by educating and training the employees to conserve energy. The Company has installed invertor AC in areas which are operating extended hours. Energy saving LED lights are installed at various laboratories and collection centers.
ii)	Steps taken by the Company for utilizing alternate sources of Energy	The Company being in the service industry does not have any power generation units and did not produce/generate any renewable or conventional power
iii)	Capital investment on energy conservation Equipment	The Capital investment on energy conservation equipment is insignificant.
B	TECHNOLOGY ABSORPTION	
i)	Efforts made towards technology absorption	The Company being in Service Sector has adopted all new technology in terms of new software and hardware and latest machinery with automated processes available in the current Techno-environment and commensurate to the size, scale and complexity of its operations.
ii)	Benefits derived from technology absorption	Technology absorption has helped the Company to provide better and more accurate service to the Customers.
iii)	Details of Imported technology (last three years)	
	3. Details of technology imported	Nil
	4. Year of Import	N.A.

	5. Whether technology being fully absorbed	N.A.

	6. If not fully absorbed, areas where absorption has not taken place and reasons thereof	N.A.
iv)	Expenditure incurred on Research and development	Nil
C	FOREIGN EXCHANGE EARNINGS AND OUTGO (₹ in Lakhs)	
i)	Foreign Exchange Inflow	Nil
ii)	Foreign Exchange outflow	Nil

24) RISKS MANAGEMENT AND AREA OF CONCERN

The Company has laid down a well-defined Risk Management Policy covering the risk mapping, trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitoring of both business and non- business risk. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined framework.

Although, market conditions are likely to remain competitive, future success will depend upon offering improved products through technology innovation and productivity. The Company continues to invest in these areas.

The Company has the risk management and internal control framework in place commensurate with the size of the Company. However Company is trying to strengthen the same. The details of the risks faced by the Company and the mitigation thereof are discussed in detail in the Management Discussion and Analysis report that forms part of the Annual Report.

25) CHANGE IN THE NATURE OF BUSINESS

During the year under review there is no change in the nature of Business of the Company.

26) SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Binarycode IT and Consulting Private Limited (BICPL) remains 100 % subsidiary of our company.

A separate statement containing the salient features of financial statements of Subsidiary Company of your Company forms part of Annual Report in the prescribed Form AOC-1 as Annexure II in compliance with Section 129 and other applicable provisions, if any, of the Companies Act, 2013.

The Financial Statements of the Subsidiary company and related information are available for inspection by the Members at the Registered Office of the Company during the business hours on all days except Saturdays, Sundays and public holidays up to the date of the Annual General Meeting (AGM) as required under Section 136 of the Companies Act, 2013. Further in line with the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and in accordance with IND AS – 110, Consolidated Financial Statement prepared by the Company includes financial information of its Subsidiary Company

27) DETAILS RELATING TO DEPOSITS, COVERED UNDER CHAPTER V OF THE COMPANIES ACT 2013

Pursuant to the provisions of Section 73 & 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules 2014, the Company has not invited/accepted any deposits from the public during the year under review. However, the Company has not taken unsecured deposits from Directors and relatives of the Directors of the Company.

28) CORPORATE SOCIAL RESPONSIBILITY

During the year under review, the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, are not applicable to the Company.

29) SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations.

30) INTERNAL FINANCIAL CONTROL SYSTEM

Your Company has an internal financial control system commensurate with the size, scale and complexity of its operations. The Audit Committee has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. The Audit Committee has a process for timely check for compliance with the operating systems, accounting procedures and policies. Major risks identified by the businesses and functions are systematically addressed through mitigating action on continuing basis.

31) STATUTORY AUDITORS & REPORT OF THE AUDITORS

Due to resignation of M/s. P.H. Shah & Co. Chartered Accountants having Firm Registration No. 115464W w.e.f. 26th May, 2025 the Board in their Meeting held on 30th June, 2026 proposed to appoint M/S Shweta Jain & Co LLP, Chartered Accountants FRN: 127673W/W10114 a period of 2 years till the completion of 13th Annual General Meeting.

The Statutory Auditors have confirmed their eligibility pursuant to section 139 of the Companies Act, 2013. The Board proposed the resolution for appointment of M/s. Shweta Jain & Co LLP, Chartered Accountants for approval of the Members in the ensuing 12th Annual General Meeting of the Company

32) SECRETARIAL AUDIT REPORT

Pursuant to Section 204 read with Section 134(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Board of Directors of the Company has appointed M/s Jaiswal A & Co., Practicing Company Secretary, to undertake the Secretarial Audit of the Company for the Financial Year 2024-25. The Secretarial Audit Report in the prescribed Form No. MR-3 is attached as "**Annexure I**" and forms a part of this Report.

Secretarial audit report except what have been specifically mentioned the Report which is self-explanatory. There are following qualifications, reservations or adverse remarks or disclaimers made by Secretarial Auditors:

The Company has filed some of the Forms like DIR-12, AOC-4 XBRL, MGT-7 with the Additional fees.

Management Response:

With reference to the non-filing of forms it was given to the professional for filing but due to some unavoidable Reasons Company was not able to file and hence this ignorance and non- filing event was taken placed.

33) COST AUDITORS

During the year under review, the provisions of the Section 148 of the Companies Act, 2013, are not applicable to the Company. Hence, the company does not required to appoint the Cost Auditor.

34) INTERNAL AUDITORS

The Company has robust internal audit system for assessment of audit findings and its mitigation. The Internal Audit function covers all the labs, inventory audit, stock takes, audit for project related accounts, corporate accounts etc.

The Audit Committee in its quarterly meetings reviews the internal audit and controls reports. The Company's internal controls are commensurate with the size and operations of the business. Continuous internal monitoring mechanism ensures timely identification and Redressal of issues.

35) POLICY ON VIGIL MECHANISM/CODE OF CONDUCT

The Company has a Whistle Blower Policy in line with the provisions of the Section 177 of the Companies Act, 2013. This policy establishes a vigil mechanism for directors and employees to report their genuine concerns actual or suspected fraud or violation of the Company's code of conduct. The said mechanism also provides for adequate safeguards against victimization of the persons who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee. We confirm that during the financial year 2024-25, no employee of the Company was denied access to the Audit Committee. The said Whistle Blower Policy is available on the website of the Company at https://www.brandbucketmediatech.online

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts. The Code has been posted on the Company's website https://www.brandbucketmediatech.online

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management staff was given appropriate training in this regard.

36) DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT 2013

Your Company is committed to creating and maintaining an atmosphere in which employees can work together, without fear of sexual harassment, exploitation and intimidation. Accordingly the Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act 2013. Internal Complaints Committee (ICC) was set up to redress complaints received regarding sexual harassment. All employees (Permanent, Contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year:

No. of Complaints received	NIL
No. of Complaints disposed off	NIL

37) MEETING OF INDEPENDENT DIRECTORS:

During the year under review, one Independent Director Meeting held on 28/03/2025 for the F. Y. 2024-25.

The object of Independent Directors Meeting was to review the performance of Non- independent Director and the Board as a whole including the Chairperson of the Company. The Company assures to hold the Separate Meeting of Independent Director of the Company as earliest possible.

38) POSTAL BALLOT:

No Postal ballot was conducted by the company during the year 2024-25.

39) PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

40) LISTING FEES:

The Equity Shares of the Company is listed on BSE (SME Platform) Limited and the Company has paid the applicable listing fees to the Stock Exchange till date.

41) CEO/CFO CERTIFICATION:

The Chief Executive Officer and Chief Financial Officer Certification as required under Regulation 17(8) read with Part B of Schedule II of the SEBI (LODR) Regulation, 2015 not applicable on the Company as the Company is listed on the SME platform and the exemption is granted to the Companies listed on the SME platform under Regulation 15(2) of SEBI (LODR), Regulations, 2015 under **Annexure VII** of this report.

42) PARTICULARS OF EMPLOYEES AND RELATED INFORMATION:

In terms of the provisions of Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement containing the disclosures pertaining to remuneration and other details as required under the Act and the above Rules are The disclosures as specified under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2024- 2025, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-2025 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company is attached as **Annexure IV**.

43) CORPORATE GOVERANCE

As per the Guideline and direction of the SEBI & Stock Exchange accordingly the company has been adhering to the directions and guideline, as required and if applicable on the Companies size and type (as per the Regulations and rules the Corporate Governance is not applicable on SME Listed Companies).

44) SECRETARIAL STANDARDS

The Company has devised proper systems to ensure compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and the Company complies with all the applicable provisions of the same during the year under review.

45) UTILISATION OF THE PROCEEDS FROM ISSUE OF EQUITY SHARES

No funds were raised during the year:

Objects for which funds have been raised and where there has been a deviation, in the following table:-

46) ACKNOWLEDGEMENT:

Your Directors wish to place on record their appreciation and sincere thanks to the State Governments, Government agencies, Banks & Financial Institutions, customers, shareholders, vendors and other related organizations, who through their continued support and co- operation have helped, as partners in your Company's progress. Your Directors, also acknowledge the hard work, dedication and Commitment of the employees.

By order of the Board of Directors
For, Brandbucket Media & Technology Limited

Sd/-	**Sd/-**
Ajay Das	**AMOL GULABRAO ROKADE**
Managing Director	**Director**
DIN: 11812819	**DIN: 09325082M**
Place: Mumbai	
Date: 04/11/2026	

ANNEXURE I
Form MR-3-SECRETARIAL AUDIT REPORT
For the financial year ended 31st March 2025

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To
The Members
Brandbucket Media & Technology Limited ,
Shop No. 6, 1st Floor, BMC Market, CTS NO 128 A 67 TO 69
Village Kandivali, Mahavir Nagar, Pawan Dham Road,
Opp Pawan Dham Mumbai Kandivali RS,
Mumbai 400067

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Brandbucket Media & Technology Limited (CIN: L93000MH2013PLC246147**) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification *of* the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025, generally complied with the statutory provisions listed hereunder, to the extent applicable, and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2025, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder to the extent applicable;

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

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

(iv) The Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECBs) to the extent applicable;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEB1 Act):

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

(b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (effective from 1st December, 2015);

(c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(d) The Securities and Exchange Board of India (1ssue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time;

(e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021: (Not applicable to the Company during the audit period)

(g) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)

(h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993

2. Provisions of the following Regulations and Guidelines were not applicable to the Company under the audit period.

(a) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

(b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(f) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

3. I have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The Other relevant Laws which are specifically Applicable to the Company:

(i) Maharashtra state tax on professions, Trades, Callings and Employment Act, 1975.

(ii) The Equal Remuneration Act, 1976.

(iii) The Electricity Act, 2003 as in force from time to time.

(iv) Bombay Shops and Establishments Act, 1948.

(v) Acts prescribed under Direct and Indirect Tax.

(vi) Labor Laws and other incidental laws related to labor and employees appointed by the Company either on its payroll or on a contractual basis.

4. I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards on Meetings of the Board of Directors (SS-l) and on General Meetings (SS-2) issued by The Institute of Company Secretaries of India and made effective from 1st July, 2015.

(ii) The Company being a listed company, the provisions of the Listing Agreement/Revised Listing Agreement with Stock Exchange are applicable. The Company is listed with the Bombay Stock Exchange Limited (BSE "SME").

"It is, however, noted that during the financial year ended 31st March, 2025, the Company could not fully adhere to certain filing and disclosure obligations prescribed under the Listing Agreement and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations), in relation to the Bombay Stock Exchange (BSE "SME"), where the Company's Equity Shares are listed. The Management has represented that the said non-compliances were on account of certain procedural and administrative constraints, and that necessary steps are being initiated to regularize the same. The specific instances of such non-compliances have been detailed under Paragraph 6 of this Report."

5. I further report that the Company has, in my opinion, complied with the provisions of the Companies Act, 2013 and the Rules made under that Act as notified by Ministry of Corporate Affairs and guided by the Memorandum and Articles of Association of the Company, with regard to:

(a) Maintenance of various statutory registers and documents and making necessary entries therein;

(b) Closure of the Register of Members.

(c) Forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;

(d) Service of documents by the Company on its Members, Auditors and the Registrar of Companies;

(e) Notice of Board meetings and Committee meetings of Directors;

(f) The meetings of Directors and Committees of Directors including passing of resolutions by circulation;

(g) Minutes of proceedings of General Meetings and of the Board and its Committee meetings;

(h) Approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;

(i) Constitution of the Board of Directors/Committee(s) of Directors, appointment, retirement/disclosures and reappointment of Directors including the Managing Director and Whole-time Directors and Key Managerial Personnel.

