



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

CORPORATE ACTION INFORMATION FORM

(For Debt instruments - Allotment)

Date: 28th December, 2018

To,
Vice President
National Securities Depository Limited
Trade World, A Wing
Kamala Mills Compound, Lower Parel
Mumbai – 400013.

We wish to execute corporate action to **credit** the following securities to the accounts in NSDL.
The details of the securities allotted are given below:

ISIN	INE594M08014
Security Description	Unsecured Unrated Unlisted Compulsorily Convertible Debenture
Allotment Date	14 th December, 2018
Face Value per security	Rs. 1,00,000/-
Distinctive Numbers	1 to 4,977
Whether this issue is placed through Electronic Book Provider (EBP) Mechanism	(Yes/No)
If through EBP, name of Electronic Book Provider	Not Applicable
Funds Settlement (Tick any one as applicable)	<input type="checkbox"/> Through Clearing corporation <input type="checkbox"/> Through Issuer's Escrow Bank
If through Clearing Corporation, name of clearing corporation	Not Applicable





AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

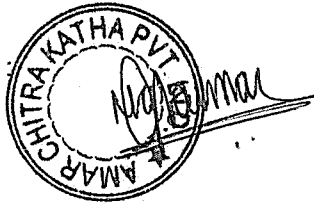
Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

<i>Allotment Details</i>	<i>No. of records</i>	<i>No. of Securities (Quantity)</i>
Electronic Form – NSDL	1	4,977
Electronic Form – CDSL	0	0
Physical Form	0	0
Total Allotted	1	4,977

I, Nimisha Parmar, Company Secretary of Amar Chitra Katha Private Limited declare that the issuer has obtained all the necessary approvals for the aforesaid issue of securities and is in compliance with all the applicable rules and regulations. The allotment is in terms of Board Resolution dated 14th December, 2018 (*copy enclosed*).

Signature



Notes:

1. Enclose a copy of the Board Resolution for allotment of the above securities.
2. Ensure that the above details reach NSDL atleast two days before execution of corporate action.
3. The form should be signed by the Company Secretary or Compliance Officer or Managing Director.
4. After submitting the Corporate Action Information Form and payment of fees to NSDL, you may advise your R & T Agent / Registry Division to execute the corporate action.



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

28th December, 2018

To,
Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound
L.B.S. Marg, Bhandup (W)
Mumbai - 400 078

Kind Attn: Mr. Ganesh Jadhav

Sub: Beneficiary Account details for allotment of Compulsorily Convertible Debenture /
ISIN INE594M08014

Please find below the list of allottee(s) for 4,977 Compulsorily Convertible Debenture allotted on
14th December, 2018.

Sr. No.	ISIN	Beneficiary Name	Quantity	DP ID	Client ID
1.	INE220J01025	Future Consumer Limited	4,977	IN300214	13595030

Kindly carry out appropriate procedures for crediting the aforesaid accounts.

Yours sincerely,

For Amar Chitra Katha Private Limited


Nimisha Patil
Company Secretary



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

28th December, 2018

To,
The Managing Director,
National Securities Depository Limited.
Trade World, 4th floor,
Kamala Mills Compound,
Senapati Bapat Marg,
Lower Parel,
Mumbai - 400 013

Subject:- Issue of Compulsorily Convertible Debentures ('CCDs') under Fresh ISIN No. INE594M08014

Dear Sir,

We reference to above subject we intends to issue Compulsorily Convertible Debentures ('CCDs') under Fresh ISIN No. INE594M08014 allotment Date 14th December, 2018. As this is fresh ISIN, hence Annexure copy is not applicable for same.

Request you to please process the online corporate action.

Yours sincerely,

For Amar Chitra Katha Private Limited



Namisha Parmar
Company Secretary



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF
THE BOARD OF DIRECTORS OF AMAR CHITRA KATHA PRIVATE LIMITED
("COMPANY") HELD ON 14TH DECEMBER, 2018**

“RESOLVED THAT subject to applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification or re-enactment thereof for the time being in force), and subject to necessary compliance(s) in accordance with all other applicable laws, rules, regulations, circulars and guidelines and subject to such further consents and approvals that may be required and pursuant to the approval granted by the shareholders of the Company at their extraordinary general meeting held on 14th December, 2018, the Company be and hereby allots 4,977 Compulsorily Convertible Debentures (“CCDs”) of face value of Rs. 1,00,000/- each aggregating to Rs. 49,77,00,000/- be allotted to Future Consumer Limited (“Investor”), in lieu of the inter-corporate deposits granted by the Investor to the Company that remain outstanding aggregating to an amount of Rs. 49,77,00,000/-.

RESOLVED FURTHER THAT the CCDs allotted to the Investor shall carry the terms and conditions as set out in the Debenture Subscription and Share Purchase Agreement dated 29th September, 2018 executed between the Company, SSG Advisors LLP and Future Consumer Limited.

RESOLVED FURTHER THAT the Director of the Company, be and are hereby jointly and/or severally authorized to do all such acts, deeds and things as may be required in this regard including to sign and execute necessary applications, letters, undertakings, certificates, deeds and documents and including to instruct the concerned Depository(ies) for crediting the said CCDs electronically in dematerialised form to the account of the Investor, and/or otherwise to do such further acts, deeds, matters and things to give full effect to this Resolution.

RESOLVED FURTHER THAT a copy of this Resolution duly certified by any Director and/or Company Secretary of the Company be submitted to any concerned entity and they be requested to rely upon the authority of the same.”

For Amar Chitra Katha Private Limited


Nimisha Parmar
Company Secretary

Date: 14th December, 2018

Place: Mumbai

FORMPAS-4

[See rule 14(3)]

PART-A

PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER

1. GENERAL INFORMATION		
a.	Name, Address, Website and any other contact details of the Company indicating both Registered Office & Corporate office address;	<p>Amar Chitra Katha Private Limited CIN: U51396MH1980PTC023421 Registered Office & Corporate Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road, Andheri (East), Mumbai- 400 059.</p> <p>Website: www.ack-media.com Email: manoj.gagvani@futuregroup.in</p>
b.	Date of incorporation of the company	05/11/1980
c.	Business carried on by the company and its subsidiaries with the details of branches or units, if any:	Refer Annexure 'I'
d.	Brief particulars of the management of the company:	The affairs of the Company are managed by the Board of Directors of the Company.
e.	Names, addresses, DIN and occupations of the directors	<p>Avantika Dalmia DIN: 01186073 Address: 18, Golf Links, New Delhi 110 003 Occupation: Business</p> <p>Anuraag Agarwal DIN: 06379359 Address: 1502, Petit Towers, August Kranti Marg, Mumbai - 400026 Occupation: Service</p> <p>Santosh Desai DIN: 01237902 Address: 64, Friends Colony – East Mathura Road, New Delhi - 110065 Occupation: Professional</p> <p>Gaurav Burman DIN: 01870814 Address: 30 Wilton Place, London SW1X8SH, United Kingdom Occupation: Business</p>

