

## **ANNUAL RETURN FOR THE FINANCIAL YEAR 2022-23**

### **I. REGISTRATION AND OTHER DETAILS:**

Corporate Identification Number (CIN) of the Company	U92100MH1995PTC111487
Global Location Number (GLN) of the Company	Not Applicable
Permanent Account Number (PAN) of the company	AABCS1728D
Name of the Company	Culver Max Entertainment Private Limited
Registered office address	4 <sup>th</sup> Floor, Interface, Building No. 7, Off Malad Link Road, Malad (West), Mumbai – 400 064, Maharashtra, India
e-mail ID of the Company	<a href="mailto:rajkumar.bidawatka@setindia.com">rajkumar.bidawatka@setindia.com</a>
Telephone number with STD code	+91 22 67081111
Website	<a href="http://www.sonypicturesnetworks.com">www.sonypicturesnetworks.com</a>
Date of Incorporation	September 18, 1995
Type of Company/ Category of the company / Sub-Category of the Company	Private Company/ Company limited by shares/ Indian Non-Govt. Company
Whether Company is having share capital	Yes
Whether shares listed on recognized Stock Exchange(s)	No
Financial Year	April 01, 2022 to March 31, 2023
Whether Annual General Meeting (AGM) held	Yes
If yes, date of AGM	May 30, 2023
Due date of AGM	August 12, 2023
Whether any extension for AGM granted	No

### **II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

Number of business activities	1
Main activity group code	J
Description of Main Activity group	Information and communication
Business Activity Code	J4
Description of Business Activity	Broadcasting and programming activities
% of turnover of the company	99.94%

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

Sr. No.	Name of the Company	CIN/ FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% Of shares held
1.	SPE SINGAPORE HOLDINGS, INC.	-	Holding	99.34
2.	MSM SATELLITE (SINGAPORE) PTE. LTD.	-	Subsidiary	100
3.	MSM NORTH AMERICA, INC.	-	Subsidiary	100
4.	MSM ASIA LIMITED	-	Subsidiary	100
5.	MSM-WORLDWIDE FACTUAL MEDIA PRIVATE LIMITED	U92412MH2016PTC271980	Subsidiary	81.49

### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

#### (i) SHARE CAPITAL.

##### (a) Equity Share Capital

Particulars	Authorised Capital	Issued Capital	Subscribed Capital	Paid-up Capital
Total number of equity shares	90,000,000	11,883,660	11,883,660	11,883,660
Nominal value per share (in Rs.)	10	10	10	10
Total amount of equity shares (in Rs.)	900,000,000	118,836,600	118,836,600	118,836,600

##### (b) Preference Share Capital

Particulars	Authorised Capital	Issued Capital	Subscribed Capital	Paid-up Capital
Total number of preference shares	00	00	00	00
Nominal Value per share (in Rs.)	00	00	00	00
Total amount of preference shares (in Rs.)	00	00	00	00

##### (c) Unclassified Share Capital

Particulars	Authorised Capital
Total amount of unclassified shares	00

**(d) Break-up of Paid-up Share Capital**

Class of Shares	Number of Shares			Total Nominal Amount (in Rs.)	Total Pai-up Capital (in Rs.)	Total Premium (in Rs.)
	Physical	DEMAT	Total			
<b>Equity Shares</b>						
<b>At the beginning of the year</b>	<b>11,883,660</b>	<b>00</b>	<b>11,883,660</b>	<b>118,836,600</b>	<b>118,836,600</b>	
<b>Increase during the year</b>	<b>00</b>	<b>00</b>	<b>00</b>	<b>00</b>	<b>00</b>	<b>00</b>
Public Issues	00	00	00	00	00	00
Rights Issue	00	00	00	00	00	00
Bonus Issue	00	00	00	00	00	00
Private Placement/ Preferential allotment	00	00	00	00	00	00
ESOPs	00	00	00	00	00	00
Sweat Equity Shares Allotted	00	00	00	00	00	00
Conversion of Preference share	00	00	00	00	00	00
Conversion of Debentures	00	00	00	00	00	00
GDRs/ADRs	00	00	00	00	00	00
<b>Others, specify</b>						
<b>Decrease during the year</b>	<b>00</b>	<b>00</b>	<b>00</b>	<b>00</b>	<b>00</b>	<b>00</b>
Buy-back of shares	00	00	00	00	00	00
Shares forfeited	00	00	00	00	00	00
Reduction of share capital	00	00	00	00	00	00
<b>Others, specify</b>						
<b>At the end of the year</b>	<b>11,883,660</b>	<b>00</b>	<b>11,883,660</b>	<b>118,836,600</b>	<b>118,836,600</b>	<b>00</b>
<b>Preference Shares</b>						
<b>At the beginning of the year</b>	00	00	00	00	00	0
<b>Increase during the year</b>	00	00	00	00	00	0
Issue of shares	00	00	00	00	00	0
Re-issue of forfeited shares	00	00	00	00	00	0

