



**Reliance Mediaworks Financial
Services Private Limited**

Cosmos Chambers, Cabin No. 11,
Floor R-1, Plot-20, Raja Bahadur
Mansion, Ambalal Doshi Marg,
Bombay Stock Exchange,
Mumbai – 400001.
CIN : U74999MH2017PTC292285

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www.reliancemediaworks.com

Date: 28-05-2025

**To,
Bombay Stock Exchange Limited (BSE)
PJ towers, Dalal Street,
Fort, Mumbai - 400001.**

Sub: – Submission of Audited Financial Results and Auditor Report for the quarter and year ended 31st March, 2025.

Dear Sir / Madam,

Pursuant to Regulation 52(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit following documents:

1. Audited Financial Results of the Company for the quarter and year ended 31st March, 2025 along with the copy of the Audit Report provided by the Statutory Auditors of the Company.
2. Large Corporate Disclosures pursuant to SEBI Circular No. SEBI/HO/DDHS/DDHSRACPOD1/P/CIR/2023/172 dated October 19, 2023

The said financial results were approved at the Meeting of the Board of Directors of the Company held on 28th May, 2025. The meeting of the Board of Directors of the Company commenced at 4.45 p.m. and concluded at 5.30 p.m.

Kindly acknowledge and take the same on records and disseminate the said information.

Thanking you,

FOR RELIANCE MEDIAWORKS FINANCIAL SERVICES PVT LTD

**TEJAS ASHOK GOPALE
DIRECTOR
DIN: 10488078**

PLACE: MUMBAI

Bakliwal & Co.

CHARTERED ACCOUNTANTS

Independent Auditors' Report

The Board of Directors
Reliance MediaWorks Financial Services Private Limited

Report on the audit of Financial Results

Qualified Opinion

We have audited the accompanying Financial Results of Reliance MediaWorks Financial Services Private Limited ('the Company') for the quarter and year ended March 31, 2025 ('the Financial Results') being submitted by the Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us except for the effects of the matters described in the *Basis for Qualified Opinion* section, the Financial Results:

- Are presented in accordance with the requirements of Regulation 52 of Listing Regulations in this regard; and
- Gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India of the net Loss and other comprehensive income and other financial information for the quarter and year ended March 31, 2025.

Basis for Qualified Opinion

We refer Note 3 to the accompanying financial statements regarding non provision of interest amounting to Rs.22,96,380.47 (in Hundreds) on borrowings for the year ended March 31, 2025. Had such interest been provided, the reported Loss for the year would have been higher by Rs. 22,96,380.47 (in Hundreds). Non provision of interest is not in compliance with *Ind AS 23 "Borrowing Costs"*.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ('the Act'). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Results 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 Financial Results under the provisions of the Act and the Rules there under, 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 we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

The Company has outstanding loans of Rs.4,39,287.29 (In Hundreds) (including interest accrued thereon). With respect to these loans, financial strength of these entities and the repayment capacity of the borrowers, we are unable to comment on the realisability and recoverability of the said loans including interest accrued thereon. However on conservative basis the Company has made provision of Rs. 1,34,298.74 (In Hundreds) for loans (including interest accrued thereon).

Our opinion is not modified in this respect.

We draw attention to Note 4 to the Financial Results, regarding default in repayment of loan of Rs.3,69,35,347.63 (Rs. in Hundred) taken from Credit Suisse Finance (India) Private Limited. The above matter is pending settlement.

Our opinion is not modified in this respect.



Bakliwal & Co.

CHARTERED ACCOUNTANTS

Key Audit Matters

Key audit matters are those matters that, in our professional judgment were of most significance in our audit of Financial Results of the current year. These matters were addressed in the context of our audit of the Financial Results as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how are audit addressed the matter is provided in the context.

In addition to the matters described in the Material Uncertainty related Going concern section, we have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities for the audit of the Financial Results section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Financial Results. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Financial Results.