(j) Payment of remuneration to Directors including the Managing Director and Whole-time Directors;

(k) Appointment and remuneration of Auditors and Cost Auditors;

(1) Transfers and transmissions of the Company's shares and issue and dispatch of duplicate certificates of shares;

(m) Borrowings and registration, modification and satisfaction of charges - not applicable;

(n) Investment of the Company's funds including investments and loans to others;

(o) Form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule III to the Act;

(p) Directors' report;

(q) Contracts, common seal, registered office and publication of name of the Company; and

(r) Generally, all other applicable provisions of the Act and the Rules made under the Act.

6. I further report that:

a. ***The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Women Director, Non-Executive Directors, and Independent Directors.***

b. ***Regulation 55A(1) of SEBI (Depositories and Participants) Regulations, 1996, requires every issuer to submit to the Stock Exchanges, audit report by a practicing Company Secretary or qualified Chartered Accountant on a quarterly basis, for the purposes of reconciliation of the total issued capital. The Company has not filed the said report with the Bombay Stock Exchange Limited (BSE "SME") for all the quarters within stipulated time during the financial year 2024-25.***

"The Company has failed to comply with the provisions of Regulation 55A(1) of the SEBI (Depositories and Participants) Regulations, 1996, as it has not submitted the Reconciliation of Share Capital Audit report with Bombay Stock Exchange Limited (BSE "SME") for any of the quarters within due date during the financial year 2024-25.

As per Regulation 40(10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 201S, the Company has not filed the certificate with Bombay Stock Exchange Limited (BSE "SME") for the year ended 31st March, 2025.

"The Company has failed to comply with the provisions of Regulation 40(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as it has not filed the certificate with the Bombay Stock Exchange Limited (BSE "SME") for the year ended 31st March, 2025.

c. ***As per Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has not filed the Shareholding Pattern with the Bombay Stock Exchange Limited (BSE "SME") for all the quarters of the Financial Year 2024-25 within the stipulated time.***

d. **The Company has received show cause notice from BSE Limited for non-availability of Company at its official registered office. Later on BSE has suspended trading of the shares of the Company wef April, 2025 with respect to the above show cause notice.**

e. **OVERALL NON-COMPLIANCE WITH SEBI REGULATIONS AND BSE "SME"LISTING REQUIREMENTS:**

"It is hereby reported that the Company, being a listed entity on the Bombay Stock Exchange Limited (BSE "SME"), has failed to make any compliance whatsoever with the mandatory reporting, filing, and disclosure obligations prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) and the Listing Agreement entered into with the Bombay Stock Exchange Limited (BSE "SME"), for the entire financial year 2024-25 after due dates.

(i) Quarterly Financial Results — as required under Regulation 33 of the SEBI (LODR) Regulations, 2015;

(ii) Shareholding Pattern — as required under Regulation 31 of the SEBI (LODR) Regulations, 2015 (for all four quarters);

(iii) Reconciliation of Share Capital Audit Report — as required under Regulation 55A(1) of the SEBI (Depositories and Participants) Regulations, 1996 (for all four quarters);

(iv) Certificate under Regulation 40(10) of the SEBI (LODR) Regulations, 2015;

(v) Any other periodic compliance reports, disclosures, or intimations as required under the applicable SEBI Regulations and the Listing Agreement with Bombay Stock Exchange Limited (BSE "SME").

The Company is strongly advised to immediately regularize all pending compliances with the Bombay Stock Exchange Limited (BSE "SME") and SEBI, failing which the Company may be exposed to significant regulatory action, penalties, and/o r suspension/revocation of its listing status."

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

i. Decision in the meeting of Board of Directors were taken unanimously and recorded as part of the minutes.

ii. The Company has obtained all necessary approvals under the various Provisions of the Act: and

iii. ***There was show cause notice issued by GST Department and a penalties of Rs. 6,08,87,263 were imposed during the year under review by GST department. DGGI Bangalore had conducted Search at premise during the year under review***.

iv. The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;

7. The Company has complied with the provisions of the Securities Contracts (Regulation) Act, 1956 and the Rules made under that Act, with regard to maintenance of minimum public shareholding.

8. I further report that the Company has complied with the provisions of the Depositories Act, 1996 and the Byelaws framed thereunder by the Depositories with regard to dematerialization/dematerialization of securities and reconciliation of records of dematerialized securities with all securities issued by the Company.

9. The Company has complied with the provisions of the FEMA, 1999 and the Rules and Regulations made under that Act to the extent applicable.

10. We further report that:

a. The Company has NOT complied with the requirements under the Equity Listing Agreement entered into with the Bombay Stock Exchange Limited (BSE "SME"). As detailed under Paragraph 6 of this Report, the Company has failed to make any compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement with Bombay Stock Exchange Limited (BSE "SME") during the entire financial year 2024-25, which constitutes a material and willful non-compliance with SEBI regulations applicable to listed entities.

The non-compliance of the Company with its Listing Agreement obligations and SEBI LODR Regulations, 2015 vis-à-vis the Bombay Stock Exchange Limited (BSE "SME") du ring the financial year 2024-25 is a matter of grave concern. The Company's complete failure to fulfil its statutory disclosure and filing obligations as a listed company is hereby specifically reported and flagged for appropriate action by the concerned authorities.

b. The Company has complied with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of Records required under the said Regulations;

c. The Company has complied with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;

11. We further report that based on the information received and records maintained there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

These events have major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For JAISWAL A & CO.

Arun Kumar Jaiswal
Practicing Company Secretary
Proprietor
Mem. No.F14050; C.P. No- 12281
UDIN NO- F014050H001393758
Peer Review Cert. No.: 2636/2022

Place : Kolkata
Date : 06.09.2026

NOTE-This report is to be read out with our letter of even date which is annexed as Annexure I and forms an integral part of this report.

Annexure - I
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2025

To
The Members
Brandbucket Media & Technology Limited ,
Shop No. 6, 1st Floor, BMC Market, CTS NO 128 A 67 TO 69
Village Kandivali, Mahavir Nagar, Pawan Dham Road,
Opp Pawan Dham Mumbai Kandivali RS,
Mumbai 400067

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Whenever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For JAISWAL A & CO.

Arun Kumar Jaiswal
Practicing Company Secretary
Proprietor
Mem. No.F14050; C.P. No- 12281
UDIN NO- F014050H001393758
Peer Review Cert. No.: 2636/2022

Place : Kolkata
Date : 06.09.2026

ANNEXURE II

FORM NO.MGT-9
Extract of Annual Return as on the Financial Year Ended on 31st March, 2025

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

1. REGISTRATION AND OTHER DETAILS:

i.	**CIN**	L93000MH2013PLC246147
ii.	**Registration Date**	25/07/2013
iii.	**Name of the Company**	Brandbucket Media & Technology Limited
iv.	**Category/Sub-Category of the Company**	Company Limited by Shares/Indian Non-Government Company
v.	**Address of the Registered office and contact details**	Shop No. 6, 1st Floor, BMC Market, CTS No 128 A 67 TO 69 OF Village Kandivali, Mahavir Nagar, Pawan Dham Road, Opp Pawan Dham Mumbai. Kandivali RS, Mumbai 400067 (shifting of RO w.e.f. 01.06.2026) Tel: 8697630156 Email :brandbucketmediatech@gmail.com Website: www.brandbucketmediatech.online
vi.	**Whether listed company**	Yes
vii.	**Name, Address and Contact details of Registrar and Transfer Agent, if any**	**Purva Sharegistry (India) Private Limited** 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Lower Parel (E), Mumbai – 400059 Tel: 022-23010771 / 49614132 Fax: 022-2301 2517 Email: Support@purvashare.com Website: www.purvashare.com Appointment Date: 23/11/2022

2. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated as under:

Sr. No.	Name and Description of Main Product Services	NIC Code of the Product /Service	% of Total Turnover of the Company
1.	Advertising & Media Consulting	73100	**100%**

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name And Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of Shares held	Applicable Section

1.	**BINARYCODE IT AND CONSULTING PRIVATE LIMITED**	U72100MH2020PTC339135	Subsidiary	100	2(87)(ii)

4. SHAREHOLDING PATTERN (Equity Share Capital) Breakup as percentage of Total Equity:

b) **CATEGORY-WISE SHAREHOLDING:**

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2024)				No. of Shares held at the end of the year (As on 31.03.2025)				% Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.Promoters									
(1) Indian									
a) Individual/HUF	1,56,165	0	1,56,165	0.67	1,56,165	0	1,56,165	0.67	0
b) Central Govt.	0	0	0	0	0	0	0	-	0
c) State Govt.	0	0	0	0	0	0	0	-	0
d) Bodies Corporate	9,12,487	0	9,12,487	3.93	47,54,487	0	47,54,487	20.46	+16.53
e)Banks/FI	0	0	0	0	0	0	0	-	0
f) Any other…	0	0	0	0	0	0	0	-	0
Sub-Total A (1)	**10,68,652**	**0**	**10,68,652**	**4.60**	**49,10,652**	**0**	**49,10,652**	**21.13**	**+16.53**
(2) Foreign	0	0	0	0	0	0	0	0	0
a) NRIs–Individuals	0	0	0	0	0	0	0	0	0
b) Other–Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d)Bank/FI	0	0	0	0	0	0	0	0	0
e)Any Other…	0	0	0	0	0	0	0	0	0
Sub-Total(A)(2):	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoters (A)=(A)(1)+(A)(2)	**10,68,652**	**0**	**10,68,652**	**4.60**	**49,10,652**	**0**	**49,10,652**	**21.13**	**+16.53**
B. Public Shareholding									
(1) Institutions	0	0	0	0	0	0	0	0	0
b) Mutual Fund /UTI / LIC	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.(s)	0	0	0	0	0	0	0	0	0
e) Alternate Investo Fund/Venture Capita Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h)Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0

i) Others (specify)	0	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
2. Non-Institutions										
a) Bodies Corp.										
i) Indian	14,25,023	0	14,25,023	14,25,023	6.13	2999023	0	2999023	12.90	+6.77
ii) Overseas	0	0	0	0		0	0	0	0	0
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	55,09,157	0	55,09,157	55,09,157	23.70	1924261	0	1924261	8.28	-15.42
ii) Individua shareholders holding nominal share capita in excess of Rs 1 lakh	1,05,32,400	0	1,05,32,400	1,05,32,400	45.32	16939296	0	16939296	72.88	+27.56
c) Others (HUF Clearing Members Foreign Nationals NRI, Trust)	8,64,000	0	8,64,000	8,64,000	3.72	310000	0	310000	1.33	-2.39
Sub-total (B)(2):-	**1,83,30,583**	**0**	**1,83,30,583**	**1,83,30,583**	78.87	**22172580**	**0**	**22172580**	**95.40**	**16.53**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**1,83,30,583**	**0**	**1,83,30,583**	**1,83,30,583**	78.87	**22172580**	**0**	**22172580**	**95.40**	**16.53**
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0		0	0	0	0	0
Grand Tota (A+B+C)	**2,32,41,232**	**0**	**2,32,41,232**	**2,32,41,232**	100	**23241232**	**0**	**23241232**	**100%**	**0**

(4) Change in Promoters' Shareholding (Please specify, if there is no change): Change Details as follows:

Shareholders Name	**Shareholding at the beginning of the year (As on 01.04.2023)**			**No. of Shares held at the end of the year (As on 31.03.2024)**			**% Change in Shareholding during the year***
	No. of Shares	**% of total shares of the Company**	**% of Shares Pledged / encumbered to total shares**	**No. of Shares**	**% of total shares of the Company**	**% of Shares Pledged / encumbered to total shares**	
A. Individuals							
Nishigandha Shashikant Keluskar	1,56,165	0.67%	NIL	1,56,165	0.67%	NIL	-Nil
B.Bodies Corporate							

Createroi Financial Consultancy Private	43,19,400	18.59%	NIL	4,77,400	2.05%	NIL	-16.54
Zylo enterprises private limited	4,35,087	1.87%	NIL	4,35,087	1.87%	NIL	Nil
Total	**49,10,652**	**21.13%**	**NIL**	**1068652**	**4.59%**	**NIL**	**-16.54**

*** % of Change in Shareholding during the year occurred due to allotment of Equity Shares on preferential basis.**

(5) **Shareholding of Directors and Key Managerial Personnel:**

S. No.	Name	Shareholding at the beginning of the year (01.04.2024)		Increase/ Decrease In shareholding	Cumulative shareholding during the year (From 01-04-2024 to 31-03-2025)	
		No. of Shares	% of Total Shares		No. of shares	% of Total Shares
1.	Nishigandha Shashikant Keluskar	156165	1.49	-	156165	0.67*

*** The above changes in the percentage occurred due to allotment of Equity Shares on preferential basis during the year.**

(6) INDEBTEDNESS: Indebtedness of the Company including interest outstanding/ accrued but not due for payment:

Particulars	Secured Loans	Unsecured Loan	Deposits	Total Indebtedness (In Rupees)
Indebtedness at the beginning of the Financial year (01-04-2024)				
i) Principal Amount	0	-	-	0
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**0**	**-**	**-**	**0**
Change in Indebtedness				
Addition	-	-	-	-
Reduction	0	-	-	0
Net Change	**0**	**-**	**-**	**0**
Indebtedness at the end of the financia year (31-03-2025)				
i) Principal Amount	0	-	-	0
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+ iii)	**0**	**-**	**-**	**0**

(7) REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL:

(a) **Remuneration to Managing Director, Whole-time Directors and/or Manager:**

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total
1.	**Gross Salary**	**Nishigandha Shashikant Keluskar**	**Sanjiv Hasmukh Shah**	
	(a)Salary as per provisions contained in section 17(1) of the Income- tax Act, 1961	Nil	Nil	Nil
	(b)Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c)Profits in lieu of salary undersection17(3)Income-taxAct,1961	Nil	Nil	Nil
2.	**Stock Option**	Nil	Nil	Nil
3.	**Sweat Equity**	Nil	Nil	Nil
4.	**Commission** (i) **As % of profit** (ii) **Others, specify…**	Nil	Nil	Nil
5.	**Others, please specify**	Nil	Nil	Nil

6.	**Total(A)**	**Nil**	**Nil**	**Nil**
	Ceiling as per the Act under section 197(3) Schedule V of the Companies Act,2013)			

(b) **Remuneration to Other Directors:**

S.No.	Particulars of Remuneration	Sandeep Prabhakar Khare	Amol GulabraoRo kade	Gaurav Mahendra Gore	Ramiz Rashid Sayyed	Total Amount
1.	**Independent Directors**					
A	**Fee for attending Board/ Committee Meetings**	Nil	Nil	Nil	Nil	Nil
B	**Commission**					
C	**Others, please specify**					
	Total (1)					
2.	**Other Non-Executive Directors**					
A	**Fee for attending Board /Committee Meetings**	Nil	Nil	Nil	Nil	Nil
B	**Commission**	Nil	Nil	Nil	Nil	Nil
C	**Others, please specify**	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil	Nil
	Total (B)=(1+2)					
	Total Managerial Remuneration	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
	Ceiling as per the Act under section 197 (3) Schedule V of the CompaniesAct,2013)					

(c) **Remuneration to Key Managerial Personnel other than MD /Manager/ WTD:**

S. No.	Particulars of Remuneration	Key Managerial Personnel– Company Secretary	
		Kailas Nandu Salve	**Kanika Kabra**
1.	**Gross salary** **A. Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961**	2,40,000	2,40,000
	B. Value of perquisites u/s 17(2) Income-Tax Act, 1961	Nil	Nil
	(c)Profits in lieu of salary under section 17(3) Income-taxAct,1961	Nil	Nil
2.	**Stock Option**	Nil	Nil

3.	**Sweat Equity**	Nil	Nil
4.	**Commission** **-as % of profit** **-others, specify…**	Nil	Nil
5.	**Others, please specify**	Nil	Nil
6.	**Total**	**2,40,000**	**2,40,000**

(8) PENALTIES/PUNISHMENT/COMPOUNDINGOFOFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Property/Punishment/Compounding Fees imposed	Authority RD/NCLT/ COURT	Appeal made, if any (give details)
A) COMPANY					
Penalty	**None**				
Punishments					
Compounding					
B) DIRECTORS & **C) OTHER OFFICERS IN DEFAULT**					
Penalty	**None**				
Punishments					
Compounding					

By order of the Board of Directors
For, Brandbucket Media & Technology Limited

Sd/-
Ajay Das
Managing Director
DIN: 11812819
Place: Mumbai
Date:04/11/2026

Sd/-
AMOL GULABRAO ROKADE
Director
DIN: 09325082

ANNEXURE III
NOMINATION & REMUNERATION POLICY

PREFACE

The Company considers human resources as its invaluable assets. This policy on Nomination & Remuneration of Directors, Key Managerial Personnel (KMPs) and other employees has been formulated in terms of the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation"), as amended from time to time, in order to pay equitable remuneration to the Directors, KMPs and Employees of the Company and to harmonize the aspirations of human resources consistent with the goals of the Company.

This policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

DEFINITIONS:

"Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

"Key Managerial Personnel" means:
i) Managing Director, or Chief Executive Officer or Manager;
ii) Whole-time Director
iii) Chief Financial Officer;
iv) Company Secretary; and
v) Such other officer as may be prescribed.

"Senior Managerial Personnel" mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

OBJECTIVE:

The objective of the policy is to ensure that:

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and:
- Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

ROLE OF THE COMMITTEE:

The role of the NRC will be the following:

➢ Identify persons who are qualified to become directors and may be appointed in senior management in accordance with the criteria laid down, recommend to the Board for their appointment and removal and shall carry out evaluation of every director's performance;

➢ Formulate the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration for directors, KMPs and other employees;

➢ Formulation of criteria for evaluation of performance of independent directors and the board of directors;

➢ Devising a policy on diversity of board of directors;

➢ Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

➢ Determine our Company's policy on specific remuneration package for the Managing Director/ Executive Director including pension rights;

➢ Decide the salary, allowances, perquisites, bonuses, notice period, severance fees and increment of Executive Directors;

➢ Define and implement the Performance Linked Incentive Scheme (including ESOP of the Company) and evaluate the performance and determine the amount of incentive of the Executive Directors for that purpose.

➢ Decide the amount of Commission payable to the Whole time Directors;

➢ Review and suggest revision of the total remuneration package of the Executive Directors keeping in view the performance of the Company, standards prevailing in the industry, statutory guidelines etc.; and

➢ To formulate and administer the Employee Stock Option Scheme.

APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.

b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.

c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

TERM / TENURE

a) **Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) **Independent Director:**

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

EVALUATION

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY FOR REMUNERATION TO DIRECTORS/KMP/SENIOR MANAGEMENT PERSONNEL

1. Remuneration to Managing Director / Whole-time Directors:

a) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.

b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

2. Remuneration to Non- Executive / Independent Directors:

a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

b) All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

d) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:

i The Services are rendered by such Director in his capacity as the professional; and

ii In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

e) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Directors (other than Independent Directors).

3. Remuneration to Key Managerial Personnel and Senior Management:

a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive any, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

b) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.

c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.

e) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

IMPLEMENTATION

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.

- The Committee may Delegate any of its powers to one or more of its members.

By order of the Board of Directors
For, Brandbucket Media & Technology Limited
Sd/-

Sd/-

Sd/-	**Sd/-**
Ajay Das	**AMOL GULABRAO ROKADE**
Managing Director	**Director**
DIN: 11812819	**DIN: 09325082**
Place: Mumbai	
Date: 04/11/2026	

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ANNEXURE IV
TO THE DIRECTORS' REPORT
DISCLOSURES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIALPERSONNEL) RULES, 2014 ARE AS UNDER:

Sr. No	Disclosure Requirement	Disclosure Details		
		Director	**Designation**	**Ratio**
1	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2024-25	Nishigandha Shashikant Keluskar	Managing Director	**Nil**
		Kailas Nandu Salve	CFO(KMP)	**1:1**
		Sandeep Prabhakar Khare	Independent Director	**Nil**
		Gaurav Mahendra Gore	Non Executive Director	**Nil**
		Amol Gulabrao Rokade	Independent Director	**Nil**
		Sanjiv Hasmukh Shah	Executive Director	**Nil**
2	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	**Directors and other Key Managerial Personnel**	**Designation**	**% increase in remuneration**
		Nishigandha Shashikant Keluskar	Managing Director	**Nil**
		Kailas Nandu Salve	CFO(KMP)	0.00
		Sandeep Prabhakar Khare	Independent Director	**Nil**
		Gaurav Mahendra Gore	Non Executive Director	**Nil**
		Amol Gulabrao Rokade	Independent Director	**Nil**
		Sanjiv Hasmukh Shah	Executive Director	**Nil**
		CS Kanika Kabra	Company Secreatry	**0.00**
3	The percentage increase or Decrees in the median remuneration of employees in the financial year	**0.00**		

4	The number of permanent employees on the rolls of Company	8
5	The explanation on the relationship between average increase in remuneration and Company performance	**NA**
6	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company	NA
7	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increasein the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial Remuneration	N.A.
8	Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company	Key Managerial Personnel
9	Key parameters for any variable component of remuneration availed by the directors	N.A.
10	Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year	**NIL**
11	It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial personnel and Senior Management	The Company is in compliance with its compensation policy.

By order of the Board of Directors
For, Brandbucket Media & Technology Limited

Sd/-	**Sd/-**
Sd/-	**Sd/-**
Ajay Das	**AMOL GULABRAO ROKADE**
Managing Director	**Director**
DIN: 11812819	**DIN: 09325082**

Place: Mumbai
Date: 04/11/2026

Annexure V

A. General Shareholder Information:

a.	**AGM: Day, Date, Time and Venue**	**Tuesday , 10 November, 2026 At 03:00 P.M At Office Shop No. 6, 1st Floor, BMC Market, CTS No 128 A 67 to 69 of Village Kandivali, Mahavir Nagar, Pawan Dham Road, Opp Pawan Dham Mumbai, Kandivali RS, Mumbai -400067**
b.	**Financial Year**	1st April, 2024 to 31st March, 2025
c.	**Date of Book Closure**	10th November, 2026 to 16th November, 2026
d.	**Listing on Stock Exchanges**	The Shares of the Company are listed on The Bombay Stock Exchange Ltd (SME Segment) **BSE Limited (SME Platform)** 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 4000 01
e.	**Scrip Code**	543439
f.	**Scrip ID**	BRANDBUCKT
g.	**ISIN**	INE0ILD01014
h.	**Payment of Listing Fee**	The Company confirms that it has paid Annual listing fees due to the stock exchange for the financial year 2024- 2025
i.	**Market Price Data: (High, Low during each month in last financial year 2024-25)**	*Table attached below
j.	**Registrar and share transfer agents**	**Purva Sharegistry (India) Private Limited** 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Lower Parel (E), Mumbai – 400059 Tel: 022-23010771 / 49614132 Fax: 022-2301 2517 Email: Support@purvashare.com Website: www.purvashare.com Appointment Date: 23/11/2022

***Market Price Data**

Month	High	Low	No. of shares traded
April, 2024	14.08	7.75	5878000
May, 2024	10.2	7.47	1884000
June, 2024	10.89	8.32	1810000
July, 2024	9.79	8.02	980000
August, 2024	9.39	7.74	814000
September, 2024	20.54	8.01	3570000
October, 2024	22.63	15.53	3740000
November, 2024	18.25	14.33	3524000
December, 2024	15.07	10.48	4856000
January, 2025	12.19	10.21	4432000
February, 2025	9.7	5.24	4290000
March, 2025	6.58	5.02	782000

B. Other Information

(i) *Quarterly and Half-yearly financial results*

The Half yearly and Annual Results of the Company are available on the website of the Company www.brandbucketmediatech.online.The Half-Year Results and Annual Results of the Company are regularly submitted to the Stock Exchanges in accordance with the Listing Agreement and are published in a leading English daily newspaper.

The 'Investors' section on the Company's website keeps the investors updated on material developments in the Company by providing key and timely information such as Financial Results, Annual Reports etc. Members also have the facility of raising queries/making complaints on share related matters through a facility provided on the Company's website.
The Company has a dedicated help desk with email ID: brandbucketmediatech@gmail.com in the Secretarial Department for providing necessary information to the investors.

1. ***Official News Releases***

Official news releases are made whenever it is considered necessary. The Financial Results and other Communications of the Company were normally published in 2 papers i.e. English 'Active Times" and Marathi'Praathkaal.

2. ***The presentation made to institutional investors or to the analysts***

There were no specific presentation made to the investors or analysts during the year

3. ***Dividend payment date: Not Applicable***
4. ***Stock Market Data***

During the year the trading of the shares of the Company continues shares of the Company is regularly trading in M Group.