		Abhas Gupta DIN: 07767724 Address: 521, Abhinav Apartments, B-12, Vasundhara Enclave, East Delhi, New Delhi- 110096 Occupation: Director
	f.	Management's perception of risk factors: Refer Annexure '2'
	g.	Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of:
		i) Statutory Dues None
		ii) Debentures and interest thereon; None
		iii) Deposit Interest thereon; None
		iv) Loan from any bank or financial institution and interest thereon; None
	h.	Names, designation, address and phone number, email ID of the nodal/ compliance officer of the company, if any, for the private placement offer process; Nimisha Parmar Company Secretary Address: 7 th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road, Andheri (East), Mumbai-400 059. Tel: 022 4918 8888 Email id: nimisha.parmar@ack-media.com
	i.	Any default in Annual filing of the Company under the Companies Act, 2013 or rules made thereunder None
	2	PARTICULARS OF THE OFFER
	a.	Financial position of the Company for last 3 financial years Refer Annexure '3'
	b.	Date of passing of board resolution: 13 th December, 2018
	c.	Date of passing of resolution in the general meeting, authorizing the offer of securities: 14 th December, 2018
	d.	Kinds of securities offered (i.e. whether share or debenture) and class of security; the total number of shares or other securities to be issued Compulsorily Convertible Debentures ("CCDs")
	e.	price at which the security is being offered including the premium, if any, alongwith justification of the price: The CCDs are being offered at face value Rs. 1,00,000/-
	f.	Name and address of the valuer who performed valuation of the security offered and the basis on which the price has been arrived at along with report of the registered valuer Not Applicable The price of the equity shares to be issued on conversion of CCDs shall be determined at the time, which shall not be earlier than thirty days to the date when the investor of convertible

			security becomes entitled to apply for shares, on the basis of valuation report of the registered valuer given not earlier than sixty days of the date when the investor of convertible security becomes entitled to apply for shares.
	g.	Relevant date with reference to which the price has been arrived at [Relevant Date means a date atleast thirty days prior to the date on which the general meeting of the company is scheduled to be held]	Not Applicable
	h.	The class or classes of persons to whom the allotment is proposed to be made	Bodies Corporate
	i.	Intention of promoters, directors or key managerial personnel to subscribe to the offer (applicable in case they intend to subscribe to the offer) [not required in case of issue of non-convertible debentures;	None.
	j.	Proposed time within which the allotment shall be completed	The allotment shall be completed within a period of sixty days from the date of receipt of application money.
	k.	The names of the proposed allottees and the percentage of post private placement capital that may be held by them [not required in case of issue of non- convertible debentures];	Future Consumer Limited Issue of CCDs, hence post private placement there will be no change in percentage holding.
	l.	The change in control, if any, in the Company that would occur consequent to the private placement	No change in control.
	m.	the number of persons to whom allotment on preferential basis/private placement/ rights issue has already been made during the year, in terms of number of securities as well as price;	None.
	n.	the justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer;	The allotment of CCDs is being done in lieu of loans provided by FCL to the Company by way of inter-corporate deposits.
	o.	Amount which the company intends to raise by way of securities:	NA The allotment of CCDs is being done in lieu of loans provided by FCL to the Company by way of inter-corporate deposits, aggregating to Rs. 49,77,00,000/-
	p.	Terms of raising of securities:	1. The CCDs to be offered, issued

	<p>Duration, if applicable, Rate of dividend or rate of interest, mode of payment and repayment</p>	<p>and allotted shall be in dematerialised form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.</p> <ol style="list-style-type: none"> 2. The shares to be allotted upon conversion shall be in dematerialised form and shall be subject to the provisions of the memorandum of association and articles of association of the Company. 3. The CCDs shall be unsecured. 4. The CCDs shall carry a coupon of 0.001 % simple interest per annum on their face value, which shall be calculated on the basis of a 365 day year and the actual number of days elapsed. 5. The CCDs shall mandatorily and compulsorily convert into Conversion Shares at the expiry of 3 years from the closing date (as defined under the Debenture Subscription and Share Purchase Agreement dated 29th September, 2018 executed among SSG Advisors LLP, Investor, Tusk Investments 1 Limited, Elephant India Finance Private Limited, Windy Investments Private Limited and the Company_ (“Mandatory Conversation Date”). 6. The CCDs shall be convertible into Equity Shares of the Company at the fair value of the equity shares, prevailing on the date that is 15 days prior to the Mandatory Conversion Date. 7. The Conversion Shares shall rank pari passu with the then existing equity shares of the Company in all respects, including as to dividend. 8. The CCDs shall rank pari passu with other series of compulsorily convertible debentures in respect of
--	---	--

			<p>payment of coupons and in the event of liquidation, as may be permissible under the applicable laws.</p> <p>9.</p>				
	q.	Proposed time schedule for which the private placement offer cum application letter is valid;	<table border="1"> <tr> <td>Opening Date</td> <td>14th December, 2018</td> </tr> <tr> <td>Closing Date</td> <td>14th December, 2018</td> </tr> </table>	Opening Date	14 th December, 2018	Closing Date	14 th December, 2018
Opening Date	14 th December, 2018						
Closing Date	14 th December, 2018						
	r.	Purposes and objects of the offer	The Company has availed inter-corporate deposits ("ICDs") from Future Consumer Limited from time to time, in lieu of the ICDs outstanding the Company has agreed to issue compulsorily convertible debenture to Future Consumer Limited.				
	s.	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects;	None				
	t.	Principle term of assets charged as security, if applicable:	Not Applicable				
	u.	The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations;	None				
	v.	The pre-issue and post-issue shareholding pattern of the company in the following format	Refer Annexure '4'				
	w.	Mode of Payment for Subscription <ul style="list-style-type: none"> • Cheque • Demand Draft • Other Banking Channels 	Other Banking Channels				
3. DISCLOSURES WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION ETC.							
	i.	Any financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons:	None				
	ii.	details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the offeree company during the last three years immediately preceding the year of the circulation of the offer letter and any direction issued by such Ministry	None				

		or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed	
	iii.	Remuneration of directors (during the current year and last three financial years):	None
	iv.	Related party transactions entered during the last three financial years immediately preceding the year of circulation of offer letter including with regard to loans made or, guarantees given or securities provided:	Refer Annexure '5'
	v.	Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of circulation of offer letter and of their impact on the financial statements and financial position of the company and the corrective steps taken and proposed to be taken by the company for each of the said reservations or qualifications or adverse remark:	None
	vi.	Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act or any previous company law in the last three years immediately preceding the year of circulation of offer letter in the case of company and all of its subsidiaries. Also if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last three years immediately preceding the year of the offer letter and if so, section-wise details thereof for the company and all of its subsidiaries:	None
	vii.	Details of acts of material frauds committed against the company in the last three years, if any, and if so, the action taken by the company:	None
4.	FINANCIAL POSITION OF THE COMPANY		
	(a)	The capital structure of the company in the following manner in a tabular form-	
	(i)	(a) The Authorised,	Authorised Share Capital: Rs. 10,00,000/-

			Issued, Subscribed and Paid up Share Capital (Number of Securities and aggregate nominal value of the Company)	Issued, Subscribed and Paid up Share Capital: Rs.5,00,000/-
		(b)	size of the present offer:	Number of CCDs offered: 4,977 CCDs Aggregate Value of the Offer: Rs. 49,77,00,000
		(c)	Paid up capital	
			-after the offer	No Change
			-after conversion of convertible instruments (if applicable)	The conversion of shares will happen 3 years from the date issuance of the CCDs to FCL, at the fair value of shares existing on such date of conversion. Therefore, the paid-up share capital after conversion cannot be determined as of the date of issuance of CCDs.
			-Share Premium Account (before and after the offer)	Nil
		(ii)	<p>the details of the existing share capital of the issuer company in a tabular form, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration</p> <p>Provided that the issuer company shall also disclose the number and price at which each of the allotments were made in the last one year preceding the date of the offer letter separately indicating the allotments made for considerations other than cash and the details of consideration in each case.</p>	Refer Annexure '6'


	(b)	Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of private placement offer cum application letter	Refer Annexure '7'
	(c)	Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid/interest paid)	None
	(d)	A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of issue of private placement offer cum application letter;;	Refer Annexure '3'
	(e)	Audited Cash Flow Statement for the three years immediately preceding the date of circulation of offer letter;	Refer Annexure '8'
	(f)	Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company	No change on Accounting policies.

