

Dated: April 20, 2015

DRAFT INFORMATION DOCUMENT

[In accordance with SEBI (Listing of Specified Securities on Institutional Trading Platform) Regulations, 2013]



MIG MEDIA NEURONS LIMITED

Our Company was incorporated in Ahmedabad as “MIG Media Neurons Private Limited” on October 17, 2011 under the Companies Act, 1956 vide certificate of incorporation issued by the Registrar of Companies, Gujarat, Dadra and Nagar Havelli. Our Company was subsequently converted into a public company and consequently name was changed to “MIG Media Neurons Limited” vide fresh certificate of incorporation dated January 13, 2012 issued by Registrar of Companies, Registrar of Companies, Gujarat, Dadra and Nagar Havelli.

Registered Office & Corporate Office:

A-402/403, Shapath Hexa,
Opp. Highcourt of Gujarat,
Near Kargil Petrol Pump,
S. G. Highway,
Ahmedabad – 380060,
Gujarat,

Telephone: 079-40328503

Website: www.madeingujarat.com

Email: md@madeingujarat.com

Contact Person: Mr. Rushikesh Naranbhai Bhavsar

Company Secretary & Compliance Officer: Ms. Ekta Harshukbhai Bhimani

Promoter of the Company: Mr. Rushikesh Naranbhai Bhavsar

This Draft Information Document is in terms of the Chapter XC of the SEBI (ICDR) Regulations, 2009, as amended from time to time and we propose to list our Equity Shares on Institutional Trading Platform (ITP) of NSE Emerge.

NO EQUITY SHARES ARE PROPOSED TO BE SOLD OR OFFERED PURSUANT TO THIS DRAFT INFORMATION DOCUMENT.

TABLE OF CONTENTS

Title	Page No.
General	
1. Definitions and Abbreviations	2
2. General Information	8
3. Eligibility Criteria	10
Industry Overview	
I. Business	12
1. Description of our Business and Operations	12
2. Industry Overview	18
3. Financial Information	24
4. Capital Structure	44
5. Description of Property	50
II. Risk Factors	52
III. Security Ownership of certain beneficial owners and Management	57
IV. Our Management	60
V. Our Promoters	67
VI. Related Party Transactions	69
VII. Legal Proceedings	70
VIII. Declaration	71

GENERAL

DEFINITIONS AND ABBREVIATIONS

Unless the context otherwise indicates, the following terms have the meanings given below. References to statutes, rules, regulations, guidelines and policies will be deemed to include all amendments and modifications notified thereto.

In this Draft Information Document, unless the context otherwise indicates, all references to “MMNL”, “the Company”, “our Company” are to **MIG Media Neurons Limited**, a company incorporated in India under the provisions of Companies Act, 1956 (the “Companies Act”) having its Registered Office at A-402/403, Shapath Hexa, Opp. Highcourt of Gujarat, Near Kargil Petrol Pump, S. G. Highway, Ahmedabad – 380060, Gujarat, India. Furthermore, all references to the terms “we”, “us” and “our” are to **MIG Media Neurons Limited**.

Company Related Terms

Terms	Description
Act/Companies Act	The Companies Act, 2013 and amendments thereto. The Companies Act, 1956, to the extent of such of the provisions which are in force and not been repealed.
Articles/ Articles of Association/AOA	The Articles of Association of MIG Media Neurons Limited
Banker to our Company	Axis Bank, Ranip, Gujarat
Board of Directors / Board/Director(s) / Our Board	The Board of Directors of MIG Media Neurons Limited
Company Secretary and Compliance Officer	Ms. Ekta Harshukhbhai Bhimani
CC	Commencement Certificate
Depositories	NSDL and CDSL; Depositories registered with the SEBI under the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, as amended from time to time
Depositories Act	The Depositories Act, 1996 as amended from time to time
DP/ Depository Participant	A depository participant as defined under the Depositories Act, 1996
Director(s)	The director(s) of MIG Media Neurons Limited, unless otherwise specified.
EPS	Unless otherwise specified, Earnings Per Share, i.e., profit after tax for a fiscal year divided by the weighted average outstanding number of equity shares during that fiscal year
Equity Shares / Shares	Equity Shares of our Company of face value of Rs. 10/- each fully paid up, unless otherwise specified in the context thereof
EMERGE-ITP Platform of NSE /Stock Exchange	The EMERGE-ITP platform of NSE for listing of equity shares offered under Chapter X-C of the SEBI (ICDR) Regulations
Financial Year/ Fiscal/ FY	Period of twelve months ended March 31 of that particular year
FIPB	Foreign Investment Promotion Board
GoI/ Government	Government of India
ITP	Institutional Trading Platform
Listing Agreement	The listing agreement to be entered into by our Company with the Stock Exchange.

Memorandum of Association / Memorandum / MOA	Memorandum of Association of MIG Media Neurons Limited, as amended from time to time.
NSE	National Stock Exchange of India Limited
Promoter / Our Promoter	Promoter of our Company, being Mr. Rushikesh Naranbhai Bhavsar
Registered office	The Registered Office of our Company situated at A-402/403, Shapath Hexa, Opp. Highcourt of Gujarat, Near Kargil Petrol Pump, S. G. Highway, Ahmedabad – 380060, Gujarat, India.
RoC	Registrar of Companies, Ahmedabad, Gujarat
RTA	Registrar & Transfer Agent being Bigshare Services Pvt. Ltd.
Statutory Auditor	The statutory auditor of our Company , being M/s Maulik Shah & Co., Chartered Accountants
SEBI	The Securities and Exchange Board of India constituted under the SEBI Act
SEBI Act	Securities and Exchange Board of India Act, 1992
SEBI Regulation/ SEBI (ICDR) Regulations	The SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended
SEBI Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, as amended
SICA	Sick Industrial Companies (Special Provisions) Act, 1985
Stamp Act	The Indian Stamp Act, 1899
Stock Exchange	Shall refer to the NSE Limited where the shares of the Company proposed to list.

Technical and Industry - Related Terms

Terms	Description
B to B	Business to Business
B to C	Business to Company
Business Summit	A yearly event for whole Business Community of Gujarat
CD	Compact Disc
DVD	Digital Versatile Disc
Engimach Exhibition	Engineering & Machine Tools Exhibition
Made In Gujarat	The company promotes the concept of 'Made In Gujarat' with aim to promote Brands, Products, Services and Companies of Gujarat Globally through its variety of Services with most Suggestive and Effective name "MADE IN GUJARAT".
Trade Shows	Exhibition organized so that companies in a specific industry can showcase and demonstrate their latest products, service, study activities of rivals and examine recent market trends and opportunities
VCCI	Vadodara Chambers of Commerce and Industries
Vibrant Gujarat Global Summit	Biennial investors' summit held by the government of Gujarat in Gujarat, India

Abbreviations

Abbreviation	Full Form
A/c	Account
AGM	Annual General Meeting
AS	Accounting Standards as issued by the Institute of Chartered Accountants of India
AY	Assessment Year
BA	Bachelor of Arts
B. E	Bachelor of Engineering
CPL	Commercial pilot License
CAGR	Compounded Annual Growth Rate
CDSL	Central Depository Services (India) Limited
CIN	Corporate Identification Number
CIT	Commissioner of Income Tax
CPL	Commercial Pilot License
CS & CO	Company Secretary & Compliance Officer
DIN	Director Identification Number
DP	Depository Participant
DP ID	Depository Participant's Identification
DIN	Director Identification Number
EBITDA	Earnings Before Interest, Tax, Depreciation and Amortisation
ECS	Electronic Clearing System
EGM /EOGM	Extraordinary General Meeting
EPS	Earnings Per Share
FY/ Fiscal/ Financial Year	Period of twelve months ended March 31 of that particular year, unless otherwise stated
FEMA	Foreign Exchange Management Act, 1999, as amended from time to time, and the regulations framed there under
FIs	Financial Institutions
FIIIs	Foreign Institutional Investors (as defined under Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000)

	registered with SEBI under applicable laws in India
FVCI	Foreign Venture Capital Investors registered with SEBI under the SEBI (Foreign Venture Capital Investor) Regulations, 2000
GIR Number	General Index Registry Number
GoI/ Government	Government of India
GDP	Gross Domestic Product
HUF	Hindu Undivided Family
INR/ Rupees	Indian Rupees, the legal currency of the Republic of India
I.T. Act	Income Tax Act, 1961, as amended from time to time
MA	Master of Arts
MoF	Ministry of Finance, Government of India
MOU	Memorandum of Understanding
NA	Not Applicable
NAV	Net Asset Value
NPV	Net Present Value
NSDL	National Securities Depository Limited
P.A.	Per Annum
PAC	Persons Acting in Concert
P/E Ratio	Price/Earnings Ratio
PAN	Permanent Account Number
PAT	Profit After Tax
RBI	The Reserve Bank of India
ROE	Return on Equity
RONW	Return on Net Worth
RTGS	Real Time Gross Settlement
Sq.ft	Square Feet
Sq.mt	Square Meter
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended from time to time
SCRA	Securities Contract (Regulation) Act, 1956, as amended from time to time
STT	Securities Transaction Tax
Sec.	Section
US/United States	United States of America
USD/ US\$/ \$	United States Dollar, the official currency of the Unites States of America
VCF / Venture Capital Fund	Foreign Venture Capital Funds (as defined under the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996) registered with SEBI under applicable laws in India

Notwithstanding the following, in the section titled “Financial Information” beginning on page 24 of this Draft Information Document, defined terms shall have the meaning given to such terms in that section.

Certain Conventions – Use of Market Data

In this Draft Information Document, unless the context otherwise requires or unless stated otherwise, the financial data is derived from our financial statements prepared and in accordance with the applicable regulations. In this Draft Information Document, any discrepancies in any table between the total and the sums of the amounts mentioned are owing to rounding-off.

In this Draft Information Document, unless the context otherwise requires, all references to one gender also refers to another gender and the word “lacs” means “one hundred thousand” and the word “million” means “ten lacs” and the word “Crore” means “ten million” and the word billion refers to “Thousand Million”. Throughout this Draft Information Document, all figures have been expressed in lacs. Unless otherwise stated, all references to “India” contained in this Draft Information Document are to the Republic of India.

Industry data used throughout this Draft Information Document has been obtained from industry publications and other authenticated published data. Industry publications generally state that the information contained in those publications has been obtained from sources believed to be reliable but that their accuracy and completeness are not guaranteed and their reliability cannot be assured. Although we believe that industry data used in this Draft Information Document is reliable, it has not been independently verified by the company.

Forward –Looking Statements

Statements included in this Draft Information Document which contain words or phrases such as “will”, “aim”, “will likely result”, “believe”, “expect”, “will continue”, “anticipate”, “estimate”, “intend”, “plan”, “contemplate”, “seek to”, “future”, “objective”, “goal”, “project”, “ should”, “will pursue” and similar expression or variations of such expressions, that are “forward-looking statements”.

All forward looking statements are subject to risks, uncertainties and assumptions that could cause actual results to differ materially from those contemplated by the relevant forward looking statement. Important factors that could cause actual results to differ materially from our expectations include, among others: -

- General economic and business conditions in India and other countries.
- Our ability to successfully implement our strategy, our growth and expansion that have an impact on our business activities or investments.
- The changes in monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates.
- The performance of the financial markets in India and globally, changes in domestic and foreign laws, regulations and taxes and changes in competition in our industry.
- Changes in the value of the Rupee and other currencies.
- The occurrence of natural disasters or calamities.
- Change in political and social conditions in India.

GENERAL INFORMATION

MIG MEDIA NEURONS LIMITED

Our Company was incorporated in Ahmedabad, Gujarat as “MIG Media Neurons Private Limited” under the Companies Act, 1956 vide Certificate of Incorporation dated October 17, 2011 bearing Registration No 067491 issued by the Registrar of Companies, Gujarat, Dadra and Nagar Havelli. Our Company was subsequently converted into a public company and consequently the name of our Company was changed to “MIG Media Neurons Limited” vide fresh certificate of incorporation dated January 13, 2012 issued by Registrar of Companies, Gujarat, Dadra and Nagar Havelli. The Corporate Identification Number (CIN) of our Company is U74140GJ2011PLC067491.

REGISTERED OFFICE OF OUR COMPANY:

MIG Media Neurons Limited

A-402/403, Shapath Hexa,
Opp. Highcourt of Gujarat,
Near Kargil Petrol Pump,
S. G. Highway,
Ahmedabad – 380060,
Gujarat, India

Tel: 079-40328503

Website: www.madeingujarat.com

E-mail: md@madeingujarat.com

REGISTRAR OF COMPANIES:

Registrar of Companies, Ahmedabad, Gujarat

ROC Bhavan,
Opp Rupal Park Society,
Behind Ankur Bus Stop,
Naranpura, Ahmedabad-380013

PHONE: 079-27437597

FAX: 079-27438371

Email: roc.ahmedabad@mca.gov.in

Website: www.mca.gov.in

BOARD OF DIRECTORS:

Our Board of Directors comprise of the following members:

Name	Designation	DIN	Address
Mr. Rushikesh Naranbhai Bhavsar	Managing Director	03393555	C/201, Amrapali Appartment, Opp Jain Derasar, Ankur Road, Naranpura, Ahmedabad-380013, Gujarat
Mrs. Radhikaben Rushikesh Bhavsar	Executive and Non-Independent Director	03605157	C-201, Amrapali Appartment, Opp Jain Derasar, Ankur Char Rasta, Ahmedabad – 380013, Gujarat
Mr. Naranbhai Mansukhram Bhavsar	Executive and Non-Independent Director	03605149	C/201, Amrapali Appartment, Opp Jain Derasar, Ankur Road, Ahmedabad – 380013, Gujarat
Mr. Rajeshkumar Narendrakumar Patel	Non-Executive and Independent Director	07133723	3, Manan Society,Part-1, Ramji Mandir Road, Ranip, Ahmedabad – 382480, Gujarat

Mr. Vimal Bipinbhai Patel	Non-Executive and Independent Director	07133740	145, Narmad Nagar Society Part -1 , Nr. Pragat Laxmi Society, Ranip, Ahmedabad – 382480, Gujarat
Tejas Kanaiyalal Patel	Non-Executive and Independent Director	06866754	C-80, Jaybhanu Society, Ghatlodia, Ahmedabad - 380061, Gujarat

For further details of our Directors, please see section titled "Our Management" on page 60 of this Draft Information Document.