Stock Code: 543439
ISIN: INE0ILD01014

Distribution of Shareholding as on 31st March, 2025

Share or Debenture holding Nominal Value	Number of Shareholders	% to Total Numbers	No of Share or Debenture holding	% Total Amount
Up To 100	3	0.41	261	0
101 To 200	0	0	0	0
201 To 500	0	0	0	0
501 To 1,000	0	0	0	0
1001 To 5,000	504	69.61	1264000	5.44
5001 To 10,000	115	15.88	864000	3.72
10001 To 1,00,000	84	11.60	2304087	9.91
1,00,001 and Above	18	2.49	18808884	80.93
Total	**724**	**100**	**23241232**	**100**

Pattern of Shareholding as on 31st March, 2025

Sr. No	Category of Shareholders	No. of shares Held	Percentage of holdings
1.	Promoters	49,10,652	21.13%
2.	Foreign Institutional Investors/ Mutual Funds	-	-
3.	Bodies Corporate	14,25,023	6.13%
4.	Individual shareholders holding nominal shares Capita up to Rs. 2 Lakhs	55,09,157	23.70%
5.	Individual Shareholders holding nominal Shares Capita in excess of Rs.2 Lakhs	1,05,32,400	45.32%
6.	Clearing Members	3,10,000	1.33%
7.	LLP		
8.	Hindu Undivided Family		
9.	Trusts		
10.	Non Resident Indians (Non Repatriable)	0	0.00%
11.	Non Resident Indians (Repatriable)	1,12,000	0.48%
11	Foreign National	-	-
12.	Any other specify	7,52,000	3.24%
	Total	2,32,41,232	100%

ANNEXURE VI
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(ii) INDUSTRY OVERVIEW:

Your Directors have pleasure in presenting the management discussion and analysis report for the year ended on March 31, 2025. The Management Discussion and Analysis have been included in consonance with the Code of Corporate Governance as approved by The Securities and Exchange Board of India (SEBI). Investors are cautioned that these discussions contain certain forward looking statements that involve risk and uncertainties including those risks which are inherent in the Company's growth and strategy. The company undertakes no obligation to publicly update or revise any of the opinions or forward looking statements expressed in this report consequent to new information or developments, events or otherwise.

The Management of the Company is presenting herein the overview, opportunities and threats, initiatives by the Company and overall strategy of the Company and its outlook for the future. This outlook is based on Management's own assessment and it may vary due to future economic and other future developments in the country.

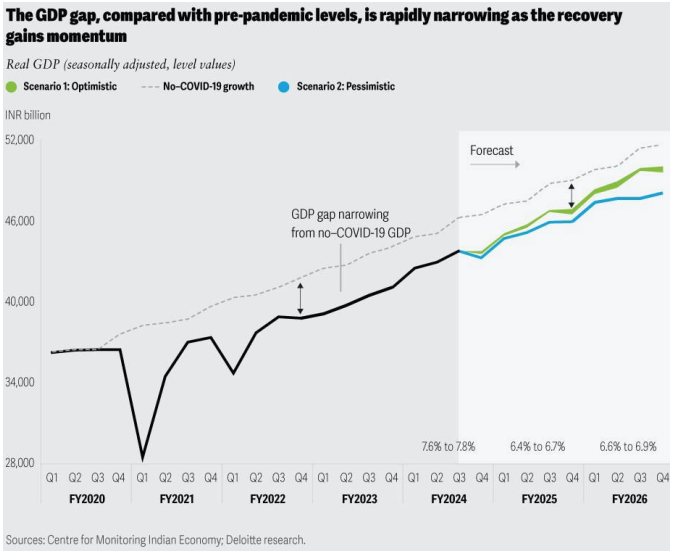
GLOBAL ECONOMIC OUTLOOK

The baseline forecast is for the world economy to continue growing at 3.2 percent during 2025, at the same pace as in 2024. A slight acceleration for advanced economies—where growth is expected to rise from 1.6 percent in 2023 to 1.7 percent in 2024 and 1.8 percent in 2025—will be offset by a modest slowdown in emerging market and developing economies from 4.3 percent in 2023 to 4.2 percent in both 2024 and 2025. The forecast for global growth five years from now—at 3.1 percent—is at its lowest in decades. Global inflation is forecast to decline steadily, from 6.8 percent in 2023 to 5.9 percent in 2024 and 4.5 percent in 2025, with advanced economies returning to their inflation targets sooner than emerging market and developing economies. Core inflation is generally projected to decline more gradually. The global economy has been surprisingly resilient, despite significant central bank interest rate hikes to restore price stability. Chapter 2 explains that changes in mortgage and housing markets over the prepandemic decade of low interest rates moderated the near-term impact of policy rate hikes. Chapter 3 focuses on medium-term prospects and shows that the lower predicted growth in output per person stems, notably, from persistent structural frictions preventing capital and labor from moving to productive firms. Chapter 4 further indicates how dimmer prospects for growth in China and other large emerging market economies will weigh on trading partners.

United Nations Projection (World Economic Situation and Prospects, mid-2025): India's economy is projected to grow by 6.9% in 2025 and 6.6% in 2026.

The 6.9% growth forecast for 2025 is an upward revision from the earlier 6.2% projection made in January 2026

INDIAN ECONOMIC OUTLOOK



India's GDP took a big leap on Leap Day in 2025: The country's remarkable growth rate of 7.8 % in the third quarter of the fiscal year 2025 surpassed all expectations, as market analysts had penciled in a slower growth this quarter, between 6.6% and 7.2%. projected growth for the quarter was between 7.1% and 7.4%. With substantial revisions to the data from the past three quarters of the fiscal year, India's GDP growth already touched 8.2% year over year (YoY) in these quarters.

We have revised our growth prediction for this year to a range of 7.6% to 7.8%, up from our previous estimates due to GDP revisions and stronger-than-expected growth in fiscal 2024. However, we expect growth in the fourth quarter to be modest because of uncertainties related to India's 2024 general elections and modest consumption growth. Our expectations for the near-term future remain in line with previous forecasts with a slight change in the forecast range due to a higher base effect in fiscal 2024. We believe GDP growth to be around 6.6% in the next fiscal year (fiscal 2025) and 6.75% in the year after (fiscal 2026), as markets learn to factor in geopolitical uncertainties in their investment and consumption decisions.

INDUSTRY STRUCTURE AND DEVELOPMENTS. SEGMENT WISE PERFORMANCE

The Company operates in three reportable segments i.e. Commodity Trading Business, Finance Business Activities and Information Technology. During the year company has started new business growing Digital Media Space with the launch of "GudGudi" the first OTT Channel dedicated to humour.

The Viewers would have free access to GudGudi and enjoy both professionally produced Content as well as User Generated Content. It would stream Comedy Movies and TV Series, Stand-up Comedy and humorous Poetry (HasyaKavi) Sessions. It would include Classic Shows and Movies from yesteryears to take Viewers down memory lane. It would also be streaming freshly produced Content made exclusively for Gudgudi as well to attract young Viewers.

The business Segments has been identified as separate segment in accordance with Accounting standard 17 'Segment Reporting'. The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and Generally Accepted Accounting Principles (GAAP) in India. The Company has decided to venture in to new business i.e Sports and Entertainment Industry which will help the Company to faces stiff competition and perform well in the long run.

OPPORTUNITIES & THREATS

The growth of the Company is subject to opportunities and threats as are applicable to the industry from time to time. The Company has risk management policy in place for risk assessment and treatment of the same.

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RISK & CONCERN

The Company is mainly exposed to market risk (including liquidity risk), interest risk and credit risk. While risk is an inherent aspect of any business, the Company is conscious of the need to have an effective monitoring mechanism and has put in place appropriate measures for its mitigation including business portfolio risk, financial risk, legal risk and internal process risk.

INTERNALCONTROLSYSTEM

The Company has a sound internal control system and the company has also appointed Internal Audit. All transactions are subject to proper scrutiny. The Management takes immediate corrective action wherever it is being pointed out to help streamline the internal control process. Also the CEO and CFO certification provided in the CEO and CFO certification section in Annual Report discusses the adequacy of internal control systems and procedures.

HUMAN RESOURCES

The Management believes in maintaining cordial relations with its employees. The management recognizes the importance of Human Resources and effective steps will be taken to strengthen the same depending on the requirements. The Company provided excellent working environment so that the individual staff can reach his/her full potential. The Company is poised to take on the challenges and march towards accomplishing its mission with success. The Company maintained good Industrial/Business relation in market which enhanced the creditworthiness of the Company.

(iii) **OUT OF HOME ADVERTISING NETWORK:**

Our out-of-home advertising network consists of (i) our commercial location network (including our outdoor LED, movie theater networks), in-store network, and our poster frame network, which we collectively refer to as our digital out-of-home television networks, (ii) our mobile handset advertising network and (iii) our Internet advertising agency business.

The significant increase in our operating results since we commenced our current business operations is attributable to a number of factors, including the substantial expansion of our flat-panel display network, the launch and ongoing expansion of our in-store network, the commencement of operations of our poster frame network, the successful execution of strategic acquisitions, such as our acquisition of Framedia, Target Media, Focus Media Wireless, Allyes and CGEN, and the growing acceptance of our multi-platform network as an appealing advertising medium by our clients.

We expect our future growth to be driven by a number of factors and trends including:

1. Our ability to increase sales of advertising time slots and extend the duration of our advertising cycle on our commercial location and in-store networks;
2. Our ability to expand our client base through promotion of our services and cross-selling;
3. Our ability to identify and create new advertising channels by establishing separate advertising networks that enable advertisers to target a diverse range of consumer groups with specific demographic profiles;
4. Our ability to successfully enter into the mobile handset network advertising business, in part through our acquisition of Focus Media Wireless;
5. Our ability to successfully operate and market our new outdoor LED network;
6. Our ability to successfully operate and market our new Internet advertising marketing and technology agency; and

7. Our ability to acquire companies that operate advertising businesses complementary to our existing operations.

CHANGES IN KEY FINANCIAL RATIOS:

Pursuant to provisions of Regulation 34 (3) of SEBI (LODR) Regulation, 2015 read with Schedule V part B(1) details of changes in Key Financial Ratios is given in the financial statement for the FY 2024-25 as attached below :

DISCLOSURE ON WEBSITE:

Following information has been disseminated on the website of the Company at kamalakshifinance.wordpress.com

1. Details of business of the Company
2. Terms and conditions of appointment of Independent Directors
3. Composition of various Committees of Board of Directors
4. Code of Conduct for Board of Directors and Senior Management Personnel
5. Details of establishment of vigil mechanism/Whistle Blower policy
6. Criteria of making payments to Non-Executive Directors
7. Policy on dealing with Related Party Transactions
8. Policy for determining 'material' subsidiaries
9. Details of familiarization programmes imparted to Independent Directors
10. Policy for determination of materiality of events

DISCLOSURE OF PENDING CASES/INSTANCES OF NON-COMPLIANCE:

There were delays in submission of report's, compliance with BSE and suspension of trading of securities of the company followed by the show cause notice issued on 13th March 2025 due to company not available at its registered office. DGGI Bangalore had searched the office premise on 7th January 2025 and the matter was ongoing as on the end of financial year. The company has received a SCN for penalty of 6,08,87,263 for incorrect availment of ITC, The matter is under adjudication.

CAUTIONARY STATEMENT

Statement made here in describing the Company's expectations is "forward looking statement." The actual results may differ from those expected or predicted since the Company's operations are influenced by many external factors which are beyond the control of the Company. Prime factors that may make difference to the Company's performance include market conditions, economic conditions, Government regulations and Tax Laws, Political situation etc over which the Company does not have any direct control.

By order of the Board of Directors
For Brandbucket Media & Technology Limited

Sd/-	**Sd/-**
Ajay Das	**AMOL GULABRAO ROKADE**
Managing Director	**Director**
DIN: 11812819	**DIN: 09325082**
Place: Mumbai	
Date: 19/10/2026	

ANNEXURE VII

CE3RTIFICATE PERSUANT TO REGULATION 17(8) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Board of Directors
Brandbucket Media & Technology Limited

I, **Kailas Nandu Salve**, Chief Financial Officier of Brandbucket Media & Technology Limited ("company") hereby certify that:

i. We have reviewed the Financial Statements and the Cash Flow Statement of the Company for the financial year ended March 31, 2025 and that to the best of our knowledge and belief:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

ii. There are, to the best of our knowledge and belief, no transactions entered into by the company during the period, which are fraudulent, illegal or voilative of the company's code of conduct.

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

iv. We have indicated to the auditors and the Audit Committee

- Significant changes, if any, in internal control over financial reporting during the year;
- Significant changes, if any, in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
- Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Sd/-
Kailas Nandu Salve
Chief Financial Officer
Date-19/10/2026

DECLARATION

COMPLIANCE OF CODE OF CONDUCT BY BOARD MEMBERS AND SENIOR MANAGEMENT

Compliance with the Code of Business Conduct and Ethics:

I, hereby confirm that, as per the provisions Regulation 26 (3) of SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015, all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the "Code of Conduct for the Board of Directors and the Senior Management Personnel", for the financial year 2024-25.