PART B
(To be filled by the Applicant)

(i)	Name	Future Consumer Limited													
(ii)	Father's name	Not Applicable													
(iii)	Complete Address including Flat/House Number, street, Locality, pin Code	247 Park, Tower C, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083													
(iv)	Phone number, if any	+91 22 6119 0000													
(v)	Email ID, if any	investor.care@futureconsumer.in													
(vi)	PAN Number	AABCS0279B													
(vii)	Bank Account Details:	<table border="1"> <tr> <td>Beneficiary Name</td> <td>FUTURE CONSUMER LTD</td> </tr> <tr> <td>Credit Account No.</td> <td>36444786445</td> </tr> <tr> <td>Centre (Location)</td> <td>Commercial Branch</td> </tr> <tr> <td>Bank</td> <td>State Bank of India</td> </tr> <tr> <td>Account Type</td> <td>Cash Credit</td> </tr> <tr> <td>IFSC Code</td> <td>SBIN0006070</td> </tr> </table>		Beneficiary Name	FUTURE CONSUMER LTD	Credit Account No.	36444786445	Centre (Location)	Commercial Branch	Bank	State Bank of India	Account Type	Cash Credit	IFSC Code	SBIN0006070
Beneficiary Name	FUTURE CONSUMER LTD														
Credit Account No.	36444786445														
Centre (Location)	Commercial Branch														
Bank	State Bank of India														
Account Type	Cash Credit														
IFSC Code	SBIN0006070														
	For Future Consumer Limited														

Signature


Authorised Signatory

Initial of the Officer of the Company designated to keep the record 

5. A DECLARATION BY THE DIRECTORS THAT-

- a. the company has complied with the provisions of the Act and the rules made there under;
- b. the compliance with the Companies Act, 2013 and the rules does not imply that payment of dividend or interest or repayment of debentures, if applicable, is guaranteed by the Central Government;
- c. the monies received under the offer shall be used only for the purposes and objects indicated in the private placement offer cum application letter;

I am authorized by the Board of Directors of the Company vide resolution number Dated 13th December, 2018 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

For Amar Chitra Katha Private Limited



Nimisha Parmar

Company Secretary

Membership No.: 44061

Date: 14th December, 2018

Place: Mumbai

Attachments:-

- Copy of board resolution dated 13th December, 2018
- Copy of shareholders resolution dated 14th December, 2018
- Annexure(s) as mentioned in this private placement Offer Cum Application Letter



AMAR CHITRA KATHA PVT LTD

**Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.**

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

Annexure 1

BUSINESS CARRIED ON BY THE COMPANY AND ITS SUBSIDIARIES WITH THE DETAILS OF BRANCHES OR UNITS, IF ANY

Amar Chitra Katha Private Limited ("ACK") is predominantly known for holding oldest content brands. Within its ambit ACK owns the flagship brands 'Amar Chitra Katha', 'Tinkle' and 'Brainwave'. It has basket of 400+ titles and over 100 proprietary characters. It is an established leader in the under- 15 age group with diverse product offerings in various formats that are compatible to new media platforms. ACK also operates India Book House (IBH), the largest distributor of books and magazines in India.

ACK has also entered into a licensing arrangement with National Geographic Society, US for publishing 'National Geographic Magazine' and 'National Geographic Traveller' in India. Both these magazines are well received in the Indian market.

ACK has sought to diversify its product offering to digital media platforms including films, TV, online, mobile and other new media platforms. ACK's focus areas include creating new content and merchandise and expanding e-commerce (direct to consumer and indirect channels). ACK has digitized the majority of its content and the digital applications are already launched. Within the publishing business, ACK focuses to rationalize the number of titles, grow in regional languages and improve the product pricing.



AMAR CHITRA KATHA PVT LTD

**Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.**

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

SUBSIDIARIES

1. ACK Media Direct Limited

ACK Media Direct Limited ("ACK Media") is ACK's subscriptions and online customer generation arm. It specializes in procuring subscribers for ACK's print products through various trade channels. In addition, ACK Media also has a very strong mail-order servicing business, servicing thousands of parcels every month for national and international clients.

2. IBH Books & Magazines Distributors Limited

Established in 1952, IBH Books & Magazines Distributors Ltd, (IBH) is India's largest distributor of books and magazines. It is the distribution arm of Amar Chitra Katha Pvt. Ltd. and the publisher of cult brands - Amar Chitra Katha & Tinkle. With a widespread 7-city network across the nation, IBH directly services more than 1500+ wholesalers and retailers. Being the strongest and most-trusted brand of service, IBH has strongest portfolio of over 100 magazines, 50 book publishers, 100 international Publisher for high end academic and research publication, and newspapers as well as major publishing houses for educational and academic books. Armed with diverse experience and a history of success, IBH combines business acumen with technology to create innovative products and solutions for customers all around the world. In addition, we also have a very strong mail-order servicing business, servicing thousands of parcels every month for national and international clients.

3. Ideas Box Entertainment Limited

Ideas Box Entertainment Limited ("Ideas Box") is an ideas, content and activation Company, that caters particularly to kids & families. It has the talent, skill and capability to connect, engage and entertain a large group of consumer audiences in India. Ideas Box is a business model aimed at creating fiction and non-fiction shows for children. The Ideas Box is an innovative business model in the field of TV and content production, that is aimed at creating children's fiction and non-fiction shows for children.



AMAR CHITRA KATHA PVT LTD

**Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.**

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

Annexure 2

RISK FACTORS

The risks described below and any additional risks and uncertainties not presently known to our Company or that are currently deemed immaterial could adversely affect our Company's business, financial condition or results of operations. Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify the financial or other implication of any of the risks described in this section. The order in which the risk factors have been stated is to facilitate ease of reading and reference and does not in any manner indicate the importance of one risk over another.

INTERNAL RISK FACTORS:

Risks relating to the Company's Business:

- The Company is into the business of storytelling and licensing its characters, up to certain extent. The business of the Company is dependent on strong distribution network and inefficient network may affect Company's business operations.
- Any inability to manage working capital, predominantly in inventories and debt, may affect our cash flows and adversely affect our results of operations and financial condition.
- Our Company's success depends, to a significant extent, on the continued services of our executive management team, which has substantial experience in the similar industry. There is no guarantee that any of the executive management team will continue to be employed by our Company. The loss of services of one or more members of the executive management team could have an adverse impact on our Company's business, financial condition and results of operations.
- An increase in interest rates or an increase in the margin on which finance can be obtained may increase our Company's financing costs and such increase in interest rates may increase the cost of borrowing, which could have an adverse impact on our business, financial condition and results of operations.



AMAR CHITRA KATHA PVT LTD

**Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.**

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

- We require certain approvals and licenses in the ordinary course of business for publishing books or entering into any licensing agreement and the failure to obtain or retain them in a timely manner may adversely affect its operations.

EXTERNAL RISK FACTORS:

- Evolution of Digital market may impact the overall sales and profits of the Company
- Changes in Government Policy/Regulations/Taxation rules which may have adverse effect on the company.
- Competition from International Companies and newly emerging domestic companies can affect the business.