COMPANY SECRETARY & COMPLIANCE OFFICER:

Ms. Ekta Harshukhbhai Bhimani

A-402/403, Shapath Hexa, Opp. Highcourt of Gujarat,
Near Kargil Petrol Pump, S. G. Highway,
Ahmedabad– 380060

Tel: 079-40328503

E-mail: md@madeingujarat.com

STATUTORY AUDITORS:

Maulik Shah & Co.

210, Shagun, 93 Swastik Society, B'h. St. Xavier's
Ladies Hostel, C.G. Road, Ahmedabad - 380009

Tel: 079-26467662

E-mail: maulikshah11@gmail.com

Firm Registration No: 129132W

REGISTRAR TO THE COMPANY:

Bigshare Services Private Limited

E-2 & 3, Ansa Industrial Estate,
Saki-Vihar Road, Sakinaka
Andheri(East), Mumbai – 400 072

Contact Person: Mr. Ashok Shetty

Tel: 91-22-40430200

Fax: 91-22-28475207

ANGEL INVESTOR:

WEALTH FIRST PORTFOLIO MANAGERS PRIVATE LIMITED

Capitol House, 10 Paras-II, Near Campus Cornor, Prahaladnagar, Anand Nagar, Ahmedabad - 380051

(As a member of M/s Sarthi Angels Venture Foundation which is registered with National Stock Exchange of India Limited vide Letter No. NSE/SME/227624-T dated January 16, 2014 and with Bombay Stock Exchange Limited vide letter dated 22nd January, 2014)

Sarthi Angels Venture Foundation



Registered Office:

AD – 27, Ground Floor, Shalimar Bagh,
New Delhi – 110088

Tel: +91 11 22449817/18 **Fax:** +91 11 22439816

Contact Person: Mr. Anand Lakhotia

Corporate Office:

159/11, Amar Brass Compound, Vidya Nagari
Marg, Kalina, Santacruz (E), Mumbai- 400098

Tel: +91 22 26528671/72 **Fax:** +91 22 26528673

Contact Person: Mr. Rajesh Kumar

ELIGIBILITY CRITERIA

We are an unlisted company as on date and we propose to list our Equity Shares on Institutional Trading Platform (ITP) of NSE Emerge in terms of the Chapter XC of the SEBI (ICDR) Regulations, 2009. Our Company is eligible for the listing in terms of 106 Y and other provisions of Chapter XC of the SEBI (ICDR) Regulations, 2009.

We Confirm that

1. The name of our Company, our promoters, any of our group companies or directors does not appear in the willful defaulters list of Reserve Bank of India as maintained by Credit Information Bureau (India) Limited;
2. There is no winding up petition against the Company that has been admitted by a competent court;
3. Our Company, group companies or subsidiaries have not been referred to the Board for Industrial and Financial Reconstruction within a period of five years prior to the date of application for listing;
4. No regulatory action has been taken against the Company, its promoter or director, by the Board, Reserve Bank of India, Insurance Regulatory and Development Authority or Ministry of Corporate Affairs within a period of five years prior to the date of application for listing;
5. We have been incorporated on October 17, 2011 and thus not completed more than ten years after incorporation and our revenues have not exceeded Rs.100 crores (Rupees One Hundred Crores) in any of the previous financial years;
6. The paid up capital of the company has not exceeded twenty five crore rupees in any of the previous financial years;
7. Having being incorporated in the FY 2011-12, we have more than one year audited financial statements at the time of making this application;
8. In accordance with Regulation 106Y(h)(ii) of SEBI (ICDR) Regulations,2009, as amended, Sarthi Angels Venture Foundation (As a member of Sarthi Angels Venture Foundation) has invested a sum of Rs. 50 Lacs on March 30, 2015 by applying for 50,000 Equity Shares of our Company at a price of Rs. 100 each.

We further confirm that in accordance with Regulation 106 ZB of Chapter XC of the SEBI (ICDR) Regulations, 2009, Our Promoter i.e. Mr. Rushikesh Naranbhai Bhavsar has given his consent to lock-in 1,00,000 equity shares representing 20% of the post listing Capital of the Company, for a period of three years from the date of listing.

We further confirm that in terms of Regulation 106ZC of SEBI (ICDR) Regulations, 2009:

- (i) All Equity Shares of our Company shall be in dematerialized form upon listing on Institutional Trading Platform.
- (ii) Our Company is in the process of entering into tripartite agreement with CDSL and NSDL along with our Registrar and for facilitating trading in dematerialized mode. We further confirm that we shall have connectivity with atleast one depository at all times.
- (iii) The minimum trading lot on institutional trading platform shall be Rs. 10.00 Lacs

CORPORATE APPROVALS

1. Our Board has, pursuant to a resolution passed at its meeting held on April 01, 2015 authorized the Listing.
2. Our shareholders have pursuant to a resolution passed at their meeting dated April 07, 2015 authorized the Listing.

INCORPORATION DETAILS

- (1) Corporate Identity Number: U74140GJ2011PTC067491 Certificate of Incorporation dated October 17, 2011 issued by the Registrar of Companies, Gujarat, Dadra and Nagar Havelli.
- (2) Fresh Certificate of Incorporation dated January 13, 2012, issued by the Registrar of Companies, Gujarat, Dadra and Nagar Havelli consequent upon conversion to public limited company.

APPROVALS AND LICENSES

Sr. No	Nature of Registration/License	Registration/ License No.	Issuing Authority	Date of Issue	Date of Expiry
1	Permanent Account No	AAHCM6502H	Income Tax Department	-	Perpetual
2	Tax Deduction Account No	AHMM12580B	Income Tax Department	April 06, 2013	Perpetual
3	ISO 9001 : 2008 certification	9910013394	TUV SUD South Asia Private Limited	July 28, 2014	April 11, 2015
4	ITPO Registration	AM-21536/98	Indian Trade Promotion Organisation	November 12, 2014	October 31, 2015

Absolute Responsibility of MIG Media Neurons Limited

MIG Media Neurons Limited having made all reasonable inquiries, accepts responsibility for, and confirms that this Draft Information Document contains all information with regard to the company, which is material, that the information contained in the Draft Information Document is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Draft Information Document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

SECTION I – BUSINESS

1. DESCRIPTION OF OUR BUSINESS AND OPERATION

MIG Media Neurons Ltd is a company promoting the concept of “Made In Gujarat”. Made In Gujarat is a Full Service Provider – Business Promotion Concept. The company provides variety of Services to Promote Brands, Products, Services and Companies of Gujarat Globally through its innovative and most sought after services with most Effective and Suggestive name “Made In Gujarat”

MIG stands for M – Made, I – In, G – Gujarat

Determined to mark ‘Made In Gujarat’ foot prints Globally, within short span of time till April 2012, we did our Trade Shows globally.

Now, MIG stands for M – Made In Gujarat, I – India Business Trade Show and G – Global Business Trade Show

Made In Gujarat modified its Tag Line from

MadeInGujarat.com

Promoting Your Business Globally

To

MadeInGujarat.com

Promotes Brands. Generates Business.

MMNL launched its new Trade Shows at USA and Sri Lanka. In, August 2014 – New Jersey, USA Trade Show was yet again a Successful Show. And again within next 6 months, MMNL added 5th Country to its Portfolio – Sri Lanka. Sri Lanka Trade Show surpassed all the success levels of its preceding Trade Shows. Sri Lanka Trade Show at SLECC, Colombo during 20 to 22 February 2015, was endorsed and Inaugurated by High Commission of India in Sri Lanka. Honorable Finance Minister of Sri Lanka – Mr. Ravi Karunanayake graced the occasion as Chief Guest on 21 February 2015. Both the dignified guests warmly met all the exhibitors, exchanged their contact coordinates and warmly welcomed fruitful business associations with India.

Our concept is blessed and has been appreciated by following dignitaries:

- Shri Narendra Modi – Honorable Prime Minister of India, when he was chief minister of Gujarat. Shri Modi has appreciated our concept three times.
- Shri Saurabh Patel – Honorable Minister of Gujarat State
- Shri Vajubhai Vala – Former Honorable Minister of Gujarat State
- Shri Jay Narayan Vyas – Former Honorable Minister of Gujarat State
- Shri B B Swain – Former Industries Commissioner

Made In Gujarat has following Services to Promote Brands Globally

- 1. Websites : B2B, B2C and Job Portal**
- 2. Publications**
- 3. Events**

Services Portfolio:

We provide tailor made solutions to our clients at best price, which include the following-

(1) Websites : B2B, B2C and Job Portal

We promise to serve personally and promote business of Gujarat efficiently, and escalate them to global recognition. A unique and exclusive market place of Gujaratis for Global Seekers and Buyers. Its for all of us, Gujaratis - Entrepreneurs, Businessman, Innovators, Technocrats and Creators of Great Product and Services. We provide our services through 31 International Languages, Chat, BLOG, Email, Forums, Inquiries, Own URL, Unlimited Space, Pages, Pictures, Do it yourself, Easy to use Interface, Selling & Buying Leads, Live connection with Social –Business Networking Websites, Growing Hit Rate. We also launched a Job Portal exclusively for Jobs in Gujarat. It's a skill based Job Portal which minimizes the GAP between Skilled Manpower and Companies providing right candidates to the upcoming ventures in Gujarat.

(2) Publications :

(1) News Letter : Quarterly

Networking, Live Contact and Updates are the most necessary and inevitable needs in today's era of information. **Made In Gujarat News Letter** - A Quarterly Publication will serve and cater to this inevitable need in very specific and effective way. Latest business happenings, policies, news, innovations, recognitions and anything & everything which is happening and is going to happen within business will be published in a interesting and lucid manner to feed your thoughts and needs. Its an exclusive News Letter to highlight Business Happenings of Gujarat. There are 4 Issues quarterly, 2 Special Issues which are Occasion Based, 70% Free Circulation Local & Worldwide, 30% Sell National Level, 20000+ Copies Initially and 50000+ Copies Later.

(2) Success Digest (Magazine) : Half Yearly

It is a Bi-Yearly magazine published by the company and focusses on Success Stories, Product Profiles, Company Profiles and Interviews / Interactions with Who's Who of Industry. Recognition and success in the competition bring high levels of exposure and acclaim for your organization and offers extensive networking, interaction and learning with World's most successful businesses, political leaders, academia and media. It's a exclusive magazine to highlight SUCCESS STORIES of Gujarat with 2 Issues Half Yearly, 80% Free Circulation Local & Worldwide, 20% Sale National Level, 10000+ Copies Initially and 25000+ Copies Later.

(3) Database : DVD and Print Directory

It includes Made In Gujarat Print Directory & Data CD - DVD with Varied Business Categories Business Data in Database Format with Comprehensive Company - Contact Details and Contact Management System, Virtual Profiles - Offline Websites of Companies, Product / Company Videos –Animations.

(3) Events :

(1) Domestic & International TRADESHOWS

Long Lived Physical Recognition for Business Community of Gujarat and Gujaratis the motto. We organize Series of Trade Shows Worldwide and participate as Made In Gujarat Pavilion in other National and International Trade Shows. Thriving Business Locations like New Delhi, Mumbai, Bangalore, Hyderabad, Chennai in India and Dubai, Singapore, Hannover -Germany, UK, USA, Japan and Hong Kong internationally.

(2) Industry Confluence Events

We provide Match Making Services by bringing along Supplementary and Ancillary Collaboration Events. The services are Need based through the Matching Events to speed up the acquaintances, interactions and decision making for the overall business process. We shall select 2 supplementary industries, bring them at one common place and make them know each other, interact with each other and thus facilitate the decision making process faster and effective.

(3) Business Summit

A yearly event for whole Business Community of Gujarat to meet, interact, network, display and collaborate. Made In Gujarat Business Summit will bring together the business of Gujarat at one single place to witness the multi-faceted business promotion tools and services. Business Summit will have interactive sessions, conference events. Made In Gujarat Business Summit will be organized in cool weather of December every year to boost up hot business of Gujarat blended with cultural warmth and ambience.

AWARDS

GUJARAT is all set to crown the Laurels of Industry with its own Made In Gujarat AWARDS. The awards are for recognition to the Companies of Gujarat for their Products & Services, Quality Management System, Ethical Working & Social Accountability.

The basis of Analysis are -

- (1) Desktop Review
- (2) Site Visit
- (3) Presentation by you
- (4) Jury Analysis
- (5) Public Poll

Gujarat's biggest business award will recognize and reward the State's best SMEs with the benchmark that every SME looks up to. The award focuses on singling out the SMEs who exhibit world-class leadership, outstanding business acumen, best practices and exemplary vision, creating a legacy for others to emulate. These are the SMEs who are the next generation of Gujarat and India's business leaders. The Made In Gujarat AWARDS 2011 will reward tomorrow's leaders, today.