For **Brandbucket Media & Technology Limited**

Sd/-
Ajay Das
Managing Director
DIN: 11812819
Place: Mumbai
Date: 19/10/2026

ANNEXURE VIII
CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
M/s. Brandbucket Media & Technology Limited
Shop No. 6, 1st Floor, BMC Market, CTS NO 128 A 67 TO 69
Village Kandivali, Mahavir Nagar, Pawan Dham Road,
Opp Pawan Dham Mumbai Kandivali RS,
Mumbai 400067

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. Brandbucket Media & Technology Limited, having CIN L93000MH2013PLC246147and having Registered office at Shop No. 6, 1st Floor, BMC Market, CTS NO 128 A 67 TO 69 Village Kandivali, Mahavir Nagar, Pawan Dham Road, Opp Pawan Dham Mumbai Kandivali RS, Mumbai 400067 produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in), BSE as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name Of Directors	DIN	Date of Appointment	Status of the Directors' DIN
1.	Gaurav Mahendra Gore	08534900	14/08/2019	Deactivated
2.	Nishigandha Shashikant Keluskar	09154554	10/04/2021	Active
3.	Sandeep Prabhakar Khare	09318311	18/09/2021	Deactivated
4.	Amol Gulabrao Rokade	09325082	23/09/2021	Active
5.	Sanjiv Hasmukh Shah	06709778	20/10/2022	Deactivated

I further hereby inform that, ensuring the eligibility for the appointment / continuity of Director on the Board is the responsibility of the Company. Our responsibility is to issue this certificate based on verification of documents and information available in the public domain. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For JAISWAL A & CO.

Arun Kumar Jaiswal
Practicing Company Secretary
Proprietor
Mem. No.F14050; C.P. No- 12281
UDIN NO- F014050H002072403
Peer Review Cert. No.: 2636/2022
06.09.2026

Financial Year

2024-25



Brandbucket Media & Technology Limited

Auditors

SHWETA JAIN A& CO LLP

Chartered Accountants

STANDALONE FINANCIAL STATEMENTS

Independent Auditors' Report

To the Members of,
Brandbucket Media & Technology Limited

1. Qualified Opinion

We have audited the accompanying Standalone Financial Statements of **Brandbucket Media & Technology Limited (the "Company")** which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (Including Other Comprehensive Income), the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (herein after referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the 'Basis for Qualified Opinion' section of our report, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, the Profit and other comprehensive Income, and its cash flows for the year ended on that date.

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone 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 (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our qualified audit opinion on the Standalone Financial Statements.

Key Audit Matters

Key Audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's

Information, but does not include the Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

2. Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in the section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the respective Management and Board of Directors are responsible for assessing the ability of company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors are also responsible for overseeing the financial reporting process of company.

3. Auditor's Responsibility for the audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone 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 Standalone Financial Statements.

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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 Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone 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 Standalone Financial Statements.

We communicate with those charged with governance of the Company included in the Standalone 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.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone 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.

4. Report on Other Legal and Regulatory Requirements

i. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section (11) of section 143 of the Companies Act, 2015 we give in the **"Annexure-A"** a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.

ii. As required by section 143(3) of the Act, we report that:

a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit, except for the matters described in the Basis for Qualified Opinion paragraph;

b. In our opinion proper books of account as required by law relating to preparation of the afore said Standalone Financial Statements have been kept by the Company so far as appears from our examination of those books.

c. The Balance Sheet, Statement of Profit and Loss including other comprehensive Income, Statement of changes in equity and Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Standalone Financial Statements.

d. In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under section 133 of the Act, read with the Rule 7 of the Companies (Accounts) Rules, 2014, except for possible effects of the matters described in the Basis for Qualified Opinion paragraph;

e. The matter described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the company;

f. On the basis of written representations received from the directors as on March 31, 2025, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025, from being appointed as a director in terms of section 164(2) of the Act.

g. The qualification relating to the other matters connected with the Standalone Financial Statements are as stated in the Basis for Qualified Opinion paragraph above;

h. 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"**; Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

i. 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.

j. 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, in our opinion and to the best of our information and accordance to the explanation given to us:

i. The company does not have any pending litigations as informed to us which would impact its financial position.

ii. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

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

iv. (a) The respective Managements of the Company, whose Standalone Financial Statements have been audited under the Act, have represented to us that, to the best of their 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 or in any other person or entity, including foreign entity ("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 or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Company, whose Standalone Financial Statements have been audited under the Act, have represented to us that, to the best of their 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, 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 performed by us on the Company whose Standalone Financial Statements have been audited under the Act, 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.

V. In Our Opinion and according to the information and explanation given to us, the company has not declared any dividend.

VI. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which does not have a feature of recording audit trail facility enabled and the same was not operated throughout the year for all relevant transactions recorded in the software.

For, M/S Shweta Jain & Co LLP
Chartered Accountants
FRN: 127673W/W101149

Date: 13th July, 2026
Place: Ahmedabad





Amit Joshi Partner
M No.120022
UDIN: 26120022CXUMWM5712

Annexure-A to Independent Auditors' Report

Referred to in Paragraph 4(i) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date.

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

1. **In respect of Property, Plant and Equipment and Intangible Assets:**
   a. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
   (B) The Company has maintained proper records showing full particulars of intangible assets Except for the matters described in the Basis for Qualified Opinion paragraph.
   b. The Property, Plant and Equipment and right-of-use assets are physically verified by the management at regular intervals and in our opinion is reasonable having regard to the size of Company and the nature of its assets. Pursuant to the verification a portion of the Property, Plant and Equipment has been physically verified by the management during the year and no material discrepancies have been noticed on such verification.
   c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company does not possess any immovable property and as such this para is not applicable.
   d. The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
   e. The company doesn't have any proceedings initiated or are pending against for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there.
2.
   a. The Company has not maintained inventory records for the year under consideration.
   b. During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks and financial institution on the basis of security of current assets.

3. The Company has neither made any investment nor granted any loans secured or unsecured to any companies, firms or other parties covered in the register required to be maintained under section 189 of the Companies Act, 2013.

4. The Company has complied with the provisions of section 185 and section 186 of the Companies Act 2013 in respect of the loans granted, investments made and guarantees and securities provided, as applicable.

5. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

6. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company

7. **In respect of Statutory Dues:**
   a. In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. However, company is irregular in depositing of Tax deducted amount to the income tax authorities.

   There were undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable are as under:

Name of Statute	Nature of dues	Amount (Rs.)	Assessment year to which the amount relates	Demand Raised By
Income Tax Act, 1961	Income Tax	4,56,850/-	2018-2019	CPC, Income tax Department
Income Tax Act, 1961	Income Tax	74,610/-	2016-2017	CPC, Income tax Department
Income Tax Act, 1961	Income Tax	80,840/-	2014-2015	Assessing Officer, Income tax Department

   b. According to the information and explanation given to us, there were no dues of Goods and services tax, sales tax, Income tax and Cess which have not been deposited on account of any dispute.

8. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

9.

a. The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.

b. The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

c. The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

d. On an overall examination of the Standalone Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

e. On an overall examination of the Standalone 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.

f. The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

10.

a. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

b. The Company has made preferential allotment of shares during the year and have complied with the provisions of section 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI Regulations. According to information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any private placement of shares and has not raised funds by way of issue of fully, partly or optionally convertible debentures during the year.

11.

a. No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

b. No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year.

c. We have not been provided with any details relating to the whistle blower complaints received by the Company during the year, while determining the nature, timing and extent of our audit procedures and as such we are unable to express our opinion on this para.

12. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

13. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.

14. The company has not provided internal audit report for the year and as such we are not able to give opinion on the internal audit system.

15. In our opinion during the year, the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

16.

a. In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

b. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

17. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

18. There has been resignation of the statutory auditors of the Company during the year by M/s Bhagat & Co. However, the outgoing auditor has not communicated any objections or concerns to us.

19. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements and 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.

20.

a. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For, M/S Shweta Jain & Co LLP
Chartered Accountants
FRN: 127673W/W101149

Date: 13th July, 2026
Place: Ahmedabad





Amit Joshi Partner
M No.120022
UDIN: 26120022CXUMWM5712

Annexure-B to Independent Auditors' 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 **Brandbucket Media & Technology Limited** ("the Company") as of 31 March 2025 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone 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 Standalone 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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone 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, 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 31 March 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.

For, M/S Shweta Jain & Co LLP
Chartered Accountants
FRN: 127673W/W101149

Date: 13th July, 2026
Place: Ahmedabad



Amit Joshi Partner
M No.120022
UDIN: 26120022CXUMWM5712

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

(Address: 208, Shiv Shakti SRA CHS Ltd, 2nd Floor, Link Road, Anna Nagar, Andheri West, Mumbai, Maharashtra, 400053)

Balance Sheet as at 31 March 2025

(Rs in lakhs)

Particulars	Note	31 March 2025	31 March 2024
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share Capital	3	2,324.12	2,324.12
(b) Reserves and Surplus	4	5,585.71	5,594.58
Total		7,909.83	7,918.70
(2) Non-current liabilities			
(a) Deferred Tax Liabilities (net)	5	36.26	31.89
Total		36.26	31.89
(3) Current liabilities			
(a) Trade Payables	6		
- Due to Micro and Small Enterprises		-	-
- Due to Others		2,694.78	2,885.57
(b) Other Current Liabilities	7	(2092.22)	-
(c) Short-term Provisions	8	2.98	48.88
Total		63.23	2,934.45
Total Equity and Liabilities		**8,009.33**	**10,885.04**
II. ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	9	-	-
(ii) Intangible Assets		305.42	369.03
(b) Non-current Investments	10	4,625.25	4,525.25
(c) Long term Loans and Advances	11	187.27	187.27
Total		5,117.94	5,081.55
(2) Current assets			
(a) Trade Receivables	12	162.11	5,533.81
(b) Cash and cash equivalents	13	6.73	78.38
(c) Other Current Assets	14	2722.54	191.30
Total		2,891.38	5,803.49
Total Assets		**8,009.33**	**10,885.04**

See accompanying notes to the financial statements

As per our report of even date

For, M/S Shweta Jain & Co LLP.
Chartered Accountants
Firm Registration No 127673W/W101149

Amit Joshi
Partner
Membership No.: 120022
UDIN :26120022CXUMWM5712
Place: Ahemdabad
Date 13-July-2026

For and on behalf of the Board of
BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

KANIKA KABRA
Company Secretary

SANDEEP KHARE
Director

NISHIGANDHA KELUSKAR
Managing Director
09154554

GAURAV GORE
Director
08534900

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

(Address: 208, Shiv Shakti SRA CHS Ltd, 2nd Floor, Link Road, Anna Nagar, Andheri West, Mumbai, Maharashtra,

Statement of Profit and loss for the year ended 31 March 2025

(Rs in lakhs)

Particulars	Note	31 March 2025	31 March 2024
Revenue from Operations	15	1,541.90	3,132.96
Total Income		1,541.90	3,132.96
Expenses			
Purchases of Stock in Trade	16	1,456.00	2,902.71
Employee Benefit Expenses	17	13.73	27.99
Depreciation and Amortization Expenses	18	63.60	78.60
Other Expenses	19	20.54	30.61
Total expenses		1,553.88	3,039.91
Profit/(Loss) before Exceptional and Extraordinary Item and Tax		(11.97)	93.05
Exceptional Item		-	-
Profit/(Loss) before Extraordinary Item and Tax		(11.97)	93.05
Extraordinary Item		-	-
Profit/(Loss) before Tax		(11.97)	93.05
Tax Expenses	20		
- Current Tax		-7.49	-0.01
- Deferred Tax		4.38	24.20
Profit/(Loss) after Tax		**-8.86**	**68.86**
Earnings Per Share (Face Value per Share Rs.10 each)			
-Basic (In Rs)	21	(0.04)	0.49
-Diluted (In Rs)	21	(0.04)	0.49

See accompanying notes to the financial statements

As per our report of even date

For Shweta Jain & Co LLP.
Chartered Accountants
Firm Registration No 127673W/W101149

For and on behalf of the Board of
BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

KANIKA KABRA
Company Secretary

SANDEEP KHARE
Director

Amit Joshi
Partner
Membership No.: 120022
UDIN :26120022CXUMWM5712

Place: Ahemdabad
Date 13-July-2026

AMOL G ROKADE
Director
09325082

GAURAV GORE
Director
08534900

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED
CIN : L93000MH2013PLC246147
Registered Office : 208, 2nd Floor, Shiv Shakti, SRA CHS Ltd, Link Road, Anna Nagar, Andheri West, Mumbai-400053
Standalone Cash Flow Statement for the period ended on 31-03-2025