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

Annexure 3

Summary of the financial position of the Company				
Sr. No.	Parameters	FY2017-18	FY2016-17	FY2015-16
1.	Paid-up share capital/capital of partner/proprietor	5,00,000/-	5,00,000/-	5,00,000/-
2.	Share application money/Current account of partner or proprietor, if any	-	-	-
3.	Reserves and surplus/Profit and loss account	(26,65,06,502/-)	(14,11,07,744/-)	7,57,89,045/-
4.	Secured Loans	-	-	8,45,54,234/-
5.	Unsecured Loans	42,53,35,000/-	31,49,97,813/-	10,41,41,766/-
6.	Current Liabilities and provisions	20,33,97,582/-	22,17,55,325/-	27,46,90,217/-
7.	Total of Balance Sheet	36,27,25,080/-	39,61,45,393/-	53,96,74,662/-
8.	Gross turnover / gross receipts	32,14,22,653/-	30,68,42,986/-	49,97,71,204/-
9.	Interest Paid	4,62,90,990/-	3,26,62,538/-	2,03,52,251/-
10.	Depreciation as per Books of account	7,46,89,549/-	9,67,47,461/-	9,84,93,075/-
11.	Net profit (or loss) before tax as per profit and loss account	(13,23,65,758/-)	(19,45,94,054/-)	(22,79,49,551/-)
12.	Taxes on income paid/provided for in the books	Nil	Nil	Nil



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

Annexure 4

SHAREHOLDING PATTERN BEFORE AND AFTER THE ISSUE OF SHARES INVOLVED IN THE PRESENT RESOLUTION IS AS BELOW:

Category Code	Category of Shareholder	Pre - Issue		Post – Issue*	
		Pre-Issue Shares held	% of Total Holding	Post-Issue Shares held	% of Total Holding
(A)	Promoters' holding				
(1)	Indian:				
	Individual	0	0	0	0
	Bodies Corporate	0	0	0	0
	Sub Total	0	0	0	0
2	Foreign Promoters				
	Sub Total (A)	0	0	0	0
(B)	Non-Promoters' holding				
1.	Institutional Investors				
2	Non-institutions:				
	Bodies Corporate	1,29,070	25.82	1,29,070	25.82
	Directors and Relatives	0	0	0	0
	Indian Public	991	0.20	991	0.20
	Others – Indian Holding Company	3,69,939	73.98	3,69,939	73.98
	Sub-Total (B)	5,00,000	100.00	5,00,000	100.00
	GRAND TOTAL (A)+(B)	5,00,000	100.00	5,00,000	100.00

* The conversion of shares will happen 3 years from the date issuance of the CCDs to FCL, at the fair value of shares existing on such date of conversion. Therefore, no change in shareholding pattern post issue of issue of CCDs on private placement basis.

Annexure 5

Amar Chitra Katha Private Limited

Summary of the significant accounting policies and other explanatory information for the year ended March 31, 2018

38 Related party transactions

38.1 Holding company

Future Consumer Limited
(formerly known as Future Consumer Enterprise Limited)

38.2 Significant investor

Tusk Investments Fund I
Elephant India Finance Private Limited ('Elephant India')
Windy Investments Private Limited ('Windy')

38.3 Key management personnel's

Vijay Sampath – Chief Executive Officer (upto February 2, 2016)

Anuraag Agarwal – Chief Executive Officer (from February 2, 2016)

38.4 Transactions entered into with related parties during the period and balances as at the year end: Rs. in lakhs

Transaction during	Year ended March 31, 2018		Year ended March 31, 2017	
	Holding Company	Key Management Personnel	Holding Company	Key Management Personnel
Sale of Books and DVD's/Licence				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	-	-	13.99	-
Sale of Investment				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	-	-	3.50	-
Interest Expenses				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	462.91	-	253.02	-
Short term borrowings taken (Net of repayment)				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	1,103.37	-	2,161.04	-
Share-based payments to employees				
Mr. Anuraag Agarwal	-	60.47	-	-
Remuneration				
Mr. Anuraag Agarwal	-	-	-	21.26

Balances outstanding	As at March 31, 2018		As at March 31, 2017	
	Holding Company	Key Management Personnel	Holding Company	Key Management Personnel
Trade receivables				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	9.45	-	13.32	-
Short term borrowings				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	4,253.32	-	3,149.98	-
Other liabilities				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	261.62	-	182.77	-
Other receivables				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	1.93	-	1.93	-
Other current liabilities				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	-	-	2.00	-
Deemed Contribution from Parent Company				
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	60.47	-	-	-
Remuneration				
Mr. Vijay Sampath	-	22.77	-	30.26
Mr. Anuraag Agarwal	-	-	-	21.26

Amar Chitra Katha Private Limited
Summary of the significant accounting policies and other explanatory information for the year ended March 31, 2017

38 Related party transactions

38.1 Holding company
Future Consumer Limited
(formerly known as Future Consumer Enterprise Limited)

38.2 Significant investor
Tusk Investments Fund I
Elephant India Finance Private Limited ("Elephant India")
Windy Investments Private Limited ("Windy")

38.3 Other related parties in the group with whom the company has transactions:
Karadi Path Education Company Private Limited
(July, 16 2015 to October 20, 2015)

38.4 Key management personnel's
Vijay Sampath — Chief Executive Officer (from February 2, 2016)
Anuraag Agarwal — Chief Executive Officer (from February 2, 2016 upto October 30, 2016)

38.5 Transactions entered into with related parties during the period and balances as at the year end:

Transaction during	Year ended March 31, 2017					Year ended March 31, 2016				
	Holding Company	Significant Investors	Associates Company	Fellow Subsidiary Company	Key Management Personnel	Holding Company	Significant Investors	Associates Company	Fellow Subsidiary Company	Key Management Personnel
Sale of Books and DVD/Licenses										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	13.99					8.99				
Sale of Investment								153.48		
-- Karadi Path Education Company Private Limited										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	3.50									
Interest Expenses										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	253.02					82.56				
Short term borrowings taken										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	2,686.04					788.94				
Short term borrowings repaid										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	525.00									
Remuneration										
Mr. Vijay Sampath										68.33
Mr. Anuraag Agarwal					21.26					

Rs. in lakhs

Balances outstanding	As at March 31, 2017					As at March 31, 2016				
	Holding Company	Significant Investors	Associates Company	Fellow Subsidiary Company	Key Management Personnel	Holding Company	Significant Investors	Associates Company	Fellow Subsidiary Company	Key Management Personnel
Trade receivables										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	13.32									
Short term borrowings										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	3,149.98					988.94				
Other liabilities										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	182.77					52.48				
Other receivables										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	1.93					1.93				
Other current liabilities										
-- Future Consumer Limited (Formerly known as Future Enterprise Limited)	2.00									
Remuneration										
Mr. Vijay Sampath					30.26					55.26
Mr. Anuraag Agarwal					21.26					26.21

All the Related Party Transactions entered during the period were in ordinary course of business and on arm's length basis. The amounts outstanding are unsecured and will be settled in cash.

Particulars	Holding Company		Significant Investors		Associates		Fellow Subsidiary Company		Total	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015	31 March 2016	31 March 2015	31 March 2016	31 March 2015	31 March 2016	31 March 2015
Balances outstanding										
Short term borrowings										
– Future Consumer Enterprise Limited (Formerly known as Future Venture India Limited)	988.94	200.00	-	-	-	-	-	-	988.94	200.00
Trade receivables										
– Future Consumer Enterprise Limited (Formerly known as Future Venture India Limited)	-	8.99	-	-	-	-	-	-	-	8.99
Advance to vendor / suppliers										
– Future Consumer Enterprise Limited (Formerly known as Future Venture India Limited)	1.93	1.93	-	-	-	-	-	-	1.93	1.93
Interest accrued and due										
– Future Consumer Enterprise Limited (Formerly known as Future Venture India Limited)	52.48	11.80	-	-	-	-	-	-	52.48	11.80
Other current liability										
– Elephant India Finance Private Limited	-	-	-	-	-	-	-	-	-	-
– Karadi Path Education Company Private Limited	-	-	-	-	-	-	-	-	-	-

Note:

Remuneration paid to Key Managerial Person Rs. 68.33 (31 March 2015 Rs: 81.48)