Our activities are as follows:

- (a) Exhibition Participation
- (b) Exhibitions Organized
- (c) Seminars Organized
- (d) Domestic Print Advertisement Campaigns
- (e) Newspapers
- (f) Magazines and Directory
- (g) Domestic Radio Advertisement Campaigns

Other Domestic Advertisement Campaigns

- Outdoor Hoardings at Ahmedabad, Vadodara, Rajkot and Surat

International Print Advertisement Campaigns

- Malaysia
 - Metro
 - Star Metro
- Dubai
 - Khaleej Times
 - Gulf News
- USA
 - India Abroad
 - Desi Talk
 - Gujarat Times
 - News India
- Kenya
 - Daily Nation
 - Sunday Nation
- Sri Lanka
 - Dinumina
 - Silumina
 - Daily Daivana
 - Sunday Daivana
 - Daily Lanka Deepa
 - Sunday Lanka Deepa
 - Daily Vira Kesari
 - Sunday Vira Kesari
 - Daily News
 - Daily Mirror
 - Sunday Times
 - Sunday Observer

Our Competitive Strengths

Our business is characterized by the following key strengths:

- Catering to the demand of clients by offering diversified range of tailor made services covering from products, services, brands and companies on PAN India basis.
- Diversified Client Base and Innovative Promotion Mechanisms
- Leveraging the experience of our Promoters;
- Experienced management team and a motivated and efficient work force;
- Deep understanding of Business Environment and Dynamics.
- Firm belief in relations based on Respect, Trust and Integrity.
- Extremely strong management & quality systems in place.

MMNL has reached grass root level industries and business segments with its never ending efforts for its own awareness amongst the business community, its own branding and marketing through various channels and means.

Core Growth Strategy for next 3 years

1. We will organize yearly Trade Show at all our current destinations USA, UAE, Sri Lanka and Kenya
2. We will add 3 more countries to our Trade Show Destinations – Canada, South Africa and Singapore
3. We are Multinational Company with presence in India and USA. We will expand our reach by setting up our Office Setup in more 5 countries.
4. Our International Companies will have basic office setup, warehousing facility, permanent exhibition setup to display products round the year, retail outlet to sell FMCG products from India and small guest house to provide complete hand holding support to business community of Gujarat and India
5. We will organize International Business Summit with Seminars, Conference and Trade Show with International Participation at Gujarat to create Direct Interaction Platform for the Business Community of Gujarat and India.
6. We will thoroughly promote our B2B and B2C websites to International Target Audience
7. We will organize business delegation to Mercoser Region to create awareness about the Business Opportunity in Latin America

Licenses:

Our business operations do not envisage any requirement of licenses.

Franchisee/Concessions:

As on date we do not have any franchisee. We have not entered in to any concession agreement.

Research & Development:

We have not incurred any amount during the last three fiscal years on company sponsored research and development activities.

Human Resources

As on the date of this Draft Information Document, our Company has a total strength of 14 (fourteen) employees.

Mr. Rushikesh Naranbhai Bhavsar

Mr. Rushikesh Naranbhai Bhavsar has been appointed as the Managing Director of the company w.e.f 24th March, 2015 for the period of five years at a monthly remuneration of Rs. 50,000/- per month. The detailed profile is included in the Section “Our Management” on page 60.

Mr. Harshad A. Patel

Mr. Harshad A. Patel has been appointed as Chief financial Officer in our company w.e.f 23rd March, 2015 at a monthly remuneration of Rs. 20,000/- per month. He possesses extensive experience in the field of Accounts and Finance. The detailed profile is included in the Section “Our Management” on page 60.

Ms. Ekta Harshukhbhai Bhimani

She has been appointed as Company Secretary of the company w.e.f 23rd March, 2015. She has comprehensive experience in dealing with secretarial and compliance related matters of companies.

Working Capital:

As on March 31, 2015, our working capital comprised of following:

Particulars	(In Rupees)
	Financial Year 2014-15
Cash and Bank Balance	5,67,987.00
Trade Receivables	1,04,125.00
Short- term Loans & Advances	15,00,000.00
Other Current Assets	9,93,106.00
Total (A)	31,65,218.00
Less:	
Short –term provisions	6,32,923.00
Total (B)	6,32,923.00
Net Working Capital (A) – (B)	25,32,295.00

Our working capital requirements are mostly funded through own funds.

INDUSTRY OVERVIEW

Unless otherwise stated, Industry & Market data used throughout this Draft Information Memorandum has been obtained from internal Company reports and Industry publications and the information contained in those publications has been obtained from sources believed to be reliable but their accuracy and completeness are not guaranteed and their reliability cannot be assured. Although we believe that industry data used in this Draft Information Memorandum is reliable, it has not been independently verified. Similarly, internal Company reports, while believed by us to be reliable, have not been verified by any independent sources.

The extent to which the market and industry data used in this Draft Information Memorandum is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data.

INDUSTRY OVERVIEW

Overview of Indian Economy:

Introduction

India has become one of the most attractive destinations for investment owing to favorable government policies and reforms in the past few months. The approval of foreign direct investment (FDI) in several sectors has allowed investments to pour into the economy. According to the data provided by Department of Industrial Policy and Promotion (DIPP), the cumulative amount of FDI inflows in the country in the period April 2000- September 2014 was US\$ 345,073 million. Growth in India is expected to rise to 6.4 per cent in 2015 as both exports and investment will increase, according to the World Economic Outlook (WEO) report released by International Monetary Fund (IMF). Sectors projected to do well in the coming years include automotive, technology, life sciences and consumer products. Engineering and research and development (ER&D) export revenue from India is expected to reach US\$ 37-45 billion by 2020, from an estimated US\$ 12.4 billion in FY14, according to Nasscom. Furthermore, the US\$ 1.2 trillion investment that the government has planned for the infrastructure sector in the 12th Five-Year Plan is set to help in further improving the export performance of Indian companies and the Indian growth story, which will consequently improve the overall Indian economy.

Market size

Indian markets grew by 19 per cent in the first half of FY 2014-15, the best performance by any market during this period, globally. The rise was primarily due to strong inflows from foreign institutional investors (FIIs). As of September 26, FIIs had invested Rs 61,024 crore (US\$ 9.86 billion) this financial year, while mutual funds had put in Rs 15,298 crore (US\$ 2.47 billion) during the same period, according to Securities and Exchange Board of India (SEBI) data. Foreign exchange (Forex) reserves increased by US\$ 60.5 million to reach US\$ 319 billion in the week ended August 29, 2014, according to data released by the Reserve Bank of India (RBI). Also, foreign currency assets rose by US\$ 75 million to touch US\$ 291.39 billion. India has contributed 10.25 per cent of the overall 3.9 per cent rise in the global market capitalisation (market cap) this year, which has made it the second-highest contributor in the world. The valuation of Indian equities remains attractive, with a market cap-to-gross domestic product long-period average of 72 per cent. Indian employees are expected to see a salary hike of 10.8 per cent in 2015, according to the Towers Watson 2014-15 Asia-Pacific Salary Budget Planning Report. The report indicated that due to increased economic growth, Indian employees at both ends of the hierarchy - top management and blue collar staff - are likely to see the highest comparative pay increase in 2015.

Key developments/investments

In the past few months, there have been quite a few investments in several sectors of the Indian economy. This has led to some major changes and developments in the country. Some of these major developments/investments are as follows:

- Venture capital (VC) investments in India have already breached the billion dollar mark this year. There were 189 early-stage deals in the first nine months of 2014 worth US\$ 1.09 billion, according to Ernst & Young (EY).
- India's drugs and pharmaceuticals industry is expected to grow at a compound annual growth rate (CAGR) of 14 per cent to reach a turnover of Rs 2.91 trillion (US\$ 47.05 billion) by 2018. This growth is aided by the rapidly growing domestic market and the newly emerging export opportunities.
- The output of eight core sector industries in India grew by 5.8 per cent in August 2014 as compared to 2.7 per cent in July 2014, on the back of good expansion in steel, coal, cement and electricity generation. The eight industries constitute 38 per cent of the Index of Industrial Production (IIP).
- The total approximate earnings of Indian Railways during the period April 1-September 30, 2014 were Rs 73,403.67 crore (US\$ 11.87 billion) compared to Rs 65,525.85 crore (US\$ 10.59 billion) during the same period last year, which is an increase of about 12.02 per cent.

Overview of Indian Advertising and Marketing Industry:

Introduction

With increasing brand awareness amongst the Indian youth and purchasing power of the upper class in tier II and III cities, spending by Indian consumers is expected to grow four times to US\$ 4.2 trillion by 2017, according to a joint study by YES Bank and a leading industry body. According to the joint report, the Indian luxury market is estimated to be worth US\$ 18 billion by 2017 from the current level of US\$ 14 billion with unprecedented growth in luxury categories including fashion, automobiles and fine dining. Such high growth potential in consumer spending attracts huge interest in different marketing and strategy initiatives.

While various estimates exist on the size and growth potential of the Indian luxury market; most estimates are unanimous on anticipated growth rates of 20 per cent given the tremendous potential in products such as apparel and accessories, pens, home decor, watches, wines & spirits & jewellery, services: spas, concierge service, travel & tourism, fine dining & hotels and assets: yachts, fine art, automobiles & real estate.

The Indian government has given tremendous support to the advertising and marketing industry. Advertising expenditure is likely to increase in the financial sector, driven by Reserve Bank of India (RBI) policies which could result in a more favourable business environment. Also, proposed licences for new banks and better market sentiments render the advertising and marketing industry in India a fertile space.

Market size

With the luxury market expected to grow at over 20 per cent year on year, PE investments in the luxury segment are expected to increase and support the enhanced size of the Indian luxury market. High internet penetration across

tier-II and tier-III cities along with high disposable income shall lead to approximately 80 million transactions on the internet by 2020. As a result, the luxury consumption is going to increase manifold in the country.

With this level of growth and subsequent investment from luxury businesses, it is estimated that by 2020 the luxury market in India will be responsible for employing 1.8 million people. This will not only help in preserving traditional craft skills and heritage, but will also support communities, create employment and provide training.

The online advertising market in India will touch Rs. 3,575 crore (577.97 million) by March 2015, a 30 per cent rise from Rs. 2,750 crore (US\$ 444.59 million) in March 2014, as per a joint study by the Internet and Mobile Association of India (IAMAI) and IMRB International. Of the current Rs. 2,750 crore (US\$ 444.59 million) digital advertisement market, search and display contribute the most - search advertisements constitute 38 per cent of total advertisement spends followed by display advertisement at 29 per cent, as per the study.

The Internet's share in total advertising revenue is anticipated to grow twofold from eight per cent in 2013 to 16 per cent in 2018, as per a joint report by Confederation of Indian Industry (CII) and PricewaterhouseCoopers (PwC). Online advertising, which was estimated at Rs 2,900 crore (US\$ 468.84 million) in 2013, could jump threefold to Rs 10,000 crore (US\$ 1.61 billion) in five years, increasing at a compound annual rate of 28 per cent.

Also, according to the report, Indians paid Rs 25,200 crore (US\$ 4.07 billion) to access the Internet in 2013, a figure greater than the Rs 22,300 crore (US\$ 3.61 billion) the print medium garnered in subscription and advertising.

Government Initiatives

The Governments of India and Canada have signed an audio-visual co-production deal which facilitates producers from both countries to harness their collective artistic, technical, financial and marketing resources, and encourage exchange of culture and art between the two countries. The agreement is also likely to lead to better promotion of Indian locales for shooting films. "The agreement will also lead to the transparent funding of film production and boost export of Indian films into the Canadian market," as per the agreement.

India and Poland are seeking to enhance cooperation in the digitisation and restoration of film archives. This was decided in a meeting between Mr Bimal Julka, Secretary of Information and Broadcasting, India, and a delegation from Poland led by Ms Malgorzata Omilanowska, Secretary of State. The two countries will form a joint working group that will help improve cooperation in fields such as student exchange programmes, animation, films and digitisation, among others.

Road Ahead

The advertising and marketing sector in India is expected to enjoy a good run. Growth is expected in retail advertisement, on the back of factors such as several players entering the food and beverages segment, e-commerce gaining more popularity in the country, and domestic companies testing out the waters. The rural region is a potentially profitable target. For instance, in the automobiles sector, the focus of two-wheelers on rural areas could mean more launches and more advertising spends. The telecom sector could see growth as well, driven by better smartphone penetration and service providers cutting down on prices.

Rate Used: INR 1= US\$ 0.016 as on February 26, 2015

(Source: <http://www.ibef.org/industry/advertising-marketing-india.aspx>)

The FICCI-KPMG report on the Indian Media & Entertainment (M&E) industry highlights opportunities that could come from tapping international markets with a special feature on opportunities in the Middle East and Africa

region. The report also covers the live events market as well as the advertising market separately, along with an overview of the advertising services market in India.

Television: The size of the Television industry in India was estimated at Rs 417 billion in 2013, and is expected to grow at a CAGR of 16 per cent over 2013-18 to reach Rs 885 billion in 2018. Aided by digitisation and the consequent increase in Average Revenue Per User (ARPU), the share of subscription revenue to the total industry revenue is expected to increase from 67 per cent in 2013 to 71 per cent in 2018.

Paid C&S penetration of TV households: The number of TV households in India increased to 161 million in 2013, implying a TV penetration of 60 per cent. The number of Cable & Satellite (C&S) subscribers increased by 9 million in 2013, to reach 139 million. Excluding DD Direct, the number of paid C&S subscribers is estimated to be 130 million. This C&S subscriber base is expected to grow to 181 million by 2018, representing 95 per cent of TV households. Of this, paid C&S base is expected to be 171 million in 2013, representing 90 per cent of TV households.

Broadcasting: TRAI's efforts to enforce the 12-minute ad cap regulation invited a divided response from the industry and contributed to the challenges of broadcasters, especially those with significant dependence on advertising revenues. At an aggregate level, the total TV advertising market is estimated to have grown around 9 per cent in 2013 to Rs 136 billion, lower than the 11 per cent projected in the report last year. Going forward, television advertising in India is expected to grow at a CAGR of 13 per cent over 2013-18, to reach Rs 220 billion.

Subscription revenue is expected to be the driver of growth for broadcasters, growing at an estimated CAGR of 26 per cent from 2013 to 2018. Increase in the declared subscriber base and higher revenue share is expected to drive up the share of subscription to total broadcaster revenue from 34 per cent in 2013 to 46 per cent in 2018.