<b>Others, specify</b>						
<b>Decrease during the year</b>	00	00	00	00	00	00
Redemption of shares	00	00	00	00	00	00
Shares forfeited	00	00	00	00	00	00
Reduction of share capital	00	00	00	00	00	00
<b>Others, specify</b>						
<b>At the end of the year</b>	<b>00</b>	<b>00</b>	<b>00</b>	<b>00</b>	<b>00</b>	<b>00</b>

ISIN of the equity shares of the company:

- (ii) Details of stock split/consolidation during the year (for each class of shares)

Not applicable.

- (iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

Nil

- (iv) Debentures (Outstanding as at the end of financial year)

Nil

- (v) Securities (other than shares and debentures)

Nil

#### V. Turnover and net worth of the Company (as defined in the Companies Act, 2013)

<b>Turnover</b>	66,007,770,000
<b>Net worth of the Company</b>	81,629,550,000

#### VI. (a) SHAREHOLDING PATTERN – Promoter

Sr. No.	Category	Equity		Preference	
		Number of Shares	Percentage	Number of Shares	Percentage
1.	<b>Individual/Hindu Undivided Family</b>				
	Indian	00	00	00	00
	Non-resident Indian (NRI)	00	00	00	00
	Foreign national (other than NRI)	00	00	00	00

2.	<b>Government</b>				
	Central Government	00	00	00	00
	State Government	00	00	00	00
	Government companies	00	00	00	00
3.	Insurance Companies	00	00	00	00
4.	Banks	00	00	00	00
5.	Financial Institutions	00	00	00	00
6.	Foreign institutional investors				
7.	Mutual funds				
8.	Venture capital				
9.	Body corporate (not mentioned above)	00	00	00	00
10.	Others (Foreign Body Corporates)	11,804,906	99.34	00	00
	<b>Total</b>	<b>11,804,906</b>	<b>99.34</b>	<b>00</b>	<b>00</b>

Total Number of Shareholders (Promoters): 2

**(b) SHARE HOLDING PATTERN - Public/Other than promoters**

Sr. No.	Category	Equity		Preference	
		Number of Shares	Percentage	Number of Shares	Percentage
1.	<b>Individual/Hindu Undivided Family</b>				
	Indian	00	00	00	00
	Non-resident Indian (NRI)	00	00	00	00
	Foreign national (other than NRI)	00	00	00	00
2.	<b>Government</b>				
	Central Government	00	00	00	00
	State Government	00	00	00	00
	Government companies	00	00	00	00
3.	Insurance Companies	00	00	00	00
4.	Banks	00	00	00	00
5.	Financial Institutions	00	00	00	00
6.	Foreign institutional investors	00	00	00	00
7.	Mutual funds	00	00	00	00
8.	Venture capital	00	00	00	00
9.	Body corporate (not mentioned above)	00	00	00	00
10.	Others (Promoter Group Entities)	78,754	0.66	00	00
	<b>Total</b>	<b>78,754</b>	<b>0.66</b>	<b>00</b>	<b>00</b>

Total Number of Shareholders (Other than Promoters): 04

Total Number of Shareholders (Promoters + Public/ Other than Promoters): 06

## VII. NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
<b>Promoters</b>	06	02
<b>Members (other than promoters)</b>	00	04
<b>Debenture holders</b>	00	00

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>Promoter</b>	0	0	0	0	0	0
<b>Non-Promoter</b>	2	0	2	4	0	0
Non-Independent	2	0	2	4	0	0
Independent	0	0	0	0	0	0
Nominee Directors representing	0	0	0	0	0	0
Banks & FIs	0	0	0	0	0	0
Investing Institutions	0	0	0	0	0	0
Government	0	0	0	0	0	0
Small share holder	0	0	0	0	0	0
Others	0	0	0	0	0	0
<b>Total</b>	<b>2</b>	<b>0</b>	<b>2</b>	<b>4</b>	<b>0</b>	<b>0</b>