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

Annexure 6

Date of allotment of the Equity Shares	No. of Equity Shares Allotted	Face Value (₹)	Issue Price (₹)	Cumulative no. of Equity Shares	Nature of Allotment	Form of Consideration
November 5, 1980	10 (1,000)	100	100	10 (1,000)	Issue of shares on subscription to Memorandum and Articles of Association (subdivision of face value from Rs. 100 to Re. 1)	Cash
November 5, 1980	10 (1,000)	100	100	20 (2,000)	Issue of shares on subscription to Memorandum and Articles of Association (subdivision of face value from Rs. 100 to Re. 1)	Cash
June 30, 1984	240 (24,000)	100	100	260 (26,000)	Allotment (subdivision of face value from Rs. 100 to Re. 1)	NA
June 30, 1984	240 (24,000)	100	100	500 (50,000)	Allotment (subdivision of face value from Rs. 100 to Re. 1)	NA
June 30, 1984	250 (25,000)	100	100	750 (75,000)	Allotment (subdivision of face value from Rs. 100 to Re. 1)	NA



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

June 30, 1984	250 (25,000)	100	100	1,000 (1,00,000)	Allotment (subdivision of face value from Rs. 100 to Re. 1)	NA
August 31, 2007	445 (44,500)	100	100	1,445 (1,44,500)	Allotment (subdivision of face value from Rs. 100 to Re. 1)	NA
April 8, 2008	25,270	1	1	1,69,770	Allotment	Cash
April 8, 2008	8,076	1	1	1,77,846	Allotment	Cash
June 14, 2010	34,070	1	2,944.13	2,11,916	Conversion of loan into equity shares	-
June 15, 2010	79,105	1	2,748.13	2,91,021	Allotment pursuant to Share Subscription Agreement and Shareholders Agreement both dated June 11, 2010	Cash
June 15, 2010	11,866	1	2,748.13	3,02,887	Allotment pursuant to Share Subscription Agreement and Shareholders Agreement both dated June 11, 2010	Cash
June 15, 2010	7,278	1	2,748.13	3,10,165	Allotment pursuant to Share Subscription Agreement and Shareholders Agreement both dated June 11, 2010	Cash



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

March 19, 2011	49,039	1	3063	3,59,204	Allotment pursuant to Share Subscription Agreement and Shareholders Agreement both dated March 1, 2011	Cash
April 14, 2011	21,173	1	3063	3,80,377	Allotment pursuant to Share Subscription dated March 16, 2011	Cash
April 14, 2011	3,175	1	3063	3,83,552	Allotment pursuant to Share Subscription dated March 16, 2011	Cash
June 30, 2011	73,559	1	2,253.11	4,57,111	Allotment pursuant to Share Subscription Agreement and Shareholders Agreement both dated March 1, 2011	Cash
July 20, 2011	1	1	3,063	4,57,112	Allotment pursuant to Share Subscription dated March 16, 2011	Cash
September 15, 2011	721	1	2235	4,57,833	Allotment under ACK ESOP-2009	Cash
September 15, 2011	270	1	2235	4,58,103	Allotment under ACK ESOP-2009	Cash
March 26, 2012	(70,457)*	1	3,063	3,87,646	-	



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

November 21, 2013	1,05,883	1	891	4,93,529	Allotment pursuant to right issue	Cash
November 21, 2013	4,359	1	891	4,97,888	Allotment pursuant to right issue	Cash
November 21, 2013	2,112	1	891	5,00,000	Allotment pursuant to right issue	Cash

**Buy back of 14,303 Equity Shares from Mr. Samir Patil and 56,154 Equity shares from M/s. AHA Holdings Private Limited, respectively.*



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

Annexure 7

Profits before and after making provision for tax	Details	Year 2017-18	Year 2016-17	Year 2015-16
	PBT	(13,14,45,757.84)	(22,35,76,244.12)	(26,07,12,510.61)
PAT	(13,14,45,757.84)	(22,35,76,244.12)	(26,07,12,510.61)	

Annexure 8
Amar Chitra Katha Private Limited
Consolidated Cash Flow Statement for the year ended March 31, 2018

Rs. in lakhs

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Cash flows from operating activities		
Loss for the year before tax	(1,323.82)	(1,972.48)
Adjustments for:		
Inventory reserve	(11.83)	(85.90)
Interest income	(4.08)	(4.89)
Loss on disposal of property, plant and equipment	9.85	29.02
Provision for doubtful debts	64.74	166.36
Interest expense	462.91	326.63
Impairment of intangible assets	-	180.48
Depreciation and amortization of expense	746.90	967.47
Expense recognized in respect of equity-settled share-based payments	60.47	1.88
Impairment of goodwill	-	53.26
Bad debts and advances written off	14.04	29.47
Net foreign exchange (gain)/loss	0.40	0.47
Sundry balance written off	5.77	70.66
Sundry balance written back	(129.00)	(28.77)
	(103.65)	(266.34)
Movement in working capital:		
(Increase)/decrease in trade and other receivables	(167.81)	112.30
(Increase)/ decrease in inventories	34.64	365.77
Increase/ (decrease) in trade payables	11.26	(741.42)
(Decrease)/increase in current provision	10.45	(60.00)
(Decrease)/increase in non current provision and other financial liabilities	(2.81)	29.94
Increase/(decrease) in current financial liabilities and other liabilities	(148.91)	(133.38)
Decrease/(increase) in non current financial assets and other non current asset	29.84	26.72
Decrease/(increase) in current financial asset, loans and other assets	(130.10)	71.55
Cash (used in)/generated from operations	(467.09)	(594.85)
Income taxes (paid) / received	2.35	88.31
Net cash (used in) operating activities	(464.74)	(506.54)
Cash flows from investing activities		
Payments for property, plant and equipment	(17.24)	(1.37)
Payments for intangible assets	(370.49)	(532.70)
Interest received	4.08	4.89
Net cash (used in) investing activities	(383.65)	(529.18)
Cash flows from financing activities		
Proceeds from borrowings	1,103.36	1,315.50
Interest paid	(384.06)	(196.34)
Net cash generated from financing activities	719.30	1,119.17
Net (decrease)/increase in cash and cash equivalents	(129.09)	83.44
Cash and cash equivalents at the beginning of the year	240.08	156.64
Cash and cash equivalents at the end of the year	110.99	240.08

Amar Chitra Katha Private Limited
Consolidated Cash Flow Statement for the year ended 31 March 2017

Rs. in lakhs

Particulars	For the year ended 31 March 2017	For the year ended 31 March 2016
(A) Cash flows from operating activities		
Loss for the year before tax	(1,972.48)	(2,587.93)
Adjustments for:		
Inventory reserve	(85.90)	(22.03)
Interest income recognised in consolidated statement of profit or loss	(4.89)	(3.13)
Remeasurement of the defined benefit plans	5.72	18.69
Loss on disposal of property, plant and equipment	29.02	0.41
(Gain) / loss on disposal of a subsidiary	(0.06)	470.14
Provision for doubtful debts	166.36	143.64
Interest expense	326.63	203.52
Impairment of intangible assets	180.54	-
Depreciation and amortization of non-current assets	967.47	1,258.64
Share options outstanding account	1.88	(0.02)
Impairment of goodwill	53.26	-
Bad debts and advances written off	29.47	1.40
Net foreign exchange (gain)/loss	0.47	(1.07)
Sundry balance written off	70.66	3.47
Sundry balance written back	(28.77)	(54.93)
	(260.62)	(569.20)
Movements in working capital:		
(Increase)/decrease in trade and other receivables	112.30	382.02
(Increase)/ decrease in inventories	365.77	395.18
Increase/ (Decrease) in trade payables	(741.42)	(389.75)
(Decrease)/increase in current provision	(60.00)	66.89
(Decrease)/increase in non current provision	24.23	(31.57)
Increase/(Decrease) in current financial liability and other liability	(3.09)	107.28
Decrease/(increase) in non current financial assets and other non current asset	26.72	19.31
Decrease/(increase) in current financial asset, loans and other assets	71.55	7.83
Cash (used in)/generated from operations	(203.94)	557.19
Income taxes (paid) / received	88.31	(57.60)
Net cash used in operating activities	(376.25)	(69.61)
(B) Cash flows from investing activities		
Payments for property, plant and equipment	(1.37)	(13.42)
Payments for intangible assets	(532.70)	(698.55)
Net cash used in investing activities	(534.07)	(711.97)
(C) Cash flows from financing activities		
Interest received	4.89	3.13
Proceeds from borrowings	1,315.50	1,029.92
Interest paid	(326.63)	(203.52)
Net cash generated from financing activities	993.76	829.53
Net increase in cash and cash equivalents (A)+(B)+(C)	83.44	47.95
Cash and cash equivalents at the beginning of the year	156.64	108.69
Cash and cash equivalents at the end of the year	240.08	156.64