Broadcaster Industry size



Print

Print Media Market	2011	2012	2013	2013 Growth	2014p	2015p	2016p	2017p	2018p	CAGR (2013-2018)
Total advertising	139	150	163	8.70%	179	199	222	248	275	11.10%
Total circulation	69	75	81	8.10%	85	88	92	95	99	4.20%
Total print market	209	224	243	8.50%	264	287	313	343	374	9.00%
Total newspaper revenue	197	211	230	8.70%	250	273	300	329	361	9.50%
Total magazine revenue	12	13	14	4.50%	14	14	14	14	14	0.30%
Total print market	209	224	243	8.50%	264	287	313	343	374	9.00%

Advertising:

The advertising industry faced a rough year in 2012 and there were expectations of a better performance in 2013. But the continued economic slowdown, depreciation of the rupee and low GDP growth resulted in persistent negative sentiment leading to a muted growth rate for the industry in 2013.

Advertising spends were relatively healthy in the first half of the year backed by strong spending from the FMCG sector, state assembly elections and better performance of IPL6 compared to the last two seasons. Post July, there was a sudden slowdown due to depreciation of rupee and other macro-economic factors due to which advertisers held back their money.

A minor blip was observed towards the end of the year due to elections and rupee getting stabilised with the industry reporting an overall growth rate of 10.9 per cent². 2014 is expected to be a promising year due to the impending national elections and high expectations from sectors like FMCG, automobile (multiple new launches planned) and financial services, with an overall growth of the advertising market projected at 13.1 per cent.

Overall industry size (INR billion)	2012	2013	Growth in 2013 over 2012	2014p	2015p	2016p	2017p	2018p	CAGR (2013-2018)
TV	124.8	135.9	8.90%	152	172	195	221	253	13.20%
Print	149.6	162.6	8.70%	179	199	222	248	275	11.10%
Radio	12.7	14.6	15.00%	16.6	19	23	27.8	33.6	18.10%
OOH	18.2	19.3	6.00%	21.2	23.1	25.2	27.5	30	9.20%
Digital advertising	21.7	30.1	38.70%	41.2	55.1	69.7	88.1	102.2	27.70%
Total	327	363	10.90%	410	468	535	613	694	13.90%

The market share of TV (37.5 per cent), Print (44.9 per cent) and OOH (5.3 per cent) reduced compared to 2012 which was substituted by digital (8.3 per cent) and Radio (4 per cent). Overall, the advertising market is expected to reach Rs 694 billion in 2018 at a compounded annual growth rate (CAGR) of 13.9 per cent.

2014 is expected to perform better than 2013 with an expected advertising revenue growth rate of 13.1 per cent. Significant amount of growth in ADEx is expected to come from General Elections alone. Other areas to look for would be automobiles as the sector is lined up with couple of new launches this year and BFSI which is expected to grow in the second half due to expected change in policies post-election.

Digital media is expected to continue its growth trajectory with projected growth rate of 36.9 per cent in 2014. TV, Print, Radio and OOH are also expected to perform better in 2014 with projected growth rate of 11.9 per cent, 10.1 per cent, 13.7 per cent and 10 per cent respectively. ATL: BTL ratio is expected to reach 50:50 by 2015, as companies are expected to spend on marketing activities in rural areas (dominated by BTL activities) to push their sales.

FINANCIAL INFORMATION

The Annual Audited Balance Sheet, Statement of Profit & Loss along with all annexures and notes to accounts and Auditors' Report thereon for the financial year ended March 31, 2015, is produced as under:

AUDITOR'S REPORT

TO THE MEMBERS OF MIG MEDIA NEURONS LIMITED

We have audited the accompanying standalone financial statements of **MIG MEDIA NEURONS LIMITED**, which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the

accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit/loss and its cash flows for the year ended on that date.

Emphasis of Matters

We draw attention to the following matters in the Notes to the financial statements: **NIL**

Other Matter

We did not audit the financial statements/information of **0** branches included in the standalone financial statements of the Company whose financial statements / financial information reflect total assets of Rs. NIL as at 31st March, 2015 and total revenues of Rs. NIL for the year ended on that date, as considered in the standalone financial statements. The financial statements/information of these branches have been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches, is based solely on the report of such branch auditors.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books [and proper returns adequate for the purposes of our audit have been received from the branches not visited by us.]
- (c) [The reports on the accounts of the branch offices of the Company audited under Section 143 (8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.]
- (d) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account [and with the returns received from the branches not visited by us].
- (e) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (f) The going concern matter described in sub-paragraph (b) under the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.

(g) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Date : 11/04/2015
Place: Ahmedabad

For, Maulik Shah & Co.
Chartered Accountants

Sd/-

(MAULIK SHAH)
Partner
M. No. 103373

MIG MEDIA NEURONS LIMITED.

Balance Sheet Abstract and Company's General Business As Per Part - IV,
Schedule VI of the Companies Act, 1956.

REGISTRATION DETAILS :

Registration No _____ State Code : 04

Balance Sheet Date : 31.03.2015

CAPITAL RAISED DURING THE YEAR :

Public Issue : NIL Bonus Issue : Rs.10,00,000

Right Issue : NIL Private Placement : NIL

POSITION OF MOBILIZATION AND DEPLOYMENT OF FUNDS

TOTAL LIABILITIES

8225052

TOTAL ASSETS

8225052

SOURCES OF FUNDS

Paid up Capital

2000000

Reserves and Surplus

5592129

Secured Loans

NIL

Unsecured Loans

NIL

APPLICATION OF FUNDS

Net Fixed Assets

5059834

Investments

NIL

Net Current Assets & Advances

2532295

Miscellaneous expenditure

NIL

PERFORMANCE OF COMPANY

Turnover (Gross Income)

13212525

Total Expenditure

11710959

Profit Before Tax

1501566

Profit After Tax

1037582

Earning Per Share In Rupees

05.18

Dividend Rate %

Item Code No. NIL

Place : Ahmedabad

For and on behalf of Board

Date : 11/04/2015

Director

Note : Amount Represented in Rupees

SCHEDULE :

NOTES ATTACHED TO AND FORMING THE PART OF ACCOUNTING FOR THE YEAR ENDED 31ST MARCH 2015

NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDING ON 31.03.2015

- (1) Previous year figures have been regrouped wherever necessary to make them comparable with the current year figures
- (2) Estimated amount of contracts remaining to be executed on capital accounts not accounted for
- (3) Balance of 'Sundry Debtors', 'Loans & Advances' and current Liabilities are as per books and subject to confirmation
- (4) No provision for gratuity is made. Gratuity is accounted on payment basis.
- (5) In the absence of information available with the company regarding SSI status of the creditors of the company we are unable to provided information regarding outstanding payments to small scale industries
- (6) Additional Information pursuant to provisions of paragraph 3,4,4A,4B, 4C of part I of Schedule VI of Companies Act 1956

(A) No expenditure was incurred by the company on employee.

(i) If employed throughout the year in receipt of remuneration for that year which in aggregate was not less than Rs.6000000/-

(ii) If, employed for a part of financial years, were in receipt of remuneration for any part of that year at the rate which is aggregate was not less than Rs. 500000/- P.M.

(B) Expenditure In foreign Currency NIL

(C) Value of import on CIF Basis NIL

(D) Remittance in Foreign Currency
on account of dividend NIL

(E) Earning in foreign Currency NIL

Account Policies

- (1) The company follows Mercantile System of Accounting and recognizes incomes and expenditure on accrual basis. The accounts are prepared on historical cost basis
- (2) Fixed assets are stated at cost of Acquisition or Construction less accumulated depreciation. All significant costs relating to the acquisition and installation of fixed Assets are capitalized. The cost of fixed assets includes preoperative expenditure upto the date the asset is ready for use. Building work in progress is stated at cost.

- (3) The Company has accounted gratuity liability on payment basis. No provision for accrued liability has been made which is not in conformity with the Accounting standard 15 issued by the Institute of Chartered Accountants of India.
- (4) The receipt are accounted as and when the income is received and the same is shown net of returns

**For, Maulik Shah & Co
Chartered Accountants**

For MIG MEDIA NEURONS LIMITED

1.

**Maulik Shah
Partner
M. No. 103373**

2.

**Date : 11/04/2015.
Place : Ahmedabad**

MIG MEDIA NEURONS LIMITED
BALANCE SHEET AS AT MARCH 31, 2015

Particulars		Note No.	Figures as at the end of current reporting period (2015)	Figures as at the end of previous reporting period (2014)
I	Equity & Liabilities			
1	Shareholders' Funds			
	(a) Share Capital	1	20,00,000	5,00,000
	(b) Reserves & Surplus	2	55,92,129	10,54,547
	(c) Money received against share warrants		-	-
2	Share Application Money pending Allotment		-	-
3	Non Current Liabilities			
	(a) Long Term Borrowings		-	-
	(b) Deferred Tax Liabilities (Net)		-	-
	(c) Other Long term liabilities		-	-
	(d) Long-Term Provisions		-	-
4	Current Liabilities			
	a. Short Term Borrowings	3	-	35,37,730
	b. Trade Payables		-	-
	c. Other Current Liabilities		-	-
	d. Short Term Provisions	4	6,32,923	4,96,824
	TOTAL		82,25,052	55,89,101
II	ASSETS			
	Non Current Assets			
1	(a) Fixed Assets			
	(i) Tangible Assets	5	50,59,834	49,33,187
	(ii) Intangible Assets		-	-
	(iii) Capital Work In Progress		-	-
	(iv) Intangible Assets under development		-	-
	(b) Non-current investments (Jewellery)		-	12,650
	(c) Deferred Tax Assets (Net)		-	-
	(d) Long Term Loans & Advances		-	-
	(e) Other Non-Current Assets		-	-
2	Current Assets			

Particulars		Note No.	Figures as at the end of current reporting period (2015)	Figures as at the end of previous reporting period (2014)
	(a) Current investments		-	-
	(b) Trade Receivables	6	1,04,125	1,04,125
	(c) Cash and Cash Equivalents	7	5,67,987	1,92,836
	(d) Short Term Loans & Advances	8	15,00,000	-
	(e) Other Current Assets	9	9,93,106	3,46,303
	TOTAL		82,25,052	55,89,101

For Maulik Shah & Co.

Chartered Accountants

Sd/-

Maulik M. Shah

Memb. No. 103373

Date: 11/04/2015

Place: Ahmedabad

For MIG Media Neurons Ltd.

Director

Director

Sd/-

Sd/-

Date: 11/04/2015

NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31st MARCH 2015

Note No. 1

(Rs.)

Particulars	As at 31 March, 2015		As at 31 March, 2014	
	Number	Amount Rs.	Number	Amount Rs.
<u>Authorized</u>				
Equity Shares of Rs. 10/- each	2,50,000	25,00,000	50,000	5,00,000
<u>Issued</u>				
Equity Shares of Rs. 10/- each	2,00,000	20,00,000	50,000	5,00,000
<u>Subscribed & Paid up</u>				
Equity Shares of Rs. 10/- each fully paid	2,00,000	20,00,000	50,000	5,00,000
Grand Total	2,00,000	20,00,000	50,000	5,00,000
The Authorised share capital of the company is Rs. 25,00,000/- representing 2,50,000 shares of Rs. 10 each.				
The allotted, called up and fully paid ordinary share capital of the company at 31 st March, 2015 is Rs. 20,00,000				

Note No. 1.1(a)

Shareholders having 5% of Shares

Name of Shareholder	As at 31 March 2015		As at 31 March 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
(1) RUSHIKESH BHAVSAR	67,380	33.69	22,460	44.92
(2) NARANBHAI BHAVSAR	37,500	18.75	12,500	25.00
(3) RADHIKABEN BHAVSAR	45,000	22.50	15,000	30.00
(4) WEALTH FIRST	50,000	25.00	-	-

Note No. 1.1(b)

Aggregate numbers and class of shares allotted as fully paid up Bonus Shares:

Particulars	Year (Aggregate No. of Shares)	
	2014-15	2013-14
Equity Shares :		
Fully Paid up by way of bonus shares by capitalization of General Reserve	1,00,000	Nil

Note No. 1.1(c)

Forfeited Shares (amount originally paid):

Particulars	Year {Amount(Rs)}	
	2014-15	2013-14
Equity Shares :	Nil	Nil

Note No. 2

(Rs.)

Reserves & Surplus	As at March 31, 2015	As at March 31, 2014
a. Capital Reserves	-	-
b. Capital Redemption Reserve	-	-
c. Securities Premium Account	45,00,000	-
d. Debenture Redemption Reserve	-	-
e. Revaluation Reserve	-	-
f. Share Options Outstanding Account	-	-
g. General Reserve	-	-
h. Surplus	-	-
Opening Balance	10,54,547	5,29,774
(+) Net Profit/(Net Loss) for the current year	10,37,582	5,24,773
(+) Transfer from Reserves	-	-
(-) Proposed dividends	-	-
(-) Dividend Tax	-	-
(-) Interim Dividends	-	-
(-) Transfer from reserves	(10,00,000)	-
Closing Balance	10,92,129	10,54,547
Total	55,92,129	10,54,547

Note No. 3

(Rs.)