We draw attention to Note 2(vii) b in the Financial Results, stating that the Debenture Trustee sold on March 17, 2021 the entire invoked equity shares of PFL under open offer at an offer price of Rs. 44.15 per equity share for a total value of Rs. 463.30 Crore. Debenture trustee vide their letter dated May 26, 2021 intimated the Company on adjustment of above consideration towards part repayment of NCDs after adjusting interest due on NCDs, penal interest and cost/expenses. However, the Company has disputed such sale and its appropriation in its communication to the Debenture Trustee stating that no demand on any account is legally payable against the NCD facility.

Material Uncertainty related to Going Concern

We draw attention to Note 6 in the Financial Results regarding accumulated loss exceeding the Net Worth of the Company, Current Liabilities exceeding its Current Assets. This situation indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. The accounts, however has been prepared by the management on a going concern basis for the reasons stated in the aforesaid note.

Our opinion is not modified in this respect;

Management's and Board of Directors' Responsibility for the Financial Results

These Financial Results have been prepared on the basis Financial Results. The Company's Management and Board of Directors is responsible for the preparation of these Financial Results that give a true and fair view of net profit and other comprehensive income other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India in compliance with Regulation 52 of the Listing Regulation. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making 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 Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Results, management and Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.



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Bakliwal & Co.

CHARTERED ACCOUNTANTS

Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the Financial Results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Results.

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

- Identify and assess the risks of material misstatement of the Financial Results, 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 controls 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 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 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 financial statements, including the disclosures, and whether the Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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.



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CHARTERED ACCOUNTANTS

Other Matters

The Financial Results include the results for the quarter and year ended March 31, 2025 and corresponding year ended in previous year as reported in this Financial Results are the balancing figures between audited figures in respect of the full financial year and the published unaudited year to date figures up to the fourth quarter of the respective financial year which were subject to limited review by us.

For Bakliwal & Co.
Chartered Accountants
Regn. No. 130381W



Ankur Jain
Partner
Membership No. 197643



Place: Mumbai
Date : May 28, 2025
UDIN: 25197643BMIMJD2251

Statement on Impact of Audited Qualifications
(for audit report with modified opinion) Submitted along with
Year Ended Audited Financial Results

Statement on Impact of audited Qualifications for the financial year ended March 31, 2025
[See Regulation 52 of the Listing Regulations]

Sr no.	Particulars	Audited Figures (as reported before adjusting for qualifications) -(Rs. In Hundred)	Audited Figures (audited figures after adjusting for qualifications) - (Rs. In Hundred)
1	Turnover/Total Income		
2	Total Expenditure		
3	Net Profit/ (Loss)		
4	Earnings Per Share	9,12,874.70	32,09,255.17
5	Total Assets	(9,12,874.70)	(32,09,255.17)
6	Total Liabilities	(0.87)	(3.06)
7	Net Worth	10,06,436.96	10,06,436.96
		7,96,69,574.77	7,96,69,574.77
8	Any other financial item(s) (as felt appropriate by the management)	(7,86,63,137.81)	(7,86,63,137.81)
		Nil	Nil
2. Audited Qualification (each audit qualification separately):			
We refer Note 3 to the accompanying financial statements regarding non provision of interest amounting to Rs. 1,58,05,246.95(in Hundred) on aggregate borrowings for the year ended March 31,2025. Had Such Interest been provided, the reported Loss for the year would have been higher by Rs. 22,96,380.47 (in Hundreds). Non provision of interest lies not in compliance with Ind AS 23 "Borrowing Costs".			
a.	Type of Audit Qualification		Qualified Opinion
b.	Frequency of Qualification : Whether appeared first/repetitive/Since how long continuing	Repetitive	Since March 31, 2023
c.	Audit Qualification(s) where the impact is quantified by auditor, Managements view quantified for point 2(a), had such interest been recognised from April 01, 2024 to March 31, 2025, the Loss before tax for the year ended March 31, 2025 would have been higher by Rs. 22,96,380.47 (in Hundreds)		
d.	For Audited Qualification(s) where the impact is not quantified by the auditor :		
e.	i. Management estimation on the impact of Audited qualification - Estimated		
	ii. If Management is unable to estimate the impact, reasons for the same : NA		
	iii. Auditors' Comments on (i) or (ii) above : Refer 2(a) of the above		