Amar Chitra Katha Private Limited

Consolidated Cash Flow Statement

(Rupees in Lacs, except for share data, and if otherwise stated)

	Year ended 31 Mar 2016	Year ended 31 March 2015
Cash flow from operating activities		
Loss for the year before tax and prior year adjustments	(2,374.51)	(1,258.65)
Adjustments for:		
Depreciation / amortisation	984.93	831.89
Inventory reserve	(22.03)	24.40
Share of loss in associates	18.04	-
Interest expense	203.52	90.91
Profit on sale of fixed asset, (net)	-	(0.63)
Interest earned	(3.13)	(0.40)
Minority interest	76.97	3.28
Bad debts	1.40	7.84
Provision for doubtful debts	127.67	26.47
Unrealised loss on foreign exchange transaction	(1.07)	-
Loss on sale of fixed assets	0.41	4.17
Loss on sale of subsidiary	470.14	-
Advances written off	3.47	-
Sundry balance / creditors written back	(54.93)	(8.87)
Operating loss before changes in working capital	(569.12)	(279.59)
Adjustments for :		
Movement in working capital		
Decrease / (Increase) in trade receivables	382.02	148.01
Decrease / (Increase) in short term loans and advances	44.59	85.40
Decrease / (Increase) in long term loans and advances	20.51	35.36
Decrease / (Increase) in inventories	395.18	23.11
Increase/ (Decrease) in trade payables	(551.14)	(23.08)
Increase / (Decrease) in long term provisions	(31.59)	6.63
Increase / (Decrease) in short term provisions	12.08	(3.21)
Increase/ (Decrease) in current liabilities	285.73	62.20
Net changes in working capital	557.38	334.42
Direct taxes paid	(58.30)	(6.28)
Net cash generated from operations	(70.04)	48.54
Cash flow from investing activities		
Purchase of fixed assets	(711.97)	(739.22)
Proceeds from sale of fixed assets	-	0.37
Proceeds from maturity of fixed deposit	(0.07)	(0.21)
Net cash (used in) investing activities	(712.04)	(739.06)
Cash flow from financing activities		
Loan received from holding company (net)	829.62	211.80
Cash credit account with banks	240.98	419.39
Vehicle loan repaid	-	(0.49)
Interest paid	(203.52)	(90.91)
Interest received	3.13	0.40
Net cash generated from financing activities	870.21	540.19
Net increase / (decrease) in cash and cash equivalents	88.13	(150.34)
Cash and cash equivalents at the beginning of the year	118.96	269.30
Cash and cash equivalents at the end of the year	207.09	118.96
Notes to Cash Flow Statement		
i: Cash and cash equivalents at the year end comprise:		
Cash on hand	6.69	7.45
Balances with banks in current accounts	149.95	101.24
Fixed Deposit (Security against guarantees) with maturity more than 3 months but less than 12 months	50.45	10.27
Total cash and cash equivalents	207.09	118.96

FORM NO. PAS-3



Return of Allotment

[Pursuant to section 39(4) and 42 (9) of the Companies Act, 2013 and rule 12 and 14 Companies (Prospectus and Allotment of Securities) Rules, 2014]

Form language English Hindi

Refer the instruction kit for filing the form.

1.(a) *Corporate Identity Number (CIN) of company

U51396MH1980PTC023421

Pre-fill

(b) Global Location Number (GLN) of Company

2.(a) Name of the company

AMAR CHITRA KATHA PRIVATE LIMITED

(b) Address of the Registered office of the company

7th Floor, AFL House, Lok Bharati Complex,
Marol - Maroshi Road, Andheri (East)
Mumbai
Mumbai City
Maharashtra
400059

(c) *Email Id of the company

manoj.gagvani@futuregroup.in

3. Securities allotted payable in cash

*Number of allotments

1 (i)* Date of allotment

(DD/MM/YYYY)

(ii)(a) Date of passing shareholders' resolution

(DD/MM/YYYY)

(b) SRN of Form No. MGT-14

Particulars	<input type="checkbox"/> Preference shares	<input type="checkbox"/> Equity shares without Differential rights	<input type="checkbox"/> Equity Shares with differential rights	<input type="checkbox"/> Debentures
Brief particulars of terms and conditions				
Number of securities allotted				
Nominal amount per security (in Rs.)				
Total nominal amount (in Rs.)				
Amount paid per security on application (excluding premium) (in Rs.)				
Total amount paid on application (excluding premium) (in Rs.)				
Amount due and payable on per security on allotment(excluding premium) (in Rs.)				
Total amount paid on allotment (excluding premium) (in Rs.)				
Premium amount per security due and payable (if any) (in Rs.)				
Total premium amount due and payable (if any) (in Rs.)				
Premium amount paid per security (if any)				
Total premium amount paid (if any) (in Rs.)				
Amount of discount per security (if any) (in Rs.)				
Total discount amount (if any) (in Rs.)				
Amount to be paid on calls per security (if any) (excluding premium) (in Rs.)				
Total amount to be paid on calls (if any) (excluding premium) (in Rs.)				

4. Securities allotted for consideration other than cash

* Number of allotments

1

(i)* Date of allotment

14/12/2018

(DD/MM/YYYY)

(ii)(a) Date of passing shareholders' resolution

14/12/2018

(DD/MM/YYYY)

(b) SRN of Form No. MGT-14

H33043886

Particulars	<input type="checkbox"/> Preference shares	<input type="checkbox"/> Equity shares without Differential rights	<input type="checkbox"/> Equity Shares with differential rights	<input checked="" type="checkbox"/> Debentures
Number of securities allotted				4,977
Nominal amount per security (in Rs.)				100,000.00
Total nominal amount (in Rs.)				497,700,000.00
Amount to be treated as paid up on each security (in Rs.)				100,000
Premium amount per security (if any) (in Rs.)				0.00
Total premium amount (if any) (in Rs.)				0.00
Amount of discount per security (if any) (in Rs.)				0.00
Total discount amount (if any) (in Rs.)				0.00

(iv)* Details of consideration

Consideration for which such securities have been allotted	Description of the consideration	Value (amount in Rs.)
(a) Property and assets acquired		
(b) Goodwill		
(c) Services (give nature of services)		
(d) Conversion of Debentures		
(e) Conversion of Loans	Conversion of Inter-Corporate Deposits	497,700,000.00
(f) Other items (to be specified)		

(v)* Whether an agreement or contract is executed in writing for allotting securities for consideration other than cash

(if yes, attach a copy of such agreement or contract). Yes No

(vi) Whether valuation report of the Valuated person has been obtained.