<u>Short term Borrowings</u>	As at 31 March, 2015	As at 31 March, 2014
	Rs.	Rs.
Secured		
(a) Other loans and advances	-	-
Total(A)	-	-

Short term Borrowings	As at 31 March, 2015	As at 31 March, 2014
<u>Unsecured</u>		
(a) Loans and advances from related parties :		
Unsecured Loans	-	7,50,000
RUSHIKESH BHAVSAR	-	27,87,730
	-	35,37,730
Total	-	35,37,730

Note No. 4

Other Current liabilities	As at 31 March, 2015	As at March 31, 2014
(a) Other payables :		
Tds Payable	1,68,491	-
duties and taxes (Income Tax Provision)	4,63,982	2,47,818
Income tax provision 2012-13		2,49,006
Grand Total	6,32,923	4,96,824

Note No. 5

Fixed assets :

Description of Assets	Rate of Depre. (%)	A) GROSS BLOCK					B) ACCUMULATED DEPRECIATION					C) NET BLOCK	
		Balance as at 01.04.2014 (R)	Additional (R)	Disposal	Revaluations/ (Impairments)	Balance as at 31.03.2015	Balance as at 01.04.2014 (R)	Depreciation Charge for the Year (R)	Adjustment due to Revaluation	Additions/ (Disposal)	Balance as at 31.03.2015	As at 31.03.2015 (R)	As at 31.03.2014 (R)
(A) Tangible Assets:													
Airconditioner Systems	15	36,125	73,447	-	-	1,09,572	-	10,927	-	-	10,927	98,645	36,125
CCTV			5,500			5,500		825			825	4,675	
Computer	60	48,125	1,50,290	-	-	1,98,505	-	85,533	-	-	85,533	1,12,972	48,215
Mobile	15	56,647	-	-	-	56,647	-	8,497	-	-	8,497	48,150	56,647
Motor Car	15	5,05,750	-	-	-	5,05,750	-	75,863	-	-	75,863	4,29,887	5,05,750
Furniture	10	86,450	96,000	-	-	1,82,450	-	16,945	-	-	16,945	1,65,505	86,450
Office Purchase		42,00,000	-	-	-	42,00,000	-	0	-	-	0	42,00,000	42,00,000
Total A		49,33,187	3,25,237	-	-	52,58,424	-	1,98,590	-	-	1,98,590	50,59,834	49,33,097
(B) Intangible Assets													
Total B		-	-	-	-	-	-	-	-	-	-	-	-
Total (A+B)		49,33,187	3,25,237	-	-	50,88,970	-	1,98,590	-	-	1,98,590	50,59,834	49,33,097

Note No. 6

Trade Receivables	As at 31 March, 2015	As at 31 March, 2014
Sundry debtors	1,04,125	1,04,125
Grand Total	1,04,125	1,04,125

Note No. 7

Cash and Cash Equivalents	As at 31 March, 2015	As at 31 March, 2014
a. Balances with banks		
(a) Bank Balance Axis Bank		317
(b) Bank Balance HDFC Bank	3,55,171	
Total(A)	3,55,171	317
c. Cash on Hand	2,12,816	1,92,519
Total(B)	2,12,816	1,92,519
Total(A+B)	5,67,987	1,92,836

Note No. 8

Short Term Loans & Advances	As at 31 March, 2015	As at 31 March, 2014
a. Deposits:		
Fixed Deposit with Bank (Gurantees)	-	-
Total-A	-	-
Deposits for OD		
Total-B	-	-
Deposits with Banks		
Total-C	-	-
Other Deposits		
Total-D	-	-
Total-A+B+C+D	-	-
b. Others:		
Secured, considered good	-	-
Manish Kansara	15,00,000	-
Total-A	15,00,000	-

Note 9:

Other Current Asset	As at 31 March, 2015	As at 31 March, 2014
Travel Card Sri Lanka	-	65,624
Tds receivable 2013-14	-	68,832
Tds receivable	-	4,000
Prepaid Expense	9,75,000	
Tds Receivable 2014-15	18,106	
Tds Receiveble (2012-13)		2,07,847
Total	9,93,106	3,46,303

MIG MEDIA NEURONS LIMITED
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2015

Particulars		Refer Note No.	Figures for the current reporting period	Figures for the previous reporting period
I.	Revenue From Operation	10	1,30,57,525	68,78,307
II.	Other Income	11	1,55,000	
III.	Total Revenue (I+II)		1,32,12,525	68,78,307
IV.	Expenses:			
	Direct Expenses	12	65,86,219	22,79,163
	Employee benefit expenses	13	21,30,629	14,20,050
	Depreciation and amortization expense		1,98,590	1,55,783
	Administrative Expenses and other expenses	14	27,95,521	22,50,720
	Total Expenses		1,17,10,959	61,05,716
V.	Profit before exceptional and extraordinary items and tax (III-IV)		15,01,566	7,72,591
VI.	Exceptional items		-	-
VII.	Profit before extraordinary items and tax (V-VI)		15,01,566	7,72,591
VIII.	Extraordinary items		-	-
IX.	Profit before tax (VII-VIII)		15,01,566	7,72,591
X.	Tax expense :			
	(i) Current tax		4,63,984	2,47,818
	(ii) Deferred tax			
	(iii) Excess Provision of income Tax			
XV	Profit (Loss) for the period (XI-XIV)		10,37,582	5,24,773
XVI	Earnings per equity share:			
	(1) Basic		5.188	10.495

	(2) Diluted		5.188	10.495
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For Maulik Shah & Co.

Chartered Accountants

Sd/-

Maulik M. Shah

Partner

Memb. No. 103373

Date: 11/04/2015

For MIG Media Neurons Ltd.

Director

Director

Sd/-

Sd/-

Date: 11/04/2015

NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED

Note 10: Revenue from Operations

Particulars	For the year ended 31 March, 2015	For the year ended 31 March 2014
Trade Show Income	1,30,57,525	68,78,307
Total	1,30,57,525	68,78,307

Note 11: Indirect Income

Particulars	For the year ended 31 March, 2015	For the year ended 31 March 2014
Marketing Contract Fees	1,55,000	-
Total	1,55,000	-

Note 12: Direct Expenses

Particulars	For the year ended 31 March, 2015	For the year ended 31 March 2014
Dubai Tradefare Exp	-	-
Trade Show Expense	49,29,147	3,09,631
Africa Trade Show Exps.	-	-
Business Development Exps	-	48,988
Exhibition Exps	1,98,102	2,01,124
Travelling Exps	14,58,970	17,19,420
TOTAL	65,86,219	22,79,163

Note No. 13: Employee Benefit Expenses

Employee Benefit Expense	For the year ended 31 March, 2015	For the year ended 31 March 2014
Salaries and Incentives	10,40,818	9,40,050
Staff Welfare Expenses	39,811	
Director's remuneration	10,50,000	4,80,000
TOTAL	21,30,629	14,20,050

Note No. 14

Administration and Other Expenses	For the year ended 31 March, 2015	For the year ended 31 March, 2014
Advisory Fees	5,00,000	
Bank Charges	20,842	38,611
Advertisement exp.	-	1,11,000
Lodging and Boarding exp.	1,31,738	56,800
Books and Periodicals	-	5,362
Car expense	42,934	60,664
Car insurance	-	30,401
Courier exps	-	2,597
Computer exp.	8,250	20,600
Donation Exp.	-	25,000
Entertainment Expense	8,102	717
Electric Exp.	41,340	27,002
Electricity fitting Charges	30,000	-
Income tax expense	-	4,410
ISO Certificate	18540	-
ISO Exp.	-	17,978
Legal Fees	-	1,27,250
Marketing Exp.	7,75,026	5,11,174
Mobile exps	58,100	84,000
Membership fees	57,644	4,000
Office Exp.	71,274	74,222
Office Maintenance	-	30,000
Office Rent Exp.	-	6,40,845
Petrol & Diesel Exp.	62,700	1,26,410
Penalty	8,000	-
Rent on furniture	-	1,13,900
Roc Filling Fees	75,000	-
Registration fees	-	2,809
Software Exp.	-	36,367
Stationery and Printing Exp.	87,350	4,294

Telephone Exp.	32,607	94,307
Transportation Expense	1,31,149	-
Utility Exps	5,73,874	-
Website Charges	61,051	
Total	2,795,521	22,50,720

CAPITAL STRUCTURE

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

(In Rupees)

Particulars	Aggregate Nominal Value
(A) Authorised Share Capital	
5,00,000 Equity Shares of Rs 10/- each	50,00,000
Total	50,00,000
(B) Issued, Subscribed and Paid-Up Equity Capital	
5,00,000 Equity Shares of Rs. 10 /-each	50,00,000
Total	50,00,000

The following is the history of the Equity Share Capital of our Company:

(Amount in Rs. except share data)

Date of Allotment / Buyback	No. of Equity Shares	Face Value (in Rs.)	Issue Price (in Rs.)	Consideration	Reasons for Allotment	Cumulative No. of Equity Shares	Cumulative Paid Up Equity Share Capital (in Rs.)	Cumulative Equity Share Premium (in Rs.)
October 17, 2011	10,000	10	10	Cash	Initial Subscription	10,000	100,000	Nil
January 9, 2012	40,000	10	10	Cash	Further Allotment	50,000	500,000	Nil
March 05, 2015	1,00,000	10	Nil	Nil	Bonus Issue	1,50,000	15,00,000	Nil
March 30, 2015	50,000	10	100	Cash	Private Placement	2,00,000	20,00,000	45,00,000
April 11, 2015	3,00,000	10	Nil	Cash	Bonus Issue	5,00,000	50,00,000	15,00,000

Shareholding of our Promoter:

Mr. Rushikesh Naranbhai Bhavsar

Date of Allotment/ Transfer	No. of Shares Allotted	Face Value Per Share (Rs.)	Issue Price Per Share (Rs.)	Nature of Allotment/ Transfer	Nature of Consideration	Shareholding %
Since Incorporation	5,000	10	10	Subscription to MOA	Cash	1.00
January 9, 2012	17,460	10	10	Further Allotment	Cash	3.49
March 05, 2015	44,920	10	Nil	Bonus Issue	Nil	8.98
April 11, 2015	1,01,070	10	Nil	Bonus Issue	Nil	20.21
Total	1,68,450					33.69

List of Top Eight Shareholders of our Company:

Sr. No	Name of the Shareholder*	No of Shares Held	Shareholding %
1.	Rushikesh Naranbhai Bhavsar	1,68,450	33.69
2	Radhikaben Rushikesh Bhavsar	1,12,500	22.50
3	Naranbhai Mansukhram Bhavsar	93,750	18.75
4	Kantaben Naranbhai Bhavsar	75	0.02
5	Paresh K. Patel	75	0.02
6	Nandini Paresh Patel	75	0.02
7	Sanjay Shamaldas Patel	75	0.02
8	Wealth First Portfolio Managers Private Limited as a member of Sarthi Angels Venture Foundation	1,25,000	25.00
TOTAL		5,00,000	100.00

*As on the date of this Draft Information Document, our Company has eight shareholders.

3. Statement showing Shareholding Pattern of the Company as per Clause 34 of Listing Agreement on Institutional Trading Platform:

(I)(a)

Sr. No. (I)	Category of Shareholders (II)	No. of Holders (III)	No. of Shares (IV)	No. of Shares held in Dematerialized form (V)	Total shareholding as a percentage of total number of shares % of (A+B) (VI)	Shares Pledged or otherwise encumbered	
						Number of shares (VII)	As a percentage (VIII) = (VII)/(IV)*100
(A)	Promoter and Promoter Group						
1	Indian						
A	Individual/HUF	4	3,74,775	-	74.96	-	-
B	Central Govt./ State Govt.	-	-	-	-	-	-
C	Bodies Corporate	-	-	-	-	-	-
D	Financial Institution/ Bank	-	-	-	-	-	-
E	Any Other	-	-	-	-	-	-
	Sub-Total of (A)(1)	4	3,74,775	-	74.96	-	-
2	Foreign						
A	Individuals (NRIs/Foreign)	-	-	-	-	-	-
B	Bodies Corporate	-	-	-	-	-	-
C	Institutions	-	-	-	-	-	-
D	Any Other	-	-	-	-	-	-
	Sub-Total of (A)(2)	-	-	-	-	-	-
	Shareholding of Promoter & Promoter Group (A) = A1+A2	4	3,74,775	-	74.96	-	-
(B)	Public Shareholding						
1	Institutions						
A	Mutual Funds/ UTI	-	-	-	-	NA	NA
B	Financial Institution/ Bank	-	-	-	-	NA	NA
C	Central Govt./ State Govt.	-	-	-	-	NA	NA
D	Alternative Investment Fund/Venture Capital Funds	-	-	-	-	NA	NA
E	Insurance	-	-	-	-	NA	NA

	Companies						
F	Foreign Institutional Investors	-	-	-	-	NA	NA
G	Foreign Venture Capital investors	-	-	-	-	NA	NA
H	Qualified Foreign investor	-	-	-	-	NA	NA
I	Any Other	-	-	-	-	NA	NA
	Sub-Total of (B)(1)			-		NA	NA
2	Non – Institutions						
A	Bodies Corporate	1	1,25,000	-	25.00	NA	NA
B	Individuals	3	225	-	0.05	NA	NA
C	Qualified Foreign Investor	-	-	-	-	NA	NA
D	Any Other	-	-	-	-	NA	NA
	Sub-Total of (B)(2)			-		NA	NA
	Total Public Shareholding (B) = B(1) + B(2)			-		NA	NA
	Total (A) + (B)	8	5,00,000	-	100.00	0.00	0.00

(I)(b) Statement showing Shareholding of persons belonging to the category “Promoter and Promoter Group”

Sr. no	Name of the Shareholder	Details of shares held		Shares pledged or otherwise encumbered			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No of shares held	As a % of grand total (A) + (B) + (C)	No.	As a %	As a % of grand total (A) + (B) + (C) of sub-	No of warrants held	As a %	No of convertible securities held	As a %	

						clause (I)(a)					
1	Rushikesh Naranbhai Bhavsar	1,68,450	33.69	-	-	-	-	-	-	-	-
2	Radhikaben Rushikesh Bhavsar	1,12,500	22.50	-	-	-	-	-	-	-	-
3	Naranbhai Mansukhram Bhavsar	93,750	18.75	-	-	-	-	-	-	-	-
4.	Kantaben Naranbhai Bhavsar	75	0.02								
	Total	3,74,775	74.96	-	-	-	-	-	-	-	-

(I)(c) Statement showing Shareholding of persons belonging to the category “Public” and holding more than 1 % of the total number of shares

