

This is an abridged prospectus containing salient features of the Prospectus.

You are encouraged to read greater details available in the Prospectus.

**THE DOCUMENT CONSISTS OF FOUR PAGES OF APPLICATION FORM ALONG WITH INSTRUCTIONS AND SIX PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.**

You may obtain a physical copy of the Application form and the Prospectus from Stock Exchange, Registrar to the Issue, Share Transfer Agents, Depository Participants, Stock Brokers, Underwriters, Bankers to the Issue, Investors' Associations or Self Certified Syndicate Banks. You may also download the Prospectus from the websites of SEBI, Stock Exchange and Lead Managers; that is [www.sebi.gov.in](http://www.sebi.gov.in); [www.nseindia.com](http://www.nseindia.com) and [www.shreni.in](http://www.shreni.in).



## BODHI TREE MULTIMEDIA LIMITED

**Corporate Identification Number:** U22211MH2013PLC245208

**Registered and Corporate Office:** 507, Reliable Business Centre, Jogeshwari (West), Mumbai - 400102, Maharashtra, India.

**Contact Person:** Mr. Ravi Bhavanishankar Bhatt, Chief Financial Officer, Telephone -+91-22-40101293

**Website:** [www.bodhitreemultimedia.com](http://www.bodhitreemultimedia.com); **E-mail:** [info@bodhitreemultimedia.com](mailto:info@bodhitreemultimedia.com)

### PROMOTER OF OUR COMPANY

**PROMOTERS OF OUR COMPANY: MR. MAUTIK AJIT TOLIA AND MR. SUKESH DEV DAS MOTWANI**

### ISSUE DETAILS, LISTING AND PROCEDURE

**INITIAL PUBLIC ISSUE OF 3,90,000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH (THE "EQUITY SHARES") OF BODHI TREE MULTIMEDIA LIMITED ("OUR COMPANY" OR "BTML" OR "THE ISSUER") FOR CASH AT A PRICE OF RS. 95 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF RS. 85 PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING TO RS. 370.50 LAKHS ("THE ISSUE") OF WHICH 20,400 EQUITY SHARES AGGREGATING TO RS. 19.38 LAKHS IS RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 3,69,600 EQUITY SHARES OF FACE VALUE OF RS. 10 EACH AT AN ISSUE PRICE OF RS. 95 PER EQUITY SHARE AGGREGATING TO RS. 351.12 LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 31.20% AND 29.57%, RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.**

**These Equity Shares are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited.**

This IPO being Fixed Price Issue, the price per Equity Share is been fixed at Rs. 95 per Equity Share of face value of Rs. 10 each and the minimum application size is 1,200 Equity Shares and in multiple of 1,200 Equity Shares thereafter and for which Pre - Issue advertisement shall be published in all editions of The Financial Express (a widely circulated English national newspaper) and all editions of Jansatta (Hindi) (a widely circulated Hindi national newspaper) and in Mumbai edition of Mumbai Lakshdeep (a widely circulated Marathi newspaper). For details about the "Basis for Issue Price", please refer on page 60 of the Prospectus.

#### Procedure:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the General Information Document from Lead Managers (LM) or download it from the websites of NSE at [www.nseindia.com](http://www.nseindia.com) and the LM [www.shreni.in](http://www.shreni.in)

### ELIGIBILITY FOR THE ISSUE

Whether the company is compulsorily required to allot at least 75% of the Net Issue to public, to QIBs – **No**

This being an Issue under Chapter IX of SEBI (ICDR) Regulations, 2018. The Company is Eligible for the Issue in terms of Regulation 229(1) of SEBI (ICDR) Regulations, 2018.