Yes No

5. Bonus shares issued

- (a) Date of allotment (DD/MM/YYYY)
- (b) Number of bonus shares
- (c) Nominal amount per share (in Rs.)
- (d) Amount to be treated as paid up per share (in Rs.)
- (e) * Date of passing shareholders' resolution (DD/MM/YYYY)
- (f) * SRN of Form No MGT-14

6. In respect of private placement

(a) Category to whom allotment is made:

- Existing shareholders
- Employee
- Directors
- Qualified Institutional Buyers
- Others

(b) Declaration that in respect of preferential allotment or private placement the company has:

- allotted securities to less than two hundred persons in aggregate in a financial year excluding exempted categories;
- not allotted securities with an application size of less than twenty thousand per person;
- offered such securities through private placement offer letter and no prospectus or any other public advertisement has been issued for the same;
- completed allotment in respect of earlier private placement offers;
- received money payable on subscription of such securities through cheque or demand draft or other banking channels but not in cash;
- made such offers only to the persons whose names were recorded by the company prior to such invitation and such persons have received such offer by name;
- Maintained a complete record of such offers and acceptances in Form No. PAS-5.

7.* Capital structure of the company after taking into consideration the above allotment(s) of shares:

Particulars	Authorized capital of the company	Issued capital of the company	Subscribed capital	Paid up capital
Number of equity shares	1,000,000	500,000	500,000	500,000
Nominal amount per equity share	1	1	1	1
Total amount of equity shares	1,000,000.00	500,000.00	500,000.00	500,000.00
Number of preference shares	0	0	0	0
Nominal value per preference share				
Total amount of preference shares				
Unclassified shares				
Total amount of unclassified shares (in Rs.)				
Total	1,000,000.00	500,000.00	500,000.00	500,000.00

8.* Debt Structure of the company after taking into consideration the above allotment(s) of debentures/ other security:

Particulars	Total number of securities	Nominal value per unit of security	Total amount
Debentures	4,977	100000	497,700,000
Secured loans			0
Others, specify	0	0	0

9.* Whether complete list of allottees has been enclosed as an attachment. Yes No
 In case No, then submit the details of all the allottees in a CD separately.

Attachments

1.* List of allottees. Attach separate list for each allotment (refer instruction kit for format). If not attached, then it shall be submitted separately in a CD.

Attach

2.* Copy of Board or shareholders' resolution.

Attach

4. Copy of contract where securities have been allotted for consideration other than cash or attachment wherein the details of contract reduced in writing by the company , if any;

Attach

6. Complete record of private placement offers and acceptances in Form PAS-5.

Attach

7. Optional attachment(s), if any.

Attach

List of attachments

CTC BR allotment of CCDs.pdf
Deed of Confirmation Signed.pdf
Note on Details of consideration.pdf
List of Allottees.pdf
Form PAS 5.pdf

Remove attachment

Declaration

I am authorized by the Board of Directors of the Company vide resolution no * dated * to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that:

1. All the required attachments have been completely, correctly and legibly attached to this form.
2. The list of allottees is correct and complete as per records of the company.
3. Where the securities are issued other than cash, the contract as well as list of allottees and any other contract of sale, or a contract for services or other consideration in respect of which that allotment is made is attached herewith. If not, then an attachment has been attached by the company mentioning all the particulars of the contract in writing.

* To be digitally signed by

* Designation



* Director identification number of the director; OR
DIN or PAN of the manager or CEO or CFO; or
Membership number of the Company Secretary

Certificate by practicing professional

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the Company/applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that:

- i. The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;
- ii. All the required attachments have been completely and legibly attached to this form.

* To be digitally signed by



* Chartered accountant (in whole-time practice) or Cost accountant (in whole-time practice) or
 Company secretary (in whole-time practice)

* Whether associate or fellow Associate Fellow

* Membership number

* Certificate of practice number

Note: Attention is drawn to provisions of Section 448 of the Companies Act, 2013 which provide for punishment for false statement and certification.

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the filing company.



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF
THE BOARD OF DIRECTORS OF AMAR CHITRA KATHA PRIVATE LIMITED
("COMPANY") HELD ON 14TH DECEMBER, 2018**

"RESOLVED THAT subject to applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification or re-enactment thereof for the time being in force), and subject to necessary compliance(s) in accordance with all other applicable laws, rules, regulations, circulars and guidelines and subject to such further consents and approvals that may be required and pursuant to the approval granted by the shareholders of the Company at their extraordinary general meeting held on 14th December, 2018, the Company be and hereby allots 4,977 Compulsorily Convertible Debentures ("CCDs") of face value of Rs. 1,00,000/- each aggregating to Rs. 49,77,00,000/- be allotted to Future Consumer Limited ("Investor"), in lieu of the inter-corporate deposits granted by the Investor to the Company that remain outstanding aggregating to an amount of Rs. 49,77,00,000/-.

RESOLVED FURTHER THAT the CCDs allotted to the Investor shall carry the terms and conditions as set out in the Debenture Subscription and Share Purchase Agreement dated 29th September, 2018 executed between the Company, SSG Advisors LLP and Future Consumer Limited.

RESOLVED FURTHER THAT the Director of the Company, be and are hereby jointly and/or severally authorized to do all such acts, deeds and things as may be required in this regard including to sign and execute necessary applications, letters, undertakings, certificates, deeds and documents and including to instruct the concerned Depository(ies) for crediting the said CCDs electronically in dematerialised form to the account of the Investor, and/or otherwise to do such further acts, deeds, matters and things to give full effect to this Resolution.

RESOLVED FURTHER THAT a copy of this Resolution duly certified by any Director and/or Company Secretary of the Company be submitted to any concerned entity and they be requested to rely upon the authority of the same."

For Amar Chitra Katha Private Limited

Nimisha Parmar
Company Secretary

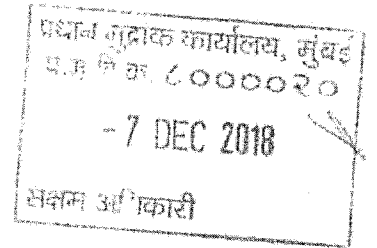
Date: 14th December, 2018
Place: Mumbai



महाराष्ट्र MAHARASHTRA

© 2018 ©

AK 726340



श्री. र. ना. चिंचवरे

DEED OF CONFIRMATION

This Deed of confirmation (Deed) is executed on this 14th day of December 2018.

AMONG

(1) **Future Consumer Limited**, a company incorporated under the Companies Act, 1956 with corporate identification number L52602MH1996PLC192090 and having its registered office at Knowledge House, Shyam Nagar, Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai 400060 (hereinafter referred to as **FCL**, which expression shall, unless repugnant to the context or meaning thereof, be deemed to include its successors and permitted assigns);

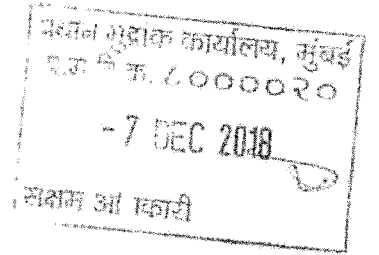
AND



महाराष्ट्र MAHARASHTRA

© 2018 ©

AK 726341



श्री. प्र. ना. चिंचपरे

- (2) **Amar Chitra Katha Private Limited**, a company incorporated under Companies Act, 1956 and having its registered office at 7th Floor, AFL House, Lok Bharati Complex, Marol - Maroshi Road, Andheri (East) Mumbai - 400059, India (hereinafter referred to as the **Company**, which expression shall, unless it be repugnant to the context, be deemed to mean and include its successors and permitted assigns).

The Company and FCL shall collectively be referred to as **Parties**, and the term **Party** shall refer to any one of them.