Sr No	Name of shareholder	No of shares	Shares as percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1.	Wealth First Advisors Private Limited	1,25,000	25.00
	Total	1.25,000	25.00

(I)(d) Statement showing details of locked-in shares

Sr no	Name of shareholder	No of locked-in shares	Shares as percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
	Nil	-	-

(II) (a) Statement showing details of Depository Receipts (DRs)

Sr no	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
	Nil	-	-	-

(II) (b) Statement showing holding of Depository Receipts (DRs), where underlying shares are in excess of 1 % of the total number:

Sr no	Name of DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
	Nil	-	-	-

DESCRIPTION OF PROPERTY

Descriptions of Properties of our Company are set forth below:

The following table sets for the significant properties owned by us:


Description of Property	Area	Vendors Details	Purchase Consideration (In Rs.)	Date of Purchase	Title
C/201, Amrapali Appartment, Opp Jain Derasar, Ankur Road, Naranpura, Ahmedabad-380013, Gujarat	900 Sq. Feet	Mr. Rushikesh Naranbhai Bhavsar and Mrs. Kantaben Naranbhai Bhavsar	Rs. 42,00,000	February 15, 2014	Clear


Leasehold Properties:

We operate from our registered office situated at A-402/403, Shapath Hexa, Opp. Highcourt of Gujarat, Near Kargil Petrol Pump, S. G. Highway, Ahmedabad – 380060, Gujarat, India that has been taken on Lease. The details are as follows -

Sr. No.	Location of property	Document and date	Lessor/ Licensor	Key Terms of the Agreement
1	Unit No: A/402, 4th Floor, Shapath Hexa, Sub Plot No. 2, Final Plot No. 50 and Final Plot No. 51, Town Planning Scheme No. 28, Mouje Sola, Ahmedabad	Lease Deed: August 23, 2013	Mr. Jyotindrabhai Jethalal Patel	<ol style="list-style-type: none"> 1. Holding Period - 9 years w.e.f August 1, 2013, first 3 years being the Lock-in period 2. Lease Rent - Rs. 26,595/- per month 3. Rent to be increased by 20% of the last month's rent paid, after the expiry of every 36 months. 4. Security Deposit - Rs. 79,785/-. 5. 2 months prior notice to be given for termination of the agreement. 6. Jurisdiction for dispute at Ahmedabad
2	Unit No: A/403, 4th Floor, Shapath Hexa, Sub Plot No. 2, Final Plot No. 50 and Final Plot No. 51, Town Planning Scheme No. 28, Mouje Sola, Ahmedabad	Lease Deed: August 23, 2013	Mr. Jyotindrabhai Jethalal Patel	<ol style="list-style-type: none"> 1. Holding Period - 9 years w.e.f August 1, 2013, first 3 years being the Lock-in period 2. Lease Rent - Rs. 34,830/- per month 3. Rent to be increased by 20% of the last month's rent paid, after the expiry of every 36 months. 4. Security Deposit - Rs. 1,04,490/- 5. 2 months prior notice to be given for termination of the agreement. 6. Jurisdiction for dispute at Ahmedabad

INTELLECTUAL PROPERTY

Our Intellectual Property mainly consists of our rights to use  name & logo. The company has filed application for registration of below stated logo.

Sr. No.	Logo	Date of Application	Application No.	Class	Current Status
1.		March 25, 2015	2929431	35	Application Pending with Trademark Authorities

SECTION II - RISK FACTORS

The risks described below are relevant to the industries our Company is engaged in, our Company and our Equity Shares. If any one or more of the following risks as well as other risks and uncertainties discussed in this Draft Information Document were to occur, our business, financial condition and results of operation could suffer material adverse effects, and could cause the trading price of our Equity Shares and the value of investment in the Equity Shares to materially decline which could result in loss of all or part of investment.

These risks are not only ones that our Company faces. Our business operations could also be affected by additional factors that are not presently known to us or that we consider immaterial to our operations. Unless specified or quantified in the relevant risk factor below, we are not in the position to quantify financial or other implications of any risks mentioned herein.

Internal Risk Factors

- 1. Our Company has limited operating history in the business of advertising and marketing industry and, therefore, investors may not be able to assess our company's prospects based on past results.***

The Company has been incorporated in October, 2011 and thus it has limited operating history from which it is difficult to evaluate the business and future prospects and viability of the Company. The Company's prospects and viability will be based on the performance of the promoters of the Company. The Company cannot assure about its future performance or that its business strategy will be successful.

- 2. We are dependent on our management team for success whose loss could seriously impair the ability to continue to manage and expand business efficiently.***

Our success largely depends on the continued services and performance of our management and other key personnel. The loss of service of the Promoters and other senior management could seriously impair the ability to continue to manage and expand the business efficiently. Further, the loss of any of the senior management or other key personnel may adversely affect the operations, finances and profitability of our Company. Any failure or inability of our Company to efficiently retain and manage its human resources would adversely affect our ability to implement new projects and expand our business.

- 3. Failure on our part to meet clients' expectations could impact our business operations.***

Our business depends on consumers' preferences which cannot be predicted with certainty and are subject to rapid change. We feel that if we fail to understand and in turn respond in a timely and appropriate manner to changing consumer demand with quality services, may result in decline in sales. In addition, any new services that we introduce in future may not be successfully received by consumers. Any failure on our part to successfully meet consumer demand or preference may negatively affect our business, financial condition and results of operations.

- 4. Lack of active trading market for our company's Equity Shares.***

Till date there has been no public market for our Equity Shares. We propose to list our Equity Shares on Institutional Trading Platform (ITP) of NSE SME. We cannot assure that pursuant to listing on ITP, active trading market of our Equity Shares would develop as trading on ITP is restricted. Further, the securities listed on ITP will be mandatorily exited within 18 months of triggering various events such as completion of ten years on listing of ITP or attaining paid-up capital of Rs. 25 Crores or attaining revenue of Rs. 300 Crores or attaining market capitalization of Rs. 500 Crores. Accordingly, there will be no active trading market for our Equity Shares after the listing.

5. *Our growth strategy to start our business into various geographic areas exposes us to certain risks.*


Our company intends to establish its presence geographically. Pursuant to such a growth strategy it may expose us to risks which may arise due to lack of familiarity with the development, ownership and management of our processing facilities in these regions. If we are not able to manage the risk of such expansion it would have a material adverse effect on our operations.

6. *Our Company may be subject to damages and other costs due to defects in the services to be supplied and delays in execution of the contracts.*

We will be exposed to claims for defects in the services to be provided under some of the contracts that will be entered into with the prospective customers. In defending any such claim, our Company may incur substantial costs and receive adverse publicity. Management resources may be diverted away from our business towards defending such claims. Although, we will try to ensure that all our deliveries are made on schedule, we cannot rule out the possibility of a delay, due to circumstances, such as non-availability of materials/ components. As a result of this, our Company's revenues and operations may be adversely affected.

7. *Developments in the competitive environment in the advertising and marketing industry could have an adverse effect on the Company's competitive position and hence its business, financial condition, results of operations or prospects.*

The Company believes that the key competitive factors affecting its business include quality of services to be provided, pricing power with large clients, access to outside funds, the degree of regulation and access to low-cost resources required for the successful execution of the contracts. The Company cannot assure prospective investors that it will be able to compete effectively against its current or emerging competitors with respect to each of these key competitive factors.

8. *Our logo  is in the process of getting registered. If we fail to obtain trademark registration our brand building efforts may be hampered which might lead to an adverse effect on our business.*

Our Company has made an application for registration of our Logo/trademark on March 25, 2015 under the Trademarks Act, 1999 and is in the process of getting the same registered. In case registration of trademark is not granted by the trademark authorities we may not be able to successfully enforce or protect our intellectual property rights and obtain statutory protections available under the Trademarks Act, 1999, as otherwise available for registered trademarks. This could have a material adverse effect on our business, which in turn could adversely affect our results of operations.

9. *Our inability to effectively implement our growth strategies or manage our growth could have a material adverse effect on our business, results of operations and financial condition.*

Our growth strategy is subject to and involves risks and difficulties, many of which are beyond our control and, accordingly, there can be no assurance that we will be able to implement our strategy or growth plans, or complete them within the budgeted cost and timelines. Any inability on our part to manage our growth or implement our strategy effectively could have a material adverse effect on our business, results of operations and financial condition. Further, we operate in a highly dynamic industry, and on account of changes in market conditions, industry dynamics, technological improvements or changes and any other relevant factors, our growth strategy and plans may undergo changes or modifications, and such changes or modifications may be substantial, and may even include limiting or foregoing growth opportunities if the situation so demands.

10. *We could be harmed by employee misconduct or errors that are difficult to detect and any such incidences could adversely affect our financial condition, results of operations and reputation.*

Employee misconduct or errors could expose us to business risks or losses, including regulatory sanctions and serious harm to our reputation. There can be no assurance that we will be able to detect or deter such misconduct. Moreover, the precautions we take to prevent and detect such activity may not be effective in all cases. Our employees and agents may also commit errors that could subject us to claims and proceedings for alleged negligence, as well as regulatory actions on account of which our business, financial condition, results of operations and goodwill could be adversely affected.

11. *Our ability to pay dividends will depend upon future earnings, financial condition, cash flows, working capital requirements, capital expenditures and other factors.*

Till date our Company has not paid any dividend. The amount of our future dividend payments, if any, will depend upon various factors such as our future earnings, financial condition, cash flows, working capital requirements, capital expenditures and other factors. There can be no assurance that we shall have distributable funds or that we will declare dividends in the future. Additionally, the terms of any financing we obtain in the future, may contain restrictive covenants which may also affect some of the rights of our shareholders, including the payment of the dividend.

12. *Our revenues and expenses are difficult to predict and can vary significantly from period to period, which could cause our share price to decline.*

The economic environment, pricing pressure and decreased employee utilization rates could negatively impact our revenues and operating results. In the event that the Government of India or the government of another country changes its tax policies in a manner that is adverse to us, our tax expense may materially increase, reducing our profitability.

13. *In the Register of Charges of our Group company, Millennium Source (Gujarat) Private Limited there exists a charge amounting to Rs. 1,83,000 in favour of The Kalupur Commercial Co-operative Bank Limited.*

Millennium Source (Gujarat) Private Limited is a dormant company. A charge amounting to Rs. 1,83,000 Only, dated 13th June, 2005, was created in favour of The Kalupur Commercial Co-operative Bank Limited, Kalupur Bank Bhavan, Income Tax Circle, Ashram Road, Ahmedabad, Gujarat - 300014. The charge still persists in the Register of Charges on the website of MCA. The Company has already repaid the loan but charge has not been satisfied with the Bank.

14. *We do not own our Registered Office from which we operate and the same is on rental basis.*

We do not own our Registered Office from which we operate and the same is on rental basis. Our registered office which is situated at A-402/403, Shapath Hexa, Opp. Highcourt of Gujarat, Near Kargil Petrol Pump, S. G. Highway, Ahmedabad – 380060 is not owned by us. Mr. Jyotindrabhai Jethalal Patel, vide Rent Agreement dated August 13, 2013 has provided the said office premises to be used as registered office of our Company. We cannot assure you that we will own, or have the right to occupy, this premises in future, or that we will be able to continue with the uninterrupted use of this premise, which may impair our operations and adversely affect our financial condition. For details on properties taken on lease/rent by us please refer to the heading titled “Description of Property” in chapter titled “Our Business” beginning on page 50 of this Draft Prospectus.

15. Registration of Sale Deed with respect to the property owned by the company is pending.

The Sale Deed executed on February 15, 2014 for the purchase of property located at C/201, Amrapali Appartment, Opp Jain Derasar, Ankur Road, Naranpura, Ahmedabad-380013, Gujarat from Mr. Rushikesh Naranbhai Bhavsar and Mrs. Kantaben Naranbhai Bhavsar, has not been registered yet.

External Risk Factors

1. Our Company's growth depends on domestic and regional economic growth.

Our business is dependent on the level of domestic, regional and global economic growth, international trade and consumer spending. The rate of growth of India's economy in India may fluctuate over the years. During periods of strong economic growth, demand for such services may grow at a rate equal to, or even greater than, that of the GDP. Conversely, during periods of slow GDP growth, such demand may exhibit slow or even negative growth. Global economic developments have adversely affected the Indian economy. There can be no assurance that future fluctuations in economic or business cycles, or other events that could influence GDP growth, will not have a material adverse effect on our business, cash flows and results of operations.

2. Global economic, political and social conditions may harm our ability to do business, increase our costs and negatively affect our operations.

Global economic and political factors that are beyond our control, influence forecasts and directly affect performance. These factors include interest rates, rates of economic growth, fiscal and monetary policies of governments, inflation, deflation, foreign exchange fluctuations, consumer credit availability, consumer debt levels, unemployment trends, terrorist threats and activities, worldwide military and domestic disturbances and conflicts, and other matters that influence consumer confidence, spending and tourism. Increasing volatility in financial markets may cause these factors to change with a greater degree of frequency and magnitude.

3. Terrorist attacks, civil unrest and other acts of violence or war involving India and other countries could adversely affect financial markets and our business.

Shares trade and also adversely affect the worldwide financial markets. These acts may also result in a loss of business confidence, making travel and other services more difficult and ultimately adversely affecting our business. India has also witnessed civil disturbances in recent years and it is possible that future civil unrest as well as other adverse social, economic and political events in India could have a negative impact on our business. Such incidents could also create a greater perception that investment in Indian companies involves a higher degree of risk and could have an adverse impact on our business and the price of our Equity Shares. Other acts of violence or war outside India, including those involving the United States, the United Kingdom or other countries, may adversely affect worldwide financial markets and could adversely affect the world economic environment, which could adversely affect our business, results of operations, financial condition and cash flows, and more generally, any of these events could lower confidence in India. South Asia has, from time to time, experienced instances of civil unrest and hostilities among other neighbouring countries.