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 7

## (B) (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/ PAN	Designation	Number of equity share(s) held	Date of Cessation (after closure of financial year: if any)
Narinder Pal Singh	03335912	Managing Director	00	-
Ashok Nambissan	00288695	Whole-time Director	00	-
Ravi Singh Ahuja	09507360	Director	00	
Drew Michael Shearer	09525132	Director	00	
Erik Illiseh Moreno Jacho	09506509	Director	00	
Naomi Matsuoka	09564583	Additional Director	00	
Rajkumar Bidawatka	AAIPB4224H	Company Secretary	00	-

## (ii) Particulars of change in director(s) and Key managerial personnel during the year: 7

Name	DIN/PAN	Designation at the beginning/during the financial year	Date of appointment/change in designation / cessation	Nature of change (Appointment/Change in designation / Cessation)
Ravi Singh Ahuja	09507360	Additional director	12/04/2022	Appointment
Drew Micheal Shearer	09525132	Additional director	12/04/2022	Appointment
Erik Illiseh Moreno Jacho	09506509	Additional director	12/04/2022	Appointment
Ravi Singh Ahuja	09507360	Director	13/05/2022	Change in Designation
Drew Micheal Shearer	09525132	Director	13/05/2022	Change in Designation
Erik Illiseh Moreno Jacho	09506509	Director	13/05/2022	Change in Designation
Naomi Matsuoka	09564583	Additional director	19/05/2022	Appointment

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held: 2

Type of meeting	Date of meeting	Total Number of Meetings entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	13/05/2022	6	6	100
Extraordinary General Meeting	09/11/2022	6	6	100

### B. BOARD MEETINGS

Number of meetings held: 5

Sr. No.	Date of meeting	Total Number of Directors associated as on date of meeting	Attendance	
			Number of members attended	% of total shareholding
1.	12/04/2022	5	5	100
2.	29/04/2022	5	4	80
3.	19/05/2022	6	2	33.33
4.	13/09/2022	6	4	66.67
5.	10/01/2023	6	3	50

### C. COMMITTEE MEETINGS

Number of meetings held: 2

Sr. No.	Type of meeting	Date of meeting	Total Number of Members as on date of meetings	Attendance	
				Number of members attended	% of Attendance
1.	Corporate Social Responsibility Committee Meeting	12/09/2022	2	2	100
2.	Corporate Social Responsibility Committee Meeting	24/03/2023	2	2	100



## D. ATTENDANCE OF DIRECTORS

Sr. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/05/2023
1.	Narinder Pal Singh	5	4	80	2	2	100	Yes
2.	Ashok Nambissan	5	4	80	2	2	100	Yes
3.	Ravi Singh Ahuja	5	3	60	0	0	0	No
4.	Drew Michael Shearer	5	2	40	0	0	0	No
5.	Erik Illiseh Moreno Jacho	5	4	80	0	0	0	No
6.	Naomi Matsuoka	3	1	33.33	0	0	0	No

**X. REMUNDERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:** Redacted

## XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year: Yes

## XII. PENALTY AND PUNISHMENT - DETAILS THEREOF:

**A. Details of Penalties/ Punishment impose on Company/ Directors/ Officers:** Nil

**B. Details of Compounding of Offences:** Nil

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment:** Yes

**CULVER MAX ENTERTAINMENT PRIVATE LIMITED**

**List of Shareholders as on March 31, 2023**

<b>Sr. No.</b>	<b>FIRST NAME</b>	<b>MIDDLE NAME</b>	<b>LAST NAME</b>	<b>FOLIO NUMBER</b>	<b>DP ID- CLIENT ID ACCOUNT NUMBER</b>	<b>NUMBER OF SHARES HELD</b>	<b>CLASS OF SHARES</b>
1.	SPE Mauritius Holdings Limited	-	-	3	-	59,02,453	Equity Shares
2.	SPE Mauritius Investments Limited	-	-	4	-	59,02,453	Equity Shares
3.	SPE Singapore Holdings, Inc.	-	-	18	-	1	Equity Shares
4.	South Asian Regional Investments Singapore, Pte. Ltd.	-	-	19	-	24,490	Equity Shares
5.	South Asian Regional Investments Singapore II, Pte. Ltd.	-	-	20	-	8,163	Equity Shares
6.	CPE India Holdings LLC	-	-	21	-	46,100	Equity Shares