### INDICATIVE TIMETABLE

Issue Opening Date	October 9, 2020	Initiation of Allotment / Refunds / Unblocking of Funds	on or before October 19, 2020
Issue Closing Date	October 13, 2020	Credit of Equity Shares to Demat accounts of Allotees	on or before October 20, 2020
Finalisation of Basis of Allotment with the Designated Stock Exchange	on or before October 16, 2020	Commencement of trading of Equity Shares on the Stock Exchanges	on or before October 21, 2020

### GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Prospectus. **Specific attention of the investors is invited to the section titled "Risk Factors" beginning on page 20 and page 8 of this Abridged Prospectus.**

PRICE INFORMATION OF LEAD MANAGER

Issue name	Name of Merchant Banker	+/- % change in closing price, [+/- % change in closing benchmark] - 30 <sup>th</sup> calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark] - 90 <sup>th</sup> calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark] - 180 <sup>th</sup> calendar days from listing
Cospower Engineering Limited	Shreni Shares Private Limited	+32.06% [+12.92%]	+36.27% [+22.51%]	+9.80% [+31.46%]
KSolves India Limited		+6.50% [+3.08%]	+126.00% [+6.07%]	NA

Source: [www.bseindia.com](http://www.bseindia.com) / [www.nseindia.com](http://www.nseindia.com)

for price information and prospectus/basis of allotment for issue details

Notes:

1. Opening price information as disclosed on the website of BSE/NSE.
2. Change in closing price over the issue/offer price as disclosed on BSE/NSE.
3. Change in closing price over the closing price as on the listing date for benchmark index viz. BSE SENSEX/NIFTY 50.
4. In case of reporting dates falling on a trading holiday or a day on which there was no trading in the scrip, values for the trading day immediately preceding the trading holiday/ no trading day for the scrip/benchmark, have been considered.
5. 30<sup>th</sup> calendar day has been taken as listing date plus 29 calendar days; 90<sup>th</sup> calendar day has been taken as listing date plus 89 calendar days; 180<sup>th</sup> calendar day has been taken as listing date plus 179 calendar days.

Names of Lead Manager and contact details (Telephone and Email ID)	<b>SHRENI SHARES PRIVATE LIMITED</b> Office No. 102, 1 <sup>st</sup> Floor, Sea Lord CHS, Plot No. 1/B, 1/A, Survey No. A-12, Ram Nagar, Borivali (West), Mumbai- 400092, Maharashtra, India <b>Telephone:</b> +91-22-28088456 <b>Email:</b> shrenishares@gmail.com <b>Investors Grievance email:</b> info@shreni.in <b>Contact Person:</b> Mr. Parth Shah <b>Website:</b> www.shreni.in <b>SEBI Registration Number:</b> INM000012759
Names of Market Maker and contact details (Telephone and Email ID)	<b>SHRENI SHARES PRIVATE LIMITED</b> Office No. 102, 1 <sup>st</sup> Floor Sea Lord CHSL, 1/A,1/B, Ram Nagar, Borivali West. Mumbai – 400092, Maharashtra, India <b>Tel No.:</b> +91-22-2808456 <b>E-mail:</b> info@shreni.in; shrenishares@gmail.com <b>Website:</b> www.shreni.in <b>Contact Person:</b> Mr. Hitesh Punjani <b>SEBI Registration No.:</b> INZ000268538
Name of Registrar to the Issue and contact details (Telephone and Email ID)	<b>BIGSHARE SERVICES PRIVATE LIMITED</b> 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East) Mumbai – 400059, Maharashtra, India. <b>Telephone:</b> +91-22-6263 8200 <b>Facsimile:</b> +91-22-6263 8280 <b>Email:</b> ipo@bigshareonline.com <b>Investor grievance email:</b> investor@bigshareonline.com <b>Contact Person:</b> Mr. Swapnil Kate <b>Website:</b> www.bigshareonline.com <b>SEBI Registration Number:</b> INR000001385
Name of Statutory Auditor	M/s. S A R A & Associates, Chartered Accountants
Name of Credit Rating Agency and the rating or grading obtained, if any	NA
Name of Debenture trustee, if any	NA
<b>Self Certified Syndicate Banks:</b> The list of banks is available on the website of SEBI at <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> , which is updated from time to time. The list of SCSBs through which Applications can be submitted by RIIs using the UPI Mechanism, including details such as the eligible Mobile Apps and UPI handle which can be used for such Applications, is available on the website of the SEBI at <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> .	

**Registered Brokers:** You can submit Application Forms in the Issue to Registered Brokers at the Broker Centres. The list of the Registered Brokers, including details such as postal address, telephone number and e-mail address, is provided on the websites of the NSE at [www.nseindia.com](http://www.nseindia.com), as updated from time to time

**Details regarding website address(es)/link(s) from which the investor can obtain list of registrar to Issue and share transfer agents and depository participants who can accept application from investor (as applicable):** The details of the Designated Registrar and Share Transfer Agents Locations and Designated Collecting Depository Participant Locations, along with their names and contact details are available on the website of the Stock Exchange ([www.nseindia.com](http://www.nseindia.com)) and updated from time to time.