4. Natural calamities and changing weather conditions caused as a result of global warming could have a negative impact on the Indian economy and consequently impact our business and profitability.

Natural calamities such as draughts, floods, and earthquakes could have a negative impact on the Indian economy and may cause suspension, delays or damage to our current projects and operations, which may adversely impact our business and our operating results. India's being a monsoon driven economy, climate change caused due to global warming bringing deficient / untimely monsoons could impact Government policy which in turn would adversely affect our business.

5. Any downgrading of India's debt rating by a domestic or international rating agency could negatively impact our business.

Any adverse revisions to India's credit ratings for domestic and international debt by domestic or international rating agencies may adversely impact our ability to raise additional financing, and the interest rates and other commercial terms at which such additional financing is available. This could have an adverse effect on our financial results and business prospects, ability to obtain financing for capital expenditures and the price of our Equity Shares.

6. Active trading markets for our Equity Shares may not develop

We propose to list our Equity Shares on Equity Shares on Institution Trading Platform (ITP) of NSE Emerge. There will be no active trading market of our Equity Shares or for securities convertible into Equity Shares. Trading on ITP is subject to certain restrictions viz minimum trading lot on institutional trading platform is Rs. 10 Lacs. Further the securities listed on ITP will be mandatorily exited on triggering of various events such as completion of ten years on listing of ITP or attaining paid up capital of Rs. 25 Crores or attaining revenue of Rs. 300 Crores or attaining market capitalization of Rs. 500 Crores.

7. The new Companies Act, 2013 is in the process of being implemented and any developments in the near future may be material with respect to the disclosures to be made in this Draft Information Document.

The Companies Act, 2013 has been notified in the Official Gazette on 30th August, 2013. Section 1 of the said Act was notified on August 30, 2013, while 98 more sections were notified as on September 12, 2013, section 135 and rules thereunder on February 27, 2014. The Ministry of Company Affairs has further notified 183 sections of the Act and Rules thereunder to be made effective from April 01, 2014. Though we have incorporated the relevant details pertaining to the new Companies Act, 2013 (to the extent notified) in this Draft Information Document, any further notifications by the MCA after our filing of this Draft Information Document may be material with respect to the disclosures to be made in the Draft Information Document as well as other rules and formalities for completing the Issue. The Companies Act, 2013 is in a phased manner replacing the Companies Act, 1956, with majority of the act already in force. The Companies Act, 2013 provides for, among other things, changes to the regulatory framework governing the issue of capital by companies, corporate governance, audit procedures, corporate social responsibility, the requirements for independent directors, director's liability, class action suits, and the inclusion of women directors on the boards of companies. The Companies Act, 2013 is complemented by a set of rules that sets out the procedure for compliance with the substantive provisions of the Companies Act, 2013.

SECTION III: SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

1. Information with respect to the shareholding of a Beneficial Owner

The following table sets forth certain information concerning the beneficial ownership of our shares by each person known by us to be the beneficial owner (in case different from registered owner) of the issued and subscribed capital.

Sr. No	Class/ type of securities	Name and address of beneficial owner	Amount and nature of beneficial ownership	Percent
	Equity Shares	Nil	Nil	Nil

2. Information with respect to the shareholding of Management

The following table details the shareholding of the Directors in their personal capacity and either as sole or first holder, as on the date of this Draft Information Document.

Name of Director	No. of Shares held
Mr. Rushikesh Naranbhai Bhavsar	1,68,450
Mrs. Radhikaben Rushikesh Bhavsar	1,12,500
Mr. Naranbhai Mansukhram Bhavsar	93,750

SHAREHOLDERS AGREEMENTS

Our Company has not entered into any shareholders agreement except a Share Subscription Agreement with **Wealth First Portfolio Managers Private Limited** (as a member of M/s Sarthi Angels Venture Foundation) for 50,000 Equity Shares aggregating to Rs. 50,00,000 dated March 28, 2015 as on the date of this Draft Information Document.

Following is a summary of the key details pertaining to the Share Subscription Agreement:

(1) The Investor, relying upon the representations, warranties, covenants and indemnities provided by the Company under the Transaction Documents and subject to the terms and conditions of this Agreement including fulfillment of the Conditions Precedent, and further based on mutual consultation have agreed to invest an aggregate amount of upto 50,00,000 in the following manner:

On the Completion Date, an amount of Rs. 50,00,000 (Rupees Fifty Lacs only) ("**Investment Amount**") by way of subscription to 50,000 (Fifty Thousand) Equity Shares ("**Subscription Shares**") at a price of Rs 100/- (Rupees Hundred only) per Equity Share aggregating to an amount of Rs. 50,00,000 (Rupees Fifty Lacs only) such that upon acquisition of Subscription Shares, the Investor shall hold 25.00% of the total Paid-Up Share Capital of the Company; and.

(2) The Subscription Shares shall be fully paid-up and shall be free from all Encumbrances and shall at all times rank pari passu with all outstanding, issued and paid-up Equity Shares in relation to all stock activities including voting rights, rights issuance, bonus issues, dividends or any corporate actions.

(4) It is hereby agreed and understood between the Parties hereto that the Company shall utilise the Investment Amount only for the purposes for expenditure to be incurred on the capital expenditure or for the working capital

requirements of the company. Any further utilization of the Investment Amount shall be subject to the approval of the Board with an affirmative vote of the Investor.

(5) The Investor shall not be required to pledge its shareholding in the Company as and by way of security for any loans or Indebtedness of the Company or provide any guarantee or any other support to any third party, including but without limitation to the lenders of the Company. It is hereby clarified that none of the Investor Shares or any proportionate shareholding of the Investor in Subsidiaries shall be pledged and/or encumbered without the prior written consent of the Investor.

(6) At Completion, the Parties shall ensure the following:

(a) The Investor shall pay the Subscription Consideration through normal banking channels or through a telegraphic transfer to the Company Bank Account;

(b) The Board shall, in accordance with the terms of this Agreement and the Articles, issue a allotment letter to the Investor with respect to for the Subscription Shares subscribed by the Investor;

(c) The Company and the Investor shall take all such actions as are necessary and required to effectively effect Completion in accordance with the letter and spirit of this Agreement;

(d) The Company shall hold a Board and a Shareholders meeting in order to give effect to the following:

(i) Recording the execution of this Agreement and ratifying the transactions contemplated in (including the terms and conditions of) this Agreement;

(ii) Recording the receipt of the Subscription Consideration into the Company Bank Account;

(iii) Issuing and allotting the Subscription Shares to the Investor;

(iv) Authorizing the issuance of duly stamped share certificates or through electronically through their RTA and the letter of allotment in relation to the Subscription Shares to the Investor;

(v) Authorizing the entering in the register of shareholders maintained under Section 88 of the Companies Act, the name of the Investor as the beneficial holder of the Subscription Shares;

(vi) Authorizing the making of appropriate entries in the the register of allotments maintained by the Company, in relation to the issue and allotment of the Subscription Shares to the Investor respectively;

(vii) Authorizing the making of appropriate entries in relation to the issue and allotment of the Subscription Shares in the register of allotments maintained by the Company; and

(viii) Approving and adopting the Business Plan in an Agreed form.

(e) The Company shall deliver to the Investor, the share certificates or shares electronically in the investor's DP account in relation to the Subscription Shares;

(f) The Company shall deliver to the Investor a certified true copy of the updated register of members, register of allotment and the register of transfers maintained by the Company evidencing the name of the Investor as the legal and beneficial owner of the Subscription Shares.

(g) The Company shall deliver to the Investor a certified true copy of the updated register of directors maintained by the Company evidencing the name of the directors nominated by the Investor as the duly appointed non retiring Director on the Board;

- (h) The Company shall provide to the Investor, a certificate from its auditor certifying that the issue of the Subscription of Shares to the Investor is in accordance with applicable Law;
- (i) As at Completion, the Company shall execute an undertaking to the Investor stating that the representation and Warranties contained in this Agreement are true and accurate as of the Completion Date.
- (7) The obligations of each of the parties in this Clause 7.2 are interdependent and shall be deemed to have occurred simultaneously. Completion shall not occur unless all of the obligations contained in this Clause 7.2 are complied with and are fully effective.
- (8) This Agreement may be terminated prior to Completion:
- (a) Based on the mutual agreement of Parties; or
 - (b) By the Investor on occurrence of an event resulting in a Material Adverse Effect in terms of Clause 5.1(e);
or
 - (c) By the Investor in the event that the Conditions Precedent set forth in Clause 5.1 of this Agreement are not fulfilled, unless extended by the Investor in accordance with Clause 5.2.
- (9) In the event that this Agreement is terminated under Clause 12.2 above, no Party hereto shall be entitled to make any claim against any other Party, save and except in respect of any prior breach of this Agreement. Provided, that the provisions of Clause 12 (*Indemnification*), Clause 14.1 (*Notices*), Clause 14.12 (*Dispute Resolution*) and Clause 14.13 (*Governing Law*) shall survive the termination of this Agreement pursuant to this Clause.
- (10) Any termination of this Agreement shall be without prejudice to any rights and obligations of the Parties accrued or incurred prior to the date of such termination, which shall survive the termination of this Agreement.

SECTION IV: OUR MANAGEMENT

BOARD OF DIRECTORS

Under our Articles of Association, our Company is required to have not less than three directors and not more than twelve directors. Our Company currently has Six Directors out of which three are Independent Directors. We confirm that the composition of our Board of Directors complies with Clause 42 of the ITP Listing Agreement of NSE EMERGE.

The following table sets forth the details regarding our Board of Directors as on the date of filing this Draft Information Document:

Name, Father's Name, Address, Occupation, Nationality, Date of Appointment, Tenure & DIN	Designation	Other Directorships
<p>1. Mr. Rushikesh Naranbhai Bhavsar Fathers Name : Naranbhai Bhavsar Address: C/201, Amrapali Appartment, Opp Jain Derasar, Ankur Road, Naranpura, Ahmedabad-380013, Gujarat Age: 37 Years Occupation: Business Nationality: Indian DIN: 03393555 Date of Appointment: October 17, 2011* Tenure: 5 years <i>*Appointed as Managing Director on March 24, 2015</i></p>	<p>Managing Director</p>	<p>Millennium Source (Gujarat) Private Limited</p>
<p>2. Mrs. Radhikaben Bhavsar Fathers Name : Govindlal Mehta Address: C-201, Amrapali Appartment, Opp Jain Derasar, Ankur Char Rasta, Ahmedabad – 380013, Gujarat Age: 36 Years Occupation: Business Nationality: Indian DIN: 03605157 Date of Appointment: October 17, 2011 Tenure: Liable to retire by rotation</p>	<p>Executive Director</p>	<p>Nil</p>
<p>3. Mr. Naranbhai Mansukhram Bhavsar Fathers Name : Mansukhram Bhavsar Address: C/201, Amrapali Appartment, Opp Jain Derasar, Ankur Road, Ahmedabad – 380013, Gujarat</p>	<p>Executive Director</p>	<p>Millennium Source (Gujarat) Private Limited</p>

<p>Age: 81 Years Occupation: Business Nationality: Indian DIN: 03605149 Date of Appointment: October 17, 2011 Tenure: Liable to retire by rotation</p>		
<p>4. Mr. Rajeshkumar Narendrakumar Patel Fathers Name : Narendrakumar Bhaktibhai Patel Address: 3, Manan Society, Part 1, Ramji Mandir Road, Ranip, Ahmedabad - 382480, Gujarat Age: 24 Years Occupation: Business Nationality: Indian DIN: 07133723 Date of Appointment: March 24, 2015 Tenure: 5 Years</p>	<p>Non – Executive and Independent Director</p>	
<p>5. Mr. Vimal Bipinbhai Patel Fathers Name : Bipinbhai Manibhai Patel Address: 145, Narmad Nagar Society, Part -1, Nr. Pragat Laxmi, Society, Ranip, Ahmedabad- 382480, Gujarat Age: 21 Years Occupation: Business Nationality: Indian DIN: 07133740 Date of Appointment: March 24, 2015 Tenure: 5 Years</p>	<p>Non – Executive and Independent Director</p>	
<p>6. Mr. Tejas Kanaiyalal Patel Fathers Name : Kanaiyalal Hiralal Patel Address: C-80, Jaybhanu Society Ghatlodia, Ahmedabad-380061, Gujarat Age: 33 Years Occupation: Business Nationality: Indian DIN: 06866754 Date of Appointment: March 24, 2015 Tenure: 5 Years</p>	<p>Non – Executive and Independent Director</p>	

DETAILS OF DIRECTORS:



Mr. Rushikesh Naranbhai Bhavsar is the Promoter and Managing Director of our Company. He comes from a business family with humble background. Soon after completing his 12th standard he joined diploma in RDBMS Technology at Datapro Infosystems Ltd. and started his own business on 13 September 1997 by name of 'Millennium Source'. He pioneered web solutions in Gujarat and provided varied it services along with software and web development services. He catered his services to about 400 clients to their 1700+ projects from 1997 to 2009. He also worked as sole development partner to Satyam for four consecutive years. In 2010 he launched this unique business promotion concept 'Made in Gujarat on 1st May, 2010, Swarnim Jayanti of Gujarat. Made in Gujarat is a full service provider concept with bouquet of 14 services to promote a enterprise globally and generate international business. In journey of almost 5 years the concept have catered to 500+ clients from various business segments, organized 6 international trade shows, participated in 3 vibrant gujarat summits consecutively, participated in 7 international trade shows, have organized 11 seminars to create the awareness about this concept and worked at grass root level of industries to create awareness about branding and generating international business.

19 years of hardcore techno-commercial experience in IT, software, marketing, international business and market research has resulted in MIG Media Neurons Ltd. A company which is working at unmatched speed and growing at fast pace to create a name for itself and its own home state Gujarat.