Signatories:

Monika Sharma
Wholtime Director & CFO
DIN: 08670391

A. Silambarasan
Director
DIN: 10484706

Tejas Gopale
Director
DIN: 10488078

Statutory Auditors :

For Bakliwal & Co.
Chartered Accountant
Firm Regn no. 130381W

Ankur Jain
Partner
Membership no.: 197643

Place : Mumbai
Date : May 28, 2025



Audited Financial results for the quarter and year ended March 31, 2025

(Rs. in Hundred)

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
		Audited	Unaudited	Audited	Audited	Audited
I	Income:					
	Other income	-	-	13,32,273.17	-	13,32,273.17
	Total	-	-	13,32,273.17	-	13,32,273.17
II	Expenses:					
	Finance costs	9,10,734.60	9,15,873.68	9,10,734.60	36,58,355.64	36,96,186.52
	Other expenses	2,140.10	445.11	1,365.87	4,182.77	5,096.55
	Total	9,12,874.70	9,16,318.79	9,12,100.47	36,62,538.41	37,01,283.07
III	Profit / (Loss) before Tax (I-II)	(9,12,874.70)	(9,16,318.79)	4,20,172.71	(36,62,538.41)	(23,69,009.90)
IV	Tax expenses	-	-	-	-	-
V	Net Profit/(Loss) for the period/year (III-IV)	(9,12,874.70)	(9,16,318.79)	4,20,172.71	(36,62,538.41)	(23,69,009.90)
VI	Other comprehensive income					
	Other comprehensive income for the period/year	-	-	-	-	-
VII	Total comprehensive income / (Loss) for the period/ year (V+VI)	(9,12,874.70)	(9,16,318.79)	4,20,172.71	(36,62,538.41)	(23,69,009.90)
VIII	Paid up Equity Share Capital (Face Value ₹ 10 each)	1,05,01,000.00	1,05,01,000.00	1,05,01,000.00	1,05,01,000.00	1,05,01,000.00
IX	Earning per share on Equity Shares of ₹ 10 each					
	- Basic and Diluted (In Rs.)	(0.87)	(0.87)	0.40	(3.49)	(2.26)

Notes :