## PROMOTERS OF OUR COMPANY

**Mr. Mautik Ajit Tolia**, aged 41 years, is the Managing Director and Promoter of our Company. He has been associated with the Company since Incorporation. He holds a BA in Economics Degree from Mumbai University, MA in Media Communication Studies Degree from UK. He has more than 20 years of vast and varied experience in media and entertainment sector. He is instrumental in formulating and implementing strategy and plays pivotal role in business development, sales, administration and finance functions of our Company.

**Mr. Sukesh Devdas Motwani**, aged 46 years, is the Whole-Time Director and Promoter of our Company. He has been associated with the Company since Incorporation. He holds a Bachelor's Degree in Bachelor of Engineering (Electronics) from University of Mumbai. He has rich experience of 20 years in the media and Entertainment field.

Our Company does not have any group Company.

For details please see chapter titled "Our Promoters and Promoter Group" on page 114 of the Prospectus.

## BUSINESS MODEL / BUSINESS OVERVIEW AND STRATEGY

### Overview:

Our business model is B2B, wherein the primary business activity includes content production for television, films and digital platforms. We have been in the forefront of creating differentiated and edgy content through its distinct line-up of shows. Our business activities operate in 3 verticals at present: TV – Hindi GEC (General Entertainment Channels), Digital Content (OTT), and Regional content in multiple languages.

- 1) TV – Hindi GEC: We produce contents for linear broadcast networks like Zee, Sony, Star, Disney, Viacom, Sun and others. These contents include daily soaps, reality shows etc.
- 2) Digital Platforms (OTT): We produce content for non-linear platforms such as Netflix, Voot, etc
- 3) Regional Shows: We also produce content in regional languages including Tamil, Marathi, Bengali, and Gujarati on both TV and OTT platforms.

Since inception, we have produced a robust line-up of more than 30+ shows for major Broadcasters & OTT platforms. We have produced more than 1000+ hours of content on Television and OTT. The shows have encompassed all genres - drama, thriller, horror, comedy and lifestyle. The company has produced shows across multiple languages – Hindi, Tamil, Marathi, Gujarati and Bengali. The client roster includes all the major entertainment networks.

### Our Strengths

- Strong Brand Value
- Experienced Team
- Highly effective and efficient Sales and Marketing plays catalyst in acquiring more customers and media rights
- Organized and Focused Business Operations
- Wide range of production into number of languages

### Business Strategies

- Exploring New Media
- Focus on scaling up content volume
- To develop own IP

### SWOT Analysis

#### Strengths

- Demonstrated track record over past 7 years
- In depth knowledge of Industry – Commercial & Technical
- Low overhead cost
- Specialisation in television as well as OTT content
- Vast Geographical footprint covering multiple markets
- Experienced management team
- Cordial relations across entertainment industry

### **Weaknesses**

- Fierce competition for a larger share of audience
- Change in audience media preferences
- Lack of cohesive production & distribution infrastructure, especially in the case of music industry.
- The Media and Entertainment sector in India is highly fragmented.

### **Opportunities**

- Growing acceptance by consumers in OTT market with content explosion changing habits
- Television market in India still in a growth phase.
- Opportunities of expansion in the pan-asian market
- Listing the Company under a stock exchange will open up huge avenues of capital for the Company to support
- Development of IP can open up global markets for Indian media company.
- The increasing interest of the global investors in the sector.

### **Threats**

- Piracy, violation of intellectual property rights poses a major threat to the Media and Entertainment companies.
- Industry is prone to changes in government policies, any material changes in the duty or may adversely impact our financials.
- Intense competitive pressure
- With technological innovations taking place so rapidly, the media and Entertainment sector is facing considerable uncertainty

For details please see chapter titled “Our Business” on page 84 of the Prospectus.