Rs. In Lakhs

Particulars	Note No	For Year ended 31 March 2025	For Year ended 31 March 2024
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax for the year		93.06	93.06
Adjustments for:			
Depreciation and amortization		78.60	78.60
(Gain)/Loss on disposal of property, plant and equipment		-	-
(Gain)/Loss on disposal of Investments		-	-
(Gain)/Loss on investments measured at fair value through profit and loss		-	-
Provision for Income tax and Deferred Tax		-	-
Bad debts, provision for trade receivables and advances, net		-	-
Finance Cost		-	-
Interest Income & Dividend Income		-	-
Operating profit before working capital changes		171.66	171.66
Adjustment for (increase) / decrease in operating assets			
Trade receivables		-5,000.71	-5,000.71
Unbilled revenue		-	-
Loans & Advances		-	-
Other financial assets		-	-
Inventories		-	-
Other current assets		-191.29	-191.29
Adjustment for (Increase) / decrease in operating liabilities			
Trade payables		2,745.29	2,745.29
Other financial liabilities		-	-
Other Liabilities		-20.56	-20.56
Provisions		-30.94	-30.94
Cash generated from operations		-2,326.55	-2,326.55
Income tax paid (net)		-	-
Net cash generated by operating activities		-2,326.55	-2,326.55
CASH FLOWS FROM INVESTING ACTIVITIES			
Payments to acquire financial assets		-	-
Purchase of property, plant and equipment		-	-
Purchase of Intangible Assets		-168.65	-168.65
Purchase of other Investments		-74.00	-74.00
Inter-corporate deposits matured		-	-
Proceeds from disposal of property, plant and equipment		-	-
Proceeds from disposal of intangible assets		-	-
Proceeds from ear marked deposits with banks		-	-
Proceeds from sale of other Investment		-	-
Loan and Advances(net)		2,408.45	2,408.45
Change in other non-current assets		-	-
Interest received & Dividend received		-	-
Net cash (used in) / generated by investing activities		2,165.80	2,165.80
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from short term borrowings		-	-
Repayment of short term borrowings		-	-

Proceeds from long term borrowings		-	-
Repayment of long term borrowings		-	-
Finance cost		-	-
Dividend paid (including tax on dividend)		-	-
Issue of Equity Shares		-	-
Other Equity		-	-
Net cash used in financing activities		-	-
Net increase / (decrease) in cash and cash equivalents		-160.75	-160.75
Cash and cash equivalents at the beginning of the year		239.13	239.13
Exchange gain loss on Cash and cash equivalents		-	-
Cash and cash equivalents at the end of the year		**78.38**	**78.38**

Particulars		For Year ended 31 March 2023
Reconciliation of Cash and Cash Equivalents with Balance Sheet:		
Cash and cash equivalents includes		
Cash on hand	0.94	0.94
Balances with Banks	77.45	77.45

See accompanying notes to the financial statements

As per our report of even date

For Shweta Jain & Co LLP.
Chartered Accountants
Firm Registration No 127673W/W101149

Amit Joshi
Partner
Membership No.: 120022
UDIN :26120022CXUMWM5712
Place: Ahemdabad
Date 13-July-2026

For and on behalf of the Board of
BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

Mrs. KANIKA KABRA
Company Secretary

KAILASH N SALVE
CFO

NISHIGANDHA KELUSKAR
Managing Director
09154554

GAURAV GORE
Director
08534900

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

Notes forming part of the Financial Statements

1 COMPANY INFORMATION

Brandbucket Media & Technology Ltd ("the Company") is a listed entity incorporated in India in the year 2013. The Registered office of the company is located at Shop No. 6, 1st Floor, BMC Market, CTS No 128 A 67 TO 69 of Village Kandivali, Mahavir Nagar, Pawan Dham Road, Opp- Pawan Dham Mumbai, Kandivali RS, Mumbai-400067, Maharashtra. The Company is Primarily engaged in media and technology operating services. The Shares of the company are listed in Bombay Stock Exchange.

2 SIGNIFICANT ACCOUNTING POLICIES

a Basis of Preparation

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, as applicable. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain financial instruments which are measured at fair value.

b Use of estimates

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expense during the year. Examples of such estimates include provisions for doubtful receivables, provision for income taxes, the useful lives of depreciable Property, Plant and Equipment and provision for impairment. Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognised in the period in which the results are known / materialize.

c Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, less accumulated depreciation / amortisation. Costs include all expenses incurred to bring the asset to its present location and condition.

d Depreciation / amortisation

In respect of Property, Plant and Equipment (other than freehold land and capital work-in-progress) acquired during the year, depreciation/amortisation is charged on a straight line basis so as to write-off the cost of the assets over the useful lives.

Type of	Period
Buildings	30 Years
Plant and Equipment	15 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Office equipment	5 Years
Computers	4 Years

e Leases

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the statement of profit and loss on a straight-line basis.

f Impairment

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset. Reversal of impairment loss is recognised as income in the statement of profit and loss.

g Investments

Long-term investments and current maturities of long-term investments are stated at cost, less provision for other than temporary diminution in value. Current investments, except for current maturities of long-term investments, comprising investments in mutual funds, government securities and bonds are stated at the lower of cost and fair value.

h Revenue recognition

Revenue from the sale of equipment are recognised upon delivery, which is when title passes to the customer.

Dividend is recorded when the right to receive payment is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

i Taxation

Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income taxpayable in India is determined in accordance with the provisions of the Income Tax Act, 1961. Tax expense relating to foreign operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax after the tax holiday period. Accordingly, MAT is recognised as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with it will fructify.

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction for relevant tax paying units and where the Company is able to and intends to settle the asset and liability on a net basis.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

j Foreign currency transactions

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities other than net investments in non-integral foreign operations are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses are recognised in the statement of profit and loss. Exchange difference arising on a monetary item that, in substance, forms part of an enterprise's net investments in a non-integral foreign operation are accumulated in a foreign currency translation reserve.

k Inventories

Raw materials are carried at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Purchased goods-in-transit are carried at cost. Work-in-progress is carried at the lower of cost and net realisable value. Stores and spare parts are carried at lower of cost and net realisable value. Finished goods produced or purchased by the Company are carried at lower of cost and net realisable value. Cost includes direct material and labour cost and a proportion of manufacturing overheads.

l Provisions, Contingent liabilities and Contingent assets

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

m Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amount of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

Notes forming part of the Financial Statements

3 Share Capital

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Authorised Share Capital		
Equity Shares, Rs. 10 par value, 25000000 (Previous Year -25000000) Equity Shares	2,500.00	2,500.00
Issued, Subscribed and Fully Paid up Share Capital		
Equity Shares, Rs. 10 par value 23241232 (Previous Year -23241232) Equity Shares paid up	2,324.12	2,324.12
Total	**2,324.12**	**2,324.12**

(i) Reconciliation of number of shares

Particulars	31 March 2025		31 March 2024	
Equity Shares	**No. of shares**	**(Rs in lakhs)**	**No. of shares**	**(Rs in lakhs)**
Opening Balance	**2,32,41,232**	**2,324.12**	1,05,03,000	1,050.30
Issued during the year			1,27,38,232	1,273.82
Deletion	-	-	-	-
Closing balance	**2,32,41,232**	**2,324.12**	**2,32,41,232**	**2,324.12**

(ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

Equity Shares	31 March 2025		31 March 2024	
Name of Shareholder	**No. of shares**	**In %**	**No. of shares**	**In %**
DEV PAWAR	0	0%	16,20,000	6.97%
JR SEAMLESS PRIVATE LIMITED	13,08,000	5.%	-	0.00%
RAVINDRA DHONDU DHURI		9.13%	21,21,600	9.13%
RISHABH SHASHIKANT NIRBHAVNE	0	5.07%	11,77,296	5.07%
SANTOSH CHANDRABHAN SHENKAR	0	9.13%	21,21,600	9.13%
RAM SHAMKANT MAYEKAR	0	9.13%	21,21,600	9.13%
PRATIKSHA SANTOSH SHENKAR	0	9.13%	21,21,600	9.13%
SANDIP SURESH KHOPADE	21,21,600	9.13%	21,21,600	9.13%

(iv) Shares held by Promoters at the end of the year 31 March 2025

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
NISHIGANDHA SHASHIKANT KELUSKAR	Equity Shares	1,56,165	0.67%	0%
CREATEROI FINANCIAL CONSULTANCY PRIVATE LIMITED	Equity Shares	43,19,400	18.59%	905%%
ZYLO ENTERPRISES PRIVATE LIMITED	Equity Shares	4,35,087	1.87%	0%

Shares held by Promoters at the end of the year 31 March 2024

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the
NISHIGANDHA SHASHIKANT KELUSKAR	Equity Shares	1,56,165	0.67%	0%
CREATEROI FINANCIAL CONSULTANCY PRIVATE LIMITED.	Equity Shares	4,77,400	18.59%	906%
ZYLO ENTERPRISES PRIVATE LIMITED	Equity Shares	4,35,087	1.87%	0%

4 Reserves and Surplus (Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Securities Premium		
Opening Balance	5422.68	2,365.50
Add: Issue of Shares	0	3,057.18
Closing Balance	5,422.68	5,422.68
Share Warrant Uncoverted		
Opening Balance	53.62	53.62
Closing Balance	53.62	53.62
Statement of Profit and loss		
Balance at the beginning of the year	118.28	49.42
Add: Profit/(loss) during the year	-8.02	68.86
Balance at the end of the year	110.26	118.28
Total	**5586.56**	**5,594.58**

5 Deferred tax liabilities Net (Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Deferred Tax	36.26	31.89
Total	**36.26**	**31.89**

6 Trade payables (Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Due to Micro and Small Enterprises	-	-
Due to others	2,694.78	2,885.57
Total	**2,694.78**	**2,885.57**

6.1 Trade Payable ageing schedule as at 31 March 2025 (Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME					-
Others	693.25	1,216.72	79.16	896.44	2,885.57
Disputed dues- MSME					-
Disputed dues- Others					-
Sub total					**2,885.57**
MSME - Undue					
Others – Undue					
Total					**2,885.57**

6.2 Trade Payable ageing schedule as at 31 March 2024

(Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME					-
Others	693.25	1,216.72	79.16	896.44	2,885.57
Disputed dues- MSME					-
Disputed dues- Others					-
Sub total					**2,885.57**
MSME - Undue					
Others – Undue					
Total					**2,885.57**

the correctness of figures of creditors are not verifiable in absence of confirmations from respective creditors as the same have not been made available for verification

7 Other current liabilities

(Rs in lakhs)

Particulars	31 March 2024	31 March 2024
Statutory dues	(2092.22)	-
Other Payables	-	-
Total	**(2092.22)**	**-**

8 Short term provisions

(Rs in lakhs)

Particulars	31 March 2024	31 March 2024
Provision for income tax	(7.90)	11.79
Audit Fees Payable	3.00	1.50
Expense Payable	4.16	18.19
Salary Payable	3.32	17.38
Total	**2.98**	**48.88**

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

Notes forming part of the Financial Statements

9 **Property, Plant and Equipment** (Rs in lakhs)

Name of Assets	Gross Block				Depreciation and Amortization				Net Block	Net Block
	As on 01-Apr-23	Addition	Deduction	As on 31-Mar-24	As on 01-Apr-23	for the year	Deduction	As on 31-Mar-24	As on 31-Mar-24	As on 31-Mar-23
(i) Property, Plant and Equipment										
Computer	53.16	-	-	53.16	53.16	0.00	-	53.16	0.00	0.00
Total	53.16	-	-	53.16	53.16	0.00	-	53.16	0.00	0.00
Previous Year	-	-	-	-	-	-	-	-	-	-
(ii) Intangible Assets										
Software 1	22.91	168.65	-	191.56	4.12	26.88		31.01	160.55	18.79
Software 2	317.88	-	-	317.88	57.69	51.71		109.40	208.48	260.19
Total	340.79	168.65	-	509.43	61.81	78.60	-	140.41	369.03	278.98
Previous Year	-	-	-	-	-	-	-	-	-	-

The company has incurred capital expenditure on Software to the tune of Rs. 168.645 Lakhs during the year under review. However, authentic evidence and details of the said expenditure have not been provided to the auditor till the time of issue of this report.