- Reliance MediaWorks Financial Services Private Limited ('The Company') has prepared its Statement of Audited financial results for the quarter and year ended March 31, 2025 in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.
- A) The Listed Secured Non-Convertible Debentures ('NCD') aggregating to Rs. 369.35 Crore as on March 31, 2025 is secured by way of:
 - a first ranking and exclusive pledge of 100% (One Hundred per cent) of the equity share capital of the Company (on a fully diluted basis) by Reliance MediaWorks Limited pursuant to the Share Pledge Agreement;
 - a first ranking and exclusive pledge over 10,49,39,361 (35.06%) equity shares of Prime Focus Limited ('PFL') such that the Collateral Cover is met, by the Company;
 - a first ranking and exclusive charge by way of hypothecation on the Account Assets pursuant to the Deed of Hypothecation;
 - Such other security Interest on such assets as may be agreed between the Company and the Debenture Trustee;
 - Unconditional, Irrevocable & Continuing Corporate Guarantee from Reliance Capital Limited ('Corporate Guarantor').
 - Pledge over 100% of the shares of Reliance General Insurance Company Limited ('RGICL') by the Corporate Guarantor.
- a) The Debenture Trustees invoked the pledge on PFL equity shares on November 28, 2019 and March 17, 2021 of 7,32,99,666 (24.49%) and 3,16,39,695 (10.57%) respectively. Accordingly, PFL ceased to be an associate company w.e.f. March 17, 2021.
b) On March 17, 2021, the Debenture Trustee sold the entire invoked equity shares of PFL under Open Offer at an offer price of Rs. 44.15 per equity share for a total value of Rs. 463.30 cr. The Debenture trustees vide their letter dated May 26, 2021 intimated the Company on adjustment of above consideration towards part repayment of NCDs after adjusting interest due on NCD's, penal interest and cost/expenses. However, the Company has disputed such sale and its appropriation in its communication to the Debenture Trustee stating that no demand on any account is legally payable against the NCD facility.
- The Company has not accrued interest expense amount of Rs. 1,58,05,246.95 Hundred (Previous Year Rs. 1,35,08,866.48 Hundred) on Interst Corporate Deposit (ICD) for the year ended March 31, 2025.
- The Company has defaulted on repayment of Principal and Interest outstanding on NCD's issued by the Company respectively Principal of Rs. 3,69,35,347.63 Hundred and Interest of Rs. 1,45,83,615.13 Hundred for the year ending March 31, 2025.
- The Company has no separate reportable segment as required as per Ind AS 108 "Operating Segment", notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended.
- The Company's Net Worth is fully eroded due to losses incurred, as a result of which the liabilities are in excess of its assets. In view of the commitment from the promoter to financially support the Company the accounts have been prepared on a "Going Concern Basis".
- Disclosures under Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The Board of Directors at its meeting held on May 28, 2025 approved the above results and its release.



Audited Financial results for the quarter and year ended March 31, 2025

9 Previous period/ year figures have been regrouped/ rearranged wherever necessary.

For Reliance MediaWorks Financial Services Private Limited



Ms. Monika Sharma
Wholetime Director & CFO
DIN:08670391

Place: Mumbai
Date : May 28, 2025



Audited Financial results for the year ended March 31, 2025

Annexure A

Disclosures pursuant to Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2025

Sr.No.	Particulars	
1	Asset cover available in case of non convertible debt securities (In Times)	0.0151
2	Debt Equity Ratio as on March 31, 2025 (In Times)	(0.73)
3	Total Debts to Total Assets ratio (In Times)	
	Note : Since EBIT is negative, Total Debts to Total Assets ratio cannot worked out	NA
4	Outstanding Redeemable Preference Shares (Quantity And Value)	Nil
5	Capital Redemption Reserve / Debenture Redemption Reserve	Nil
6	Net worth as on March 31, 2025 (Rs in Hundred)	(7,86,63,137.81)
7	Net Profit / (Loss) After Tax (Rs in Hundred)	(36,62,538.41)
8	Earnings Per Share (₹)	(3.49)
9	Net Profit Margin (%)	0.00%

Note : Debt Service Coverage ratio, Interest Service Coverage ratio, Current ratio, Long term debt to working capital, Bad debts to Account receivable ratio, Current liability ratio, Debtors turnover, Inventory turnover and Operating margin percent is not applicable to the Company.



STATEMENT OF AUDITED ASSETS AND LIABILITIES AS AT MARCH 31, 2025

(Rs. in Hundred)

Particulars	As at March 31, 2025	As at March 31, 2024
	Audited	Audited
ASSETS		
Non-current Assets		
Financial Assets		
Other Non Current Assets	5,31,630.66	5,30,994.86
	5,31,630.66	5,30,994.86
Current Assets		
Financial Assets		
Cash and Cash Equivalents	10,918.60	10,633.23
Loans	3,04,988.55	3,60,624.18
Other financial assets	1,58,899.15	1,58,899.15
	4,74,806.30	5,30,156.56
Total	10,06,436.96	10,61,151.42
EQUITIES AND LIABILITIES		
Equity		
Equity Share Capital	1,05,01,000.00	1,05,01,000.00
Other Equity	(8,91,64,137.81)	(8,55,01,599.40)
	(7,86,63,137.81)	(7,50,00,599.40)
Liabilities		
Current Liabilities		
Financial Liabilities		
Trade Payables		
Dues of Micro and Small Enterprises	-	-
Dues of Creditors other than Micro and Small Enterprises	1,345.76	250.00
Other Financial Liabilities	7,96,68,216.41	7,60,59,860.79
Other Current Liabilities	12.60	1,640.03
Total Liabilities	7,96,69,574.77	7,60,61,750.82
Total	10,06,436.96	10,61,151.42