Ms. Radhikaben Rushikesh Bhavsar is the Executive Director of our Company. She has completed her BA in 1999 and MA in English in 2002. She has also done B,Ed in English in 2014. She has 4 years of experience in teaching field at primary level. She has flair of training and loves to work with kids to enhance their skills. She possesses knowledge of computers, administration and is looking after recruitment procedure in the company MIG Media Neurons Limited.



Mr. Naranbhai Mansukhram Bhavsar is the Executive Director of our Company. He has 60 years of experience in hardcore business in varied industries. He has worked as reseller for Reliance Industries Ltd. for their textile division. He has also handled business in fields of tobacco, textile, plastics and have provided administration support in the company. His experience adds tremendous value to the business of the Company.



Mr. Rajeshkumar Narendrakumar Patel is the Non-Executive and Independent Director of our Company. He hails from a business family. After completing school, he went for CPL studies to Philippines and thereafter he joined his father's business. He is involved in construction business for past 5 years.



Mr. Vimal Bipinbhai Patel is the Non-Executive and Independent Director of our Company. He has recently completed Bachelor of Engineering.



Mr. Tejas Kanaiyalal Patel is the Non-Executive and Independent Director of our Company. After completing Diploma in IT. He worked for many projects on Software and Web Development. He has worked on 200+ web based application projects and had successfully implemented IT in commercial market place. He possesses 16 years of experience in IT, Web Design and Software Development.

NATURE OF FAMILY RELATIONSHIP AMONG DIRECTORS

Mr. Rushikesh Bhavsar is son of Mr. Naranbhai Mansukhram Bhavsar and husband of Mrs. Radhikaben Naranbhai Bhavsar.

SERVICE AGREEMENT WITH MANAGING DIRECTOR AND THE REMUNERATION OF MANAGING DIRECTOR

Mr. Rushikesh Naranbhai Bhavsar has been appointed as Managing Director w.e.f. 24th March, 2015 for a period of 5 (Five) years, the details of terms and conditions are as follows:

Particulars	Terms
Name	Rushikesh Naranbhai Bhavsar
Designation	Managing Director
Date of Appointment	24 th March, 2015
Salary & Perquisites	Rs. 50,000 per month

Other Terms and Conditions:	As per the agreement entered between the company and Managing Director dated March 27, 2015
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NON- EXECUTIVE DIRECTORS

Currently, non-executive Directors are not being paid sitting fees or any other kind of remuneration. However the sitting fees may be paid as may be determined by the Board of Directors from time to time.

CORPORATE GOVERNANCE

Our Company stands committed to good corporate governance practices based on the principles such as accountability, transparency in dealings with our stakeholders, emphasis on communication and transparent reporting. We have complied with the requirements of the applicable regulations, including the Listing Agreement to be executed with the Stock Exchange and the SEBI Regulations, in respect of corporate governance including constitution of the Board and Committees thereof. The corporate governance framework is based on an effective independent Board, separation of the Board's supervisory role from the executive management team and constitution of the Board Committees, as required under law.

We have a Board constituted in compliance with the Companies Act and the Listing Agreement in accordance with best practices in corporate governance. The Board functions either as a full Board or through various committees constituted to oversee specific operational areas. Our executive management provides the Board detailed reports on its performance periodically. Currently our Board has four Directors. The constitution of our Board is in compliance with the requirement of Clause 42 of the Listing Agreement.

The following committees have been formed in compliance with the corporate governance norms:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Shareholders Grievance Committee

Details of the various committees are as follows:

1. Audit Committee

Our Company has constituted an audit committee ("Audit Committee"), as per the provisions of Clause 42 of the Listing Agreement to be entered with Stock Exchange, vide resolution passed in the meeting of the Board of Directors held on March 30, 2015.

The terms of reference of the Audit Committee complies with the requirements of Clause 42 of the Listing Agreement, proposed to be entered with the Stock Exchange in due course. The Committee presently comprises of three directors. Mr. Rajeshkumar Narendrakumar Patel is the Chairman of the Audit Committee and the company secretary shall act as the secretary to the Audit Committee.

Composition of Audit Committee:

Name of the Member	Designation	Nature of Directorship
Mr. Rajeshkumar Narendrakumar Patel	Chairman	Non- Executive and Independent Director
Mr. Vimal Bipinbhai Patel	Member	Non- Executive and Independent Director
Mr. Rushikesh Naranbhai Bhavsar	Member	Executive Director

Role of Audit Committee:

The terms of reference of our Audit Committee are includes the following:

- Recommendation for appointment, remuneration and terms of appointment of internal and statutory auditors of the Company;
- To investigate any activity within the terms of reference
- To seek information from employee
- To obtain outside legal or other professional advice
- Review and monitor the auditor's independence and performance , and effectiveness of audit process;
- Examination of the financial statement and the auditor's report
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter- corporate loans and investments;
- Valuation of undertakings or assets of the Company
- Evaluation of internal financial controls and risk management systems;
- Monitoring the end use of funds raised through public offers and related matters;

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

2. Nomination and Remuneration Committee

Our Company has constituted a Nomination and Remuneration committee ("Nomination and Remuneration Committee"), as per the provisions of Clause 42 of the Listing Agreement to be entered with Stock Exchange, vide resolution passed in the meeting of the Board of Directors held on March 30, 2015.

The present Remuneration Committee consists of the following Directors:

Name of the Member	Designation	Nature of Directorship
Mr. Tejas Kanaiyalal Patel	Chairman	Non- Executive and Independent Director
Mr. Rajeshkumar Narendrakumar Patel	Member	Non- Executive and Independent Director
Mr. Vimal Bipinbhai Patel	Member	Non- Executive and Independent Director

The terms of reference of Nomination and Remuneration Committee

- The Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommended to the Board their appointment and removal and shall carry out evaluation of every director's performance.
- The Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

3. Shareholders Grievance Committee

Our Company has constituted a Shareholders Grievance Committee ("Shareholders/Investors Grievance Committee") as per the provisions of Clause 42 of the Listing Agreement to be entered with Stock Exchange, vide resolution passed in the meeting of the Board of Directors held on March 30, 2015. The composition of the committee is as under:

Name of the Member	Designation	Nature of Directorship
Mr. Vimal Bipinbhai Patel	Chairman	Non- Executive and Independent Director
Mr. Rajeshkumar Narendrakumar Patel	Member	Non- Executive and Independent Director
Mr. Naranbhai Mansukhram Bhavsar	Member	Managing Director

The terms of reference of the Investors' Grievance Committee shall be as follows:

- Efficient transfer of shares; including review of cases for refusal of transfer / transmission of shares ;
- Redressal of shareholder and investor complaints in relation to transfer of shares, allotment of shares, non-receipt of refund orders, right entitlement, non-receipt of Annual Reports and other entitlements; non-receipt of declared dividends etc;
- Monitoring transfers, transmissions, demat, rematerialisation, splitting, duplicate issue and consolidation of shares or other securities issued by our Company;
- Reference to statutory and regulatory authorities regarding investor grievances;
- Ensure proper and timely attendance and redressal of investor queries and grievances.
- Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.

Ms. Ekta Harshukhbhai Bhimani, Company Secretary of the Company shall act as the Secretary of all the Committees.

SHAREHOLDING DETAILS OF THE DIRECTORS IN OUR COMPANY

As per Articles of Association of our Company, a director is not required to hold any qualification shares. The following table sets forth the shareholding of our directors:

S. No.	Name of Director	No. of Equity shares held
1.	Mr. Rushikesh Naranbhai Bhavsar	1,68,450
2.	Mrs. Radhikaben Rushikesh Bhavsar	1,12,500
3.	Mr. Naranbhai Mansukhram Bhavsar	93,750
	Total	3,74,700

CHANGES IN DIRECTORS DURING THE LAST THREE (3) YEARS

S. No.	Name of Director	Date of Appointment	Date of Cessation	Reasons, if any
1.	Rushikesh Naranbhai Bhavsar	March 24, 2015	-	Appointment as Managing Director
2.	Mr. Rajeshkumar Narendrakumar Patel	March 24, 2015	-	Appointed as Non-Executive and Independent Director
3.	Mr. Vimal Bipinbhai Patel	March 24, 2015	-	Appointed as Non-Executive and Independent Director
4.	Mr. Tejas Kanaiyalal Patel	March 24, 2015	-	Appointed as Non-Executive and Independent Director

CHANGE IN AUDITORS


There is no change in Auditors since incorporation of our Company.

SECTION V: OUR PROMOTERS

Mr. Rushikesh Naranbhai Bhavsar is the Promoter of our Company:

DETAILS OF OUR PROMOTER ARE AS UNDER:

Mr. Rushikesh Naranbhai Bhavsar

	Particulars	Details
	Age	37 Years
	Permanent Account Number	ADEPB0725C
	Voter Id	CLJ4155024
	Address	C/201, Amrapali Apartment, Opp Jain Derasar, Ankur Road, Naranpura, Ahmedabad-380013, Gujarat
	Other Ventures promoted by him	<ol style="list-style-type: none"> 1. Millennium Source (Gujarat) Private Limited 2. Media Neurons 3. Mig Media Neurons Inc., USA
Bank Details	The Kalupur Commercial Co-operative Bank Limited Branch Address – Ankur Commercial Center, Near Ankur Bus Stand, Naranpura, Ahmedabad - 380013 A/c No. – 01110107188	

OTHER VENTURES OF OUR PROMOTER

a) Millennium Source (Gujarat) Private Limited

Corporate Information

Millennium Source (Gujarat) Private Limited was incorporated on December 01, 2000 under the provisions of Companies Act, 1956. The Corporate Identification Number of the Company is U72100GJ2000PTC039000. The Registered Office of the Company is situated at C-201, Amrapali Apartment Ankoor Cross Road Naranpura Ahmedabad – 380013 Gujarat. The Company is a Dormant Company and has not been doing any business since past many years. No financial records are available.

Particulars	
Permanent Account Number	AADCM3816A
CIN	U72100GJ2000PTC039000

Board of Directors:

The Directors of the company as on the date of this Information Document are as follows:

Particulars	% of Equity Shares
Rushikesh Naranbhai Bhavsar	50
Naranbhai Mansukhram Bhavsar	50
Total	100

b) Media Neurons

Media Neurons is a Sole Proprietorship Firm registered as commercial Establishment with Registration No. PII/NRN/01/0000266. It is in the business of resale of Computer Software. The Postal Address of the Establishment is C-201, Amrapali Appt., Opp. Jain Derasar, Ankur Road, naranpura, Ahmedabad.

c) Mig Media Neurons Inc.

Mig Media Neurons Inc. is a corporation registered in the State of Delaware located at One Commerce Center, 1201 Orange Street. #600, in the city of Wilmington Country of New Castle Zip Code 19899. Vide Certificate of Incorporation dated 19th August, 2014. The amount of total stock this corporation is authorized to issue is 5000 shares (number of authorized shares) with a par value of \$0.01 per share. The EIN assigned is 47-1656033.

SECTION VI - RELATED PARTY TRANSACTIONS

There are no transactions with related parties as identified by the management in accordance with Accounting Standard 18 “Related party disclosures” issued by The Institute of Chartered Accountants of India.

SECTION VII: LEGAL PROCEEDINGS

Except as stated herein, there are no outstanding or pending litigation, suits, civil prosecution, criminal proceedings or tax liabilities against our Company, our Directors, our Promoters and Group Companies and there are no defaults, non-payment of statutory dues, over dues to banks and financial institutions, defaults against bank and financial institutions and there are no outstanding debentures, bonds, fixed deposits or preference shares issued by our Company; no default in creation of full security as per the terms of the issue, no proceedings initiated for economic or other offences (including past cases where penalties may or may not have been awarded and irrespective of whether they are specified under paragraph (I) of Part I of Schedule XIII of the Companies Act, 1956), and no disciplinary action has been taken by SEBI or any stock exchanges against our Promoters, our Directors or Group Companies.

I. CASES FILED BY OUR COMPANY

Civil Cases

There are no civil proceedings filed by our Company.

Criminal Cases

There are no criminal proceedings filed by our Company.

II. CASES FILED AGAINST OUR COMPANY

Civil proceedings

There are no civil proceedings filed against our Company.

Criminal Proceedings

There are no criminal proceedings filed against our Company.

III. CASES FILED BY OUR SUBSIDIARY COMPANIES*

Civil proceedings

NIL

Criminal Proceedings

NIL

IV. CASES FILED AGAINST OUR SUBSIDIARY COMPANIES*

Civil proceedings

NIL

Criminal Proceedings

NIL

V. INDIRECT TAX PROCEEDINGS INVOLVING OUR COMPANY

NIL

*The Company does not have any subsidiary companies.

SECTION VIII – DECLARATION

We, the Directors, hereby certify and declare that, all relevant provisions of the Companies Act, 1956, notified sections of Companies Act, 2013 and the guidelines issued by the Government of India or the regulations / guidelines issued by Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Draft Information Document is contrary to the provisions of the Companies Act, 1956, notified sections of Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made there under or regulations / guidelines issued, as the case may be. We further certify that all the disclosures and statements made in the Draft Information Document are true and correct.

SIGNED BY ALL THE DIRECTORS

Name	DIN	Designation	Signature
Mr. Rushikesh Narabhai Bhavsar	03393555	Chairman and Managing Director	
Mrs. Radhikaben Rushikesh Bhavsar	03605157	Executive Director	
Mr. Naranbhai Mansukhram Bhavsar	03605149	Executive Director	
Mr. Rajeshkumar Narendrakumar Patel	07133723	Non- Executive and Independent Director	
Mr. Vimal Bipinkumar Patel	07133740	Non- Executive and Independent Director	
Mr. Tejas Kanaiyalal Patel	06866754	Non- Executive and Independent Director	

SIGNED BY THE CHIEF FINANCIAL OFFICER

Mr. Harshad A Patel

SIGNED BY THE COMPANY SECRETARY & COMPLIANCE OFFICER

Date: April 20, 2015

Place: Ahmedabad