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED
(CIN: L93000MH2013PLC246147)
Notes forming part of the Financial Statements

10 Non-current investments

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Unquoted Other Investments in Equity Instruments	4,625.25	4,525.25
Total	**4,625.25**	**4,525.25**

10.1 Details of Investments

(Rs in lakhs)

Name of Entity	No of Shares	31 March 2025	No of Shares	31 March 2024
Binarycode IT and Consulting Private Limited	15,92,279	4,331.00	15,92,279	4,331.00
Aventez Media and technologies Ltd	10,35,000	120.25	10,35,000	120.25
Optionaly Convertible Redeemable Preference Share of Peqtor Real Estate Private Limited	7,40,000	74.00	7,40,000	74.00
Paruhang constructions and suppliers pvt ltd	4300	100.00		

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11 Long term loans and advances

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Unsecured Considered Good		
Others		
-Loans and Advances	187.27	187.27
Total	**187.27**	**187.27**

12 Trade receivables

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Unsecured considered good	162.11	5,533.81
Total	**162.11**	**5,533.81**

12.1 Trade Receivables ageing schedule as at 31 March 2025

(Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	89.78	45.23	12.78	10.23	4.09	162.11
Undisputed Trade Receivables- considered doubtful						-
Disputed Trade Receivables considered good						-
Disputed Trade Receivables considered Doubtful						-
Sub total						162.11
Undue - considered good						
Total						162.11

12.2 Trade Receivables ageing schedule as at 31 March 2024

(Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered	1,673.09	2,178.81	734.20	624.17	323.54	5,533.81
Undisputed Trade Receivables- considered						-
Disputed Trade Receivables considered						-
Disputed Trade Receivables considered						-
Sub total						5,533.81
Undue - considered good						
Total						5,533.81

the correctness of figures of debtors are not verifiable in absence of confirmations from respective debtors as the same have not been made available for verification

13 Cash and cash equivalents

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Cash on hand	1.16	0.93
Balances with banks in current accounts	5.56	77.45
Total	**6.73**	**78.38**

In view of voluminous entries, the banking transactions requires verification with bank statement on individual entry basis.

14 Other current assets

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Statutory dues		191.30
Others	2722.54	
Total	**2722.54**	**191.30**

In absence of proper information and logical explanation given by the company, we are unable to verify the correctness of transactions appearing in Input GST A/c. Further, a TDS liability to the tune of Rs. 41.12 is also included in the above net amount.

15 Revenue from operations

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Sale of services	1,541.90	3,132.96
Total	**1,541.90**	**3,132.96**

16 Purchases of stock in trade

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Purchases	1,456.00	2,902.71
Total	**2,902.71**	**2,902.71**

purchases Amounting to Rs. 29.02 crores includes items like Biscuits, Aerated water, razors etc. In our opinion these items do not form part of companies business particularly when in respect of these items, no sales have been made by the company. Also no stock records are available in respect of these items.

17 Employee benefit expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Salaries and wages	13.73	27.99
Total	**13.73**	**27.99**

Employee benefit cost which includes salary expenses, the total salary expenses amount to Rs. 22.66 Lakhs. However, salary expenses have been provided through journal entries and otherwise than by way of banking channels. The said salary transactions are only verifiable upon confirmations from the receiving parties.

18 Depreciation and amortization expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Depreciation on property, plant and equipment	63.60	78.60
Total	**63.60**	**78.60**

19 Other expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Auditors' Remuneration	2.50	2.50
Rent	2.29	2.15
Travelling Expenses		1.59
Miscellaneous expenses	1.29	2.60
Bank Charges	0.05	0.08
Cleaning Charges	0.36	0.76
Courier & Postage	1.44	2.67
Legal & Professional Charges	2.03	4.59
Meals & Entertainment Expense	1.62	3.37
Office Expense	6.03	8.41
Printing & Stationery	1.17	1.38
Telephone & Internet Expense	0.17	0.51
Total	**20.30**	**30.61**

20 Tax Expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Current Tax	-7.49	-0.01
Deferred Tax	4.38	24.20
Total	**-3.11**	**24.19**

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

Notes forming part of the Financial Statements

21 Earning per share

Particulars	31 March 2025	31 March 2024
Profit attributable to equity shareholders (Rs in lakhs)	-8.86	68.86
Weighted average number of Equity Shares	2,32,41,232	1,41,57,411
Earnings per share basic (Rs)	-0.0004	0.49
Earnings per share diluted (Rs)	-0.0004	0.49
Face value per equity share (Rs)	10	10

22 Auditors' Remuneration

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Payments to auditor as		
- Auditor	1.50	2.50
Total	**1.50**	**2.50**

23 Related Party Disclosure

(i) List of Related Parties

	Relationship
Nishigandha S. Keluskar	Managing Director (Ceased from 15-06-2026)
Gaurav M. Gore	Non-Executive Director
Sandeep P. Khare	Independent Director
Amol G. Rokade	Independent Director
Mr. Sanjiv Hasmukh Shah	Executive Director (Ceased from 15-06-2026)

(ii) Related Party Transactions

(Rs in lakhs)

Particulars	Relationship	31 March 2025	31 March 2024
Remuneration			
- Nishigandha S. Keluskar	Managing Director	1.92	1.92-

CONSOLIDATED FINANCIAL STATEMENTS

Independent Auditors' Report

To the Members of,
Brandbucket Media & Technology Ltd

1. Qualified Opinion

We have audited the accompanying AS Consolidated Financial Statements of **Brandbucket Media & Technology Ltd (hereinafter referred to as the 'Holding Company') and its Subsidiary (Holding Company and its subsidiaries together referred to as "the Group"),** which comprise the Consolidated Balance Sheet as at March 31, 2025, the Consolidated Statement of Profit and Loss (Including Other Comprehensive Income), the statement of changes in equity, the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (herein after referred to as "the Consolidated Financial Statements") .

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the 'Basis for Qualified Opinion' section of our report, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended, ("AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2025, its consolidated profit, consolidated total comprehensive income and its consolidated cash flows for the year ended on that date.

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

Key Audit Matters

Key Audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated

Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

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

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information, 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.

2. Management's Responsibility for the Consolidated Financial Statements

The Parent Company's Board of Directors is responsible for the matters stated in the section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the 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.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of each company.

3. Auditor's Responsibility for the audit of the Consolidated Financial Statements

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.

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

- 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.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the Consolidated Financial Statements.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated 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.

We communicate with those charged with governance of the 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.

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.

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.

4. Other Matters

The accompanying statement includes the audited financial statements and other financial information in respect of wholly owned subsidiary, whose financial statement include total asset of Rs. 952.53 lakhs as at March 31, 2024, total revenues of Rs. 288.78 lakhs, total net profit after tax of Rs. 15.86 lakhs, total comprehensive income of Rs. 15.86 lakhs, for the year ended on that date, as considered in the statement which have been audited by their respective Statutory auditors.

The independent auditors report on the financial statements of these entity have not been furnished to us by the management and our opinion on the statement in so far as it relates to the amounts and disclosures included in respect of these subsidiary is based solely on the reports of such auditor and procedure performed by us as stated in paragraph above.

5. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of other auditors on separate financial statements of its subsidiaries, referred in the Other Matters paragraph above we report, to the extent applicable, that:

   a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the afore said Consolidated Financial Statements; except for the matters described on the Basis for Qualified Opinion paragraph;

   b. In our opinion proper books of account as required by law relating to preparation of the afore said Consolidated Financial Statements have been kept by the Company so far as appears from our examination of those books and the reports of other auditors.

   c. The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss including other comprehensive Income, Consolidated Statement of changes in equity and Consolidated Statement of Cash Flow 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.

   d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under section 133 of the Act, read with the Rule 7 of the Companies (Accounts) Rules, 2014, except for the matters described on the Basis for Qualified Opinion paragraph;

   e. The matter described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the Parent company;

   f. On the basis of written representations received from the directors as on March 31, 2024, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of section 164(2) of the Act.

   g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure A"**; which is based on the auditors' reports of the Parent Company and auditor's report on separate financial statement of its subsidiary. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those entities.

h. 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.

i. 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, in our opinion and to the best of our information and accordance to the explanation given to us:

i. The company does not have any pending litigations which would impact its financial position.

ii. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

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

iv. (a) The respective Managements of the Parent , its Subsidiary Company, whose Financial Statements have been audited under the Act, have represented to us that, to the best of their 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 or in any other person or entity, including foreign entity ("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 or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Parent , its Subsidiary Company, whose Consolidated Financial Statements have been audited under the Act, have represented to us that, to the best of their 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, 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 performed by us and that performed by the auditors of such subsidiary, whose Consolidated Financial Statements have been audited under the Act, 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.

V. In Our Opinion and according to the information and explanation given to us, the company has not declare any dividend.

VI. Based on our examination which included test checks performed by us on the Parent Company and based on the consideration of reports of the other auditor of the subsidiary company, the Parent company and subsidiary company have used an accounting software for maintaining its books of account which does not have a feature of recording audit trail facility enabled and the same was not operated throughout the year for all relevant transactions recorded in the software.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For, Shweta Jain & Co LLP
Chartered Accountants
(Registration No. 127673W/W101149)

Date: 13th July, 2026
Place: Ahmedabad

Amit Joshi
Partner
M.No.: 120022
UDIN

Annexure-A to Independent Auditors' 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 **Brandbucket Media & Technology Ltd** ("the Parent Company") as of 31 March 2024 in conjunction with our audit of the Consolidated Financial Statements of the Parent, its subsidiary Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Company's management are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the parent company, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting of the Parent Company and its subsidiary company.

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 Consolidated 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 Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated 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 and based on the consideration of reports of the other auditors, have maintained, 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 31 March 2024, based on the internal control over financial reporting criteria established by the Parent 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, Shweta Jain & Co LLP
Chartered Accountants
(Registration No. 127673W/W101149)

Date: 13th July, 2026
Place: Ahmedabad

Amit Joshi
Partner
M.No.: 120022
UDIN:

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

(Address: 208, Shiv Shakti SRA CHS Ltd, 2nd Floor, Link Road, Anna Nagar, Andheri West, Mumbai, Maharashtra, 400053)

Consolidated Balance Sheet as at 31 March 2025

(Rs in lakhs)

Particulars	Note	31 March 2025	31 March 2024
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share Capital	3	2,324.12	2,324.12
(b) Reserves and Surplus	4	2,074.99	5,610.44
Total		**4,399.11**	7,934.56
(2) Non-current liabilities			
(a) Deferred Tax Liabilities (net)	5	60.32	57.40
Total		**60.32**	57.40
(3) Current liabilities			
(a) Trade Payables	6		
- Due to Micro and Small Enterprises		-	-
- Due to Others		304.03	2,906.45
(b) Other Current Liabilities	7	(182.68)	19.88
(c) Short-term Provisions	8	2.98	48.88
Total		124.34	2,975.22
Total Equity and Liabilities		**4,583.77**	**10,967.17**
II. ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	9	0.00	0.00
(ii) Intangible Assets		506.41	4,072.44
(b) Non-current Investments	10	337.45	237.45
(c) Long term Loans and Advances	11	263.84	187.27
(c) Other Non-current Assets	12	-	67.77
Total		**1,107.70**	4,564.94
(2) Current assets			
(a) Trade Receivables	13	518.78	5,956.18
(b) Cash and cash equivalents	14	10.19	86.05
(c) Short-term Loans and Advances	15	90.00	90.00
(c) Other Current Assets	16	2,857.10	270.00
Total		**3,476.08**	6,402.23
Total Assets		**4,583.77**	**10,967.17**

See accompanying notes to the financial statements

For, M/S Shweta Jain & Co LLP.
Chartered Accountants
Firm Registration No 127673W/W101149

For and on behalf of the Board of
BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

Mrs. KANIKA KABRA
Company Secretary

KAILASH N SALVE
CFO

Amit Joshi
Partner
Membership No.: 120022
UDIN :26120022CXUMWM5712
Place: Ahemdabad
Date 13-July-2026

NISHIGANDHA KELUSKAR
Managing Director
09154554

GAURAV GORE
Director
08534900

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

(Address: Shop No. 6, 1st Floor, BMC Market, CTS No 128 A 67 TO 69 OF Village Kandivali, Mahavir Nagar, Pawan Dham Road,,Opp Pawan Dham Mumbai, Kandivali RS, Mumbai 400067)

Consolidated Statement of Profit and loss for the year ended 31 March 2025

(Rs in lakhs)

Particulars	Note	31 March 2025	31 March 2024
Revenue from Operations	17	1,854.76	3,421.74
Total Income		1,854.76	3,421.74
Expenses			
Purchases	18	1,717.18	3,145.28
Employee Benefit Expenses	19	20.01	32.02
Depreciation and Amortization Expenses	20	95.31	91.53
Other Expenses	21	33.13	38.71
Total expenses		1,865.62	3,307.54
Profit/(Loss) before Exceptional and Extraordinary Item and Tax		(10.86)	114.20
Exceptional Item		-	-
Profit/(Loss) before Extraordinary Item and Tax		(10.86)	114.20
Extraordinary Item		-	-
Profit/(Loss) before Tax		(10.86)	114.20
Tax Expenses	22		
- Current Tax		(9.04)	4.27
- Deferred Tax		6.21	25.21
Profit/(Loss) after Tax		**(8.02)**	**84.72**
Earnings Per Share (Face Value per Share Rs.10 each)			
-Basic (In Rs)	23	0.60	0.60
-Diluted (In Rs)	23	0.60	0.60

See accompanying notes to the financial statements

For, M/S Shweta Jain & Co LLP.
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For and on behalf of the Board of
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BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

Notes forming part of the Consolidated Financial Statements

1 COMPANY INFORMATION

Brandbucket Media & Technology Ltd ("the Company") is a listed entity incorporated in India in the year 2013. The Registered office of the company is located at Shop No. 6, 1st Floor, BMC Market, CTS No 128 A 67 TO 69 OF Village Kandivali, Mahavir Nagar, Pawan Dham Road, Opp Pawan Dham Mumbai, Kandivali RS, Mumbai 400067. The Company is Primarily engaged in engaged in media and technology operating services. The Shares of the company are listed in Bombay Stock Exchange.