For Reliance MediaWorks Financial Services Private Limited



Ms. Monika Sharma
Wholetime Director & CFO
DIN:08670391



Place: Mumbai
Date : May 28, 2025



CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2025

Particulars	(Rs. in Hundred)	
	Year ended March 31, 2025 Audited	Year ended March 31, 2024 Audited
A Cash Flow from Operating activities		
Profit/ (Loss) before Tax	(36,62,538.41)	(23,69,009.90)
Adjustment for :		
Profit on Sale of Investments	-	(13,32,273.17)
Finance costs	36,58,355.64	36,96,186.52
Operating profits before working capital changes	(4,182.77)	(5,096.56)
Adjustment for;		
(Increase) in financial assets & other assets	(635.80)	(349.01)
Increase / (Decrease) in financial liabilities Trade Payable & other liabilities	(531.69)	191.22
Cash generated / (used) from operation	(5 350.26)	(5 254.35)
Net Taxes (paid) / Refund	-	-
Net cash flow / (used in) from Operating activities (A)	(5,350.26)	(5,254.35)
B Cash Flow from Investing activities		
Inter Corporate deposits received back	5,635.63	6,283.32
Sale of Investment	-	30,19,273.17
Net cash flow / (used in) from Investing activities (B)	5,635.63	30,25,556.49
C Cash Flow from Financing activities		
Inter corporate deposit repaid	-	(30,19,273.17)
Net cash flow / (used in) from Financing activities (C)	-	(30,19,273.17)
Net increase/(decrease) in cash and cash equivalent - (A + B + C)	285.37	1,028.98
Cash and cash equivalents as at beginning of the year	10,633.23	9,604.25
Cash and cash equivalents as at end of the year (Refer note 3)	10,918.60	10,633.23
Note :		
Cash and cash equivalents at year end comprises:		
Cash on Hand	-	-
Balances with banks - To the extent held as security against NCD	9,186.08	9,186.08
Balances with banks - in current accounts	1,732.52	1,447.15
	10,918.60	10,633.23

For Reliance MediaWorks Financial Services Private Limited


Ms. Monika Sharma
Wholetime Director & CFO
DIN:08670391



Place: Mumbai
Date : May 28, 2025



To,
The Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400001

Dear Sir/ Madam,

Ref.: Scrip Code: 957517

Subject: Disclosure under SEBI Circular No. SEBI/HO/DDHS/DDHSRACPOD1/P/CIR/2023/172 dated October 19, 2023

Pursuant to SEBI Circular No. SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/172 dated October 19, 2023, on 'revision in the framework for fund raising by issuance of debt securities by large Corporates, please take note of below mentioned details:

Sr. No.	Particulars	Rs. In Crores
1	Outstanding Qualified Borrowings at the start of the financial year *	760.60
2	Outstanding Qualified Borrowings at the end of the financial year *	796.68
3	Highest credit rating of the company relating to the unsupported bank borrowings or plain vanilla bonds, which have no structuring/support-built in.	-
4	Incremental borrowing done during the year (qualified borrowing)	Nil
5	Borrowings by way of issuance of debt securities during the year	Nil

* Including accrued Interest

We request you to take the above on record.

For and on behalf of the Board



Monika Sharma
Wholetime Director & CFO
DIN: 08670391



Place: Mumbai
Date : May 28, 2025