WHEREAS

- (A) The Company has availed inter-corporate deposits from FCL from time to time (ICDs);
- (B) FCL, the Company and Tusk Investments I Limited, Elephant India Finance Private Limited and SSG Advisors LLP have entered into a debenture subscription and share purchase agreement on 29 September 2018 (DSSPA) pursuant to which, FCL has agreed to subscribe to 4,977 compulsorily convertible debentures (CCDs) issued by the Company in lieu of the ICDs outstanding to the extent of INR 49,77,00,000 (Outstanding ICDs); and
- (C) The Parties are desirous of entering into this deed of confirmation setting out their acceptance the terms and conditions set out in the DSSPA.

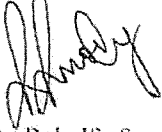
All capitalized terms, used but not defined herein shall have the meaning as set out in the DSSPA.

NOW, THEREFORE, in consideration of the premises and the mutual agreements contained in DSSPA and this Deed, the Parties agree and confirm as follows:

1. FCL agrees that it shall subscribe to the CCDs in the manner as set out in the DSSPA and agrees to undertake all such actions set out in the DSSPA necessary to give effect to the subscription of the CCDs.
2. The Company agrees to issue and allot to FCL the CCDs in the manner as set out in the DSSPA and agrees to undertake all such actions set out in the DSSPA necessary to give effect to the subscription of the CCDs.
3. FCL acknowledges and agrees that on the issue and allotment of the CCDs, no amounts due (whether as principal, interest, fees or otherwise) shall be payable to it in connection with the **Outstanding ICDs** and agrees to issue to the Company a no-dues letter in the form and manner as set out in the DSSPA.
4. This Deed and the rights and duties of the Parties hereunder shall be governed by and construed in accordance with the laws of the Republic of India.
5. Subject to the terms of the DSSPA, the courts in New Delhi shall have exclusive jurisdiction to settle any dispute arising out of, or in connection with, this Deed.
6. The Parties agree and acknowledge that this Deed shall not be construed to or deemed to amend any provisions of the DSSPA.

IN WITNESS WHEREOF FCL and the Company have entered into this Deed from the day and year first above written.

SIGNED AND DELIVERED by

A handwritten signature in black ink, appearing to be 'Andy', written over a horizontal line.

On Behalf of

FUTURE CONSUMER LIMITED as FCL

SIGNED AND DELIVERED by

A handwritten signature in black ink, appearing to be 'Anam', written over a horizontal line.

On behalf of

AMAR CHITRA KATHA PRIVATE LIMITED as the Company

Form PAS-5

(Section 42(7) and Rule 14(3) of Companies (Prospectus and Allotment of Securities) Rules, 2014)


RECORD OF A PRIVATE PLACEMENT OFFER TO BE KEPT BY THE COMPANY

Name of the Company : **AMAR CHITRA KATHA PRIVATE LIMITED**
Registered office of the Company : 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road, Andheri (East), Mumbai-400 059
CIN : U51396MH1980PTC023421


DETAILS OF PRIVATE PLACEMENT OFFER

1	Date when approval of the relevant authority (board or the shareholders, as the case may be) obtained for the current Private Placement Offer Letter Date of Board Resolution Date of Shareholders' Resolution	13 th December, 2018 14 th December, 2018
2	Amount of the offer:	Rs.49,77,00,000/-
3	Date of circulation of private placement offer letter	14 th December, 2018

Following details (in a tabulate statement) of the persons to whom private placement offer letter has been circulated:-

Sr. No	Name	Father's name	Complete Address including Flat/House Number, Street, Locality, Pin Code	Phone number, if any	email ID, if any	Initial of the Officer of the company designated to keep the Record
1	Future Consumer Limited	N.A.	Knowledge House, Shyam Nagar, Off Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai – 400 060	022 – 6199 0000	investor.care@futureconsumer.in	

For Amar Chitra Katha Private Limited


Nimisha Parmar
Company Secretary

Place: Mumbai



AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

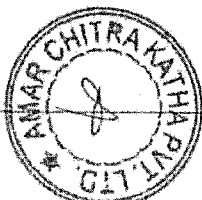
Phone : 022-4918 8888 Fax : 022-4918 8802

Email Id: contact@ack-media.com Website: www.ack-media.com

List of Allottee(s)

Table A

Name of the Company	Amar Chitra Katha Private Limited
Date of allotment	14 th December, 2018
Type of securities allotted	Compulsorily Convertible Debentures (CCDs)
Nominal Amount per security (in Rs.)	Rs.100,000/-
Premium/ (Discount) amount per security (in Rs.)	N.A
Total number allottee(s)	1
Brief particulars in respect of terms and condition, voting rights etc.	<ol style="list-style-type: none">1. The CCDs to be offered, issued and allotted shall be in dematerialised form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.2. The shares to be allotted upon conversion shall be in dematerialised form and shall be subject to the provisions of the memorandum of association and articles of association of the Company.3. The CCDs shall be unsecured.4. The CCDs shall carry a coupon of 0.001 % simple interest per annum on their face value, which shall be calculated on the basis of a 365 day year and the actual number of days elapsed.5. The CCDs shall mandatorily and compulsorily convert into Conversion Shares at the expiry of 3 years from the closing date (as defined under the Debenture Subscription and Share Purchase Agreement dated 29th September, 2018 executed among SSG Advisors LLP, Investor, Tusk Investments 1 Limited, Elephant India Finance Private Limited, Windy Investments Private Limited and the Company_ ("Mandatory Conversation Date").6. The CCDs shall be convertible into Equity Shares of the Company at the fair value of the equity shares, prevailing on the date that is 15 days prior to the Mandatory Conversion Date.7. The Conversion Shares shall rank pari passu with the





AMAR CHITRA KATHA PVT LTD

Registered Office: 7th Floor, AFL House, Lok Bharati Complex, Marol Maroshi Road,
Andheri (East), Mumbai-400 059.

Phone : 022-4918 8888 Fax : 022-4918 8802


Email Id: contact@ack-media.com Website: www.ack-media.com

	then existing equity shares of the Company in all respects, including as to dividend. 8. The CCDs shall rank pari passu with other series of compulsorily convertible debentures in respect of payment of coupons and in the event of liquidation, as may be permissible under the applicable laws.
--	--

Table B: (List of allottees, applicable in case of allotment of securities for consideration otherwise than in cash)

Sr. No	Name & occupation of Allottee(s)	Address of Allottee(s)	Nationality of the Allottee(s)	Number of securities allotted	Whether securities allotted as fully or partly paid up	If partly paid up amount outstanding (in Rs.)
1.	Future Consumer Limited	Knowledge House, Shyam Nagar, Off Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai - 400 060	Indian	4,977	Fully Paid	-
TOTAL				4,977		

For Amar Chita Katha Private Limited


Nimisha Parmar
Company Secretary
Membership No.: A44061

Point No 4(iv) Details of consideration

Consideration for which such securities have been allotted	Description of the consideration	Value (amount in Rs.)
(e) Conversion of Loans	The allotment of Compulsorily Convertible Debentures is being done in lieu of loans provided by Future Consumer Limited to the Company by way of inter-corporate deposits.	497,700,000.00

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : H36713485

Service Request Date : 27/12/2018

Payment made into : ICICI Bank

Received From :

Name : KRUNAL SHASHIRAJ SHAH

Address : 8th Floor, Tower C ,
247 Park, LBS Marg, Vikhroli
Mumbai, Maharashtra
IN - 400083

Entity on whose behalf money is paid

CIN: U51396MH1980PTC023421

Name : AMAR CHITRA KATHA PRIVATE LIMITED

Address : 7th Floor, AFL House, Lok Bharati Complex,
Marol - Maroshi Road, Andheri (East)
Mumbai, Maharashtra
India - 400059

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee For Form PAS-3	Normal	400.00
Total		400.00

Mode of Payment: Credit Card- ICICI Bank

Received Payment Rupees: Four Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)