2 SIGNIFICANT ACCOUNTING POLICIES

a Basis of Preparation

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, as applicable. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain financial instruments which are measured at fair value.

b Use of estimates

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expense during the year. Examples of such estimates include provisions for doubtful receivables, provision for income taxes, the useful lives of depreciable Property, Plant and Equipment and provision for impairment. Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognised in the period in which the results are known / materialise.

c Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, less accumulated depreciation / amortisation. Costs include all expenses incurred to bring the asset to its present location and condition.

d Depreciation / amortisation

In respect of Property, Plant and Equipment (other than freehold land and capital work-in-progress) acquired during the year, depreciation/amortisation is charged on a straight line basis so as to write-off the cost of the assets over the useful lives.

Type of	Period
Buildings	30 Years
Plant and Equipment	15 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Office equipment	5 Years
Computers	4 Years

e Leases

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the statement of profit and loss on a straight-line basis.

f Impairment

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset. Reversal of impairment loss is recognised as income in the statement of profit and loss.

g Investments

Long-term investments and current maturities of long-term investments are stated at cost, less provision for other than temporary diminution in value. Current investments, except for current maturities of long-term investments, comprising investments in mutual funds, government securities and bonds are stated at the lower of cost and fair value.

h Revenue recognition

Revenue from the sale of equipment are recognised upon delivery, which is when title passes to the customer. Revenue is reported net of discounts.

Dividend is recorded when the right to receive payment is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

i Taxation

Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income taxpayable in India is determined in accordance with the provisions of the Income Tax Act, 1961. Tax expense relating to foreign operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax after the tax holiday period. Accordingly, MAT is recognised as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with it will fructify.

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction for relevant tax paying units and where the Company is able to and intends to settle the asset and liability on a net basis.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

j Foreign currency transactions

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities other than net investments in non-integral foreign operations are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses are recognised in the statement of profit and loss. Exchange difference arising on a monetary item that, in substance, forms part of an enterprise's net investments in a non-integral foreign operation are accumulated in a foreign currency translation reserve.

k Inventories

Raw materials are carried at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Purchased goods-in-transit are carried at cost. Work-in-progress is carried at the lower of cost and net realisable value. Stores and spare parts are carried at lower of cost and net realisable value. Finished goods produced or purchased by the Company are carried at lower of cost and net realisable value. Cost includes direct material and labour cost and a proportion of manufacturing overheads.

l Provisions, Contingent liabilities and Contingent assets

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

m Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amount of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED
(CIN: L93000MH2013PLC246147)
Notes forming part of the Financial Statements

3 Share Capital

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Authorised Share Capital		
Equity Shares, Rs. 10 par value, 25000000 (Previous Year -25000000) Equity Shares	2,500.00	2,500.00
Issued, Subscribed and Fully Paid up Share Capital		
Equity Shares, Rs. 10 par value 23241232 (Previous Year -23241232) Equity Shares paid up	2,324.12	2,324.12
Total	**2,324.12**	**2,324.12**

(i) Reconciliation of number of shares

Particulars	31 March 2025	
Equity Shares	**No. of shares**	**(Rs in lakhs)**
Opening Balance	**2,324.12**	1,050.30
Issued during the year		1,273.82
Deletion	-	-
Closing balance	**2,324.12**	**2,324.12**

(ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

Equity Shares	31 March 2025		31 March 2024	
Name of Shareholder	**No. of shares**	**In %**	**No. of shares**	**In %**
DEV PAWAR	0	0%	16,20,000	6.97%
YOGESH KALE	-	0.00%	-	0.00%
JR SEAMLESS PRIVATE LIMITED	13,08,000	5.%	-	0.00%
RISHABH SHASHIKANT NIRBHAVNE	0	5.07%	11,77,296	5.07%
SANTOSH CHANDRABHAN SHENKAR	0	9.13%	21,21,600	9.13%
RAM SHAMKANT MAYEKAR	0	9.13%	21,21,600	9.13%
PRATIKSHA SANTOSH SHENKAR	0	9.13%	21,21,600	9.13%
SANDIP SURESH KHOPADE	21,21,600	9.13%	21,21,600	9.13%

(iv) Shares held by Promoters at the end of the year 31 March 2025

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
NISHIGANDHA SHASHIKANT KELUSKAR	Equity Shares	1,56,165	0.67%	0%
CREATEROI FINANCIAL CONSULTANCY PRIVATE LIMITED	Equity Shares	43,19,400	18.59%	905%
ZYLO ENTERPRISES PRIVATE LIMITED	Equity Shares	4,35,087	1.87%	0%

4 Reserves and Surplus

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Securities Premium		
Opening Balance	2,365.50	2,365.50
Add: Issue of	3,057.18	3,057.18
Shares Closing	5,422.68	5,422.68
Balance		
Share Warrant	53.62	53.62
Uncoverted	53.62	53.62
Opening Balance		
Closing Balance	137.04	49.42
Statement of Profit and loss	(27.62)	84.72
Balance at the beginning of the	109.42	134.14
year Add: Profit/(loss) during		
the year **Balance at the end of**		
the year		
Elimination due to		
consolidation	-3510.74	
Total	**2,074.99**	**5,610.44**

5 Deferred tax liabilities Net

(Rs in lakhs)

Particulars	31 March 2024	31 March 2024
Deferred Tax	60.32	57.40
Total	**60.32**	**57.40**

6 Trade payables

Particulars	31 March 2025	31 March 2024
Due to Micro and Small	-	-
Enterprises Due to others	304.03	2,906.45
Total	**304.03**	**2,906.45**

6.1 Trade Payable ageing schedule as at 31 March 2025

(Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME					-
Others	69.34	110.87	16.78	107.04	304.03
Disputed dues- MSME					-
Disputed dues- Others					-
Sub total					304.03
MSME - Undue					
Others – Undue					
Total					304.03

the correctness of figures of creditors are not verifiable in absence of confirmations from respective creditors as the same have not been made available for verification

7 Other current liabilities

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Statutory		- 19.88
dues	(182.68)	
Other		
Payables		
Total	**(182.68)**	**19.88**

8 Short term provisions

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Provision for income tax	(9.04)	48.88
Total	**(9.04)**	**48.88**

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

Notes forming part of the Financial Statements

9 Property, Plant and Equipment (Rs in lakhs)

Name of Assets	Gross Block				Depreciation and Amortization				Net Block
	As on 01-Apr-24	Addition	Deduction	As on 31-Mar-25	As on 01-Apr-24	for the year	Deduction	As on 31-Mar-25	As on 31-Mar-25
(i) Property, Plant and Equipment									
Computer	53.16	-	-	53.16	53.16	0.00	-	53.16	0.00
Total	53.16	-	-	53.16	53.16	0.00	-	53.16	0.00
(ii) Intangible Assets									
Software 1	22.91	168.65	-	191.56	4.12	26.88	-	31.01	160.55
Software 2	317.88	-	-	317.88	57.69	51.71	-	109.40	208.48
Software 3	13.64	-	-	13.64	6.38	0.37	-	6.75	6.89
Software 4	134.13	-	-	134.13	38.37	4.84	-	43.21	90.92
Software 5	175.23	-	-	175.23	22.48	7.73	-	30.20	145.03
Goodwill	-	3,460.57	-	3,460.57	-	-	-	-	3,460.57
Total	340.79	168.65	-	509.43	129.04	91.53	-	220.57	4,072.44

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

Notes forming part of the Financial Statements

10 Non current investments

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Unquoted Other Investments in Equity Instruments	337.45	237.45
Total	**337.45**	**237.45**

10.1 Details of Investments

Name of Entity	No of Shares	31 March 2025
Lemon Management Consultancy Ltd	2,40,000	43.20
Aventez Media and Technologies Limited	10,35,000	120.25
Optionaly Convertible Redeemable Preference Share of Peqtor Real Estate Private Limited	7,40,000	74.00

11 Long term loans and advances

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Others -Loans and Advances	263.84	187.27
Total	**263.84**	**187.27**

12 Other non-current assets

(Unsecured, considered good unless otherwise stated)

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Long term advances to client empanelment	-	67.77
Total	**-**	**67.77**

13 Trade receivables

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Unsecured considered good	518.78	5,956.18
Total	**518.78**	**5,956.18**

13.1 Trade Receivables ageing schedule as at 31 March 2025 (Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	167.78	224.56	68.33	34.56	23.55	518.78
Undisputed Trade Receivables- considered doubtful						-
Disputed Trade Receivables considered good						-
Disputed Trade Receivables considered doubtful						-
Sub total						518.78
Undue - considered good						
Total						518.78

the correctness of figures of debtors are not verifiable in absence of confirmations from respective debtors as the same have not been made available for verification

14 Cash and cash equivalents (Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Cash on hand	3.17	4.16
Balances with banks in current accounts	7.02	81.89
Total	**10.19**	**86.05**

In view of voluminous entries, the banking transactions requires verification with bank statement on individual entry basis.

15 Short-term Loans and Advances (Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Corporate Advances	90.00	90.00
Total	**90.00**	**90.00**

16 Other current assets (Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Statutory dues	2,857.10	191.29
Giftcard Advances to vendors		78.71
Total	**2,857.10**	**270.00**

In absence of proper information and logical explanation given by the company, we are unable to verify the correctness of transactions appearing in Input GST A/c. Further, a TDS liability to the tune of Rs. 41.12 is also included in the above net amount.

17 Revenue from operations

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Sale of services	1,854.76	¶ 3,421.74
Total	**1,854.76**	**3,421.74**

18 Purchases of stock in trade

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Purchases	1,717.18	2902.71
Cost of services	-	242.57
Total	**1,717.18**	**3,145.28**

19 Employee benefit expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Salaries and wages	20.01	32.02
Total	**20.01**	**32.02**

Employee benefit cost which includes salary expenses, the total salary expenses amount to Rs. 22.66 Lakhs. However, salary expenses have been provided through journal entries and otherwise than by way of banking channels. The said salary transactions are only verifiable upon confirmations from the receiving parties.

20 Depreciation and amortization expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Depreciation on property, plant and equipment	95.31	91.53
Total	95.31	**91.53**

21 Other expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Auditors' Remuneration	2.30	2.65
Rent	7.25	3.91
Travelling Expenses	1.76	2.46
Miscellaneous expenses	1.90	4.46
Bank Charges	0.01	0.08
Cleaning Charges	2.40	0.76
Courier & Postage	0.39	2.67
Legal & Professional Charges	3.54	5.04
Meals & Entertainment Expense	2.76	3.37
Office Expense	6.43	8.41
Printing & Stationery	3.89	1.38
Telephone & Internet Expense	0.20	1.07
Outsourcing Expense	2.45	2.45
RTA Charges	0.30	
Total	**33.13**	**38.71**

22 Tax Expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Current Tax	(9.04)	4.27
Deferred Tax	6.21	25.21
Total	**(8.02)**	**29.48**

BRANDBUCKET MEDIA & TECHNOLOGY LIMITED

(CIN: L93000MH2013PLC246147)

Notes forming part of the Financial Statements

23 Earning per share

Particulars	31 March 2025	31 March 2024
Profit attributable to equity shareholders (Rs in lakhs)	-8.02	84.72
Weighted average number of Equity Shares	2,32,41,232	1,41,57,411
Earnings per share basic (Rs)	-0.00004	0.60
Earnings per share diluted (Rs)	-0.00004	0.60
Face value per equity share (Rs)	10	10

24 Auditors' Remuneration

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Payments to auditor as		
- Auditor	2.30	2.65
Total	**2.30**	**2.50**

25 Related Party Disclosure

(i) List of Related Parties

Nishigandha S. Keluskar	Managing Director (Ceased from 15-06-2026)
Gaurav M. Gore	Non-Executive Director
Sandeep P. Khare	Non-Executive and Independent Director
Amol G. Rokade	Non-Executive and Independent Director
Sanjiv Hasmukh Shah	Executive director (wef 8th July 2026)

(ii) Related Party Transactions

Particulars		31 March 2025	31 March 2024
Remuneration			
- Nishigandha S. Keluskar	Managing Director	1.92	1.92