### **BOARD OF DIRECTORS**

<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Experience including current/past position held in other firms</b>
1.	Mr. Mautik Ajit Tolia	Managing Director	He has more than 20 years of vast and varied experience in media and entertainment sector. He is instrumental in formulating and implementing strategy and plays pivotal role in business development, sales, administration and finance functions of our Company.
2.	Mr. Sukesh Devdas Motwani	Whole-time Director	He has been associated with the Company since Incorporation. He has rich experience of 20 years in the media and Entertainment field.
3.	Mrs. Saloni Sunil Kapadia	Non-Executive Independent Director	She has rich experience of 14 years plus experience in Investment Research & Fund Management across sectors Ability to understand financial statements and skilled in financial modeling and valuation Strong logical and analytical skills with flexible work approach.
4.	Mrs. Uma Krishnan	Non-Executive Independent Director	She has rich experience of 38 years plus experience in Investment Research & Fund Management across sectors
5.	Ms. Nutan Jha	Non-Executive Independent Director	She has been associated with the Company since August 2020. She has rich experience of 28 years in the Sports & Event Management field

For details please see chapter titled “Our Management” on page 103 of the Prospectus.

### **OBJECTS OF THE ISSUE**

The Issue comprises a Fresh Issue by our Company.

#### **The Fresh Issue**

- To meet Working Capital Requirements
- General Corporate purpose and
- To meet the Issue Expenses

The details of the Net Proceeds are set forth below:

<b>Particulars</b>	<b>Amount (Rs. in Lakhs)</b>
Gross Proceeds of Issue	370.50
Less: Issue Related Expenses	70.25
<b>Net Issue Proceeds</b>	<b>300.25</b>

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

The fund requirements for each of the object of the Net Proceeds Issue are stated as below:

(Rs. in lakhs)

Sr. No.	Objects of the Issue	Total Funds Required	Amount Deployed till Date	Amount to be financed from Net Proceeds of Issue	Estimated Net Proceeds Utilization in FY 21
1	To meet Working Capital Requirements	250.00	Nil	250.00	250.00
2	General Corporate Purpose	50.25	Nil	50.25	50.25
	<b>Total</b>	<b>300.25</b>	<b>Nil</b>	<b>300.25</b>	<b>300.25</b>

For details please see chapter titled “Objects of the Issue” on page 55 of the Prospectus.

**Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years – Not Applicable**

**Name of monitoring agency, if any – Not Applicable**

**Terms of Issuance of Convertible Security, if any – Not Applicable**

## Shareholding Pattern

Sr. No.	Particulars	Pre Issue Number of Shares	% holding of Pre- Issue	Post Issue Number of Shares*	% holding of Post- Issue
1.	Promoter and Promoter Group	8,59,995	99.999	8,59,995	68.80%
2.	Public	5	0.001	3,90,005	31.20%
	<b>Total</b>	<b>8,60,000</b>	<b>100.00%</b>	<b>12,50,000</b>	<b>100.00%</b>

\*Assuming full subscription in the Issue.

**Number of Equity Shares to be sold by the Promoter Selling Shareholder by way of Offer for sale: Not Applicable**

## RESTATED AUDITED FINANCIALS

### Standalone

(Amount in Rs. unless stated otherwise)

Particulars	As at/For the 5 month period ended August 31, 2020	As at/For the year ended March 31,			
		2020	2019	2018	2017
Total income from operations (net)	4,85,86,080	27,46,52,466	38,63,34,747	17,28,86,827	11,30,76,334
Net Profit / (Loss) before tax and extraordinary items	45,04,068	3,72,03,035	42,63,330	(3,34,04,871)	(2,21,76,120)
Net Profit / (Loss) after tax and extraordinary items	45,04,068	3,72,03,035	42,63,330	(3,34,04,871)	(2,21,76,120)
Equity Share Capital	86,00,000	26,00,000	1,00,000	1,00,000	1,00,000
Reserves & Surplus	(2,91,987)	(35,33,349)	(6,25,90,865)	(6,62,04,757)	(3,27,99,886)
Net Worth	83,08,013	(9,33,349)	(6,24,90,865)	(6,61,04,757)	(3,26,99,886)
<b>Earnings Per Share:</b>					
Basic (Rs)*	24.25	3,421.41	361.39	(3,340.49)	(2,217.61)
Diluted (Rs)*	24.25	3,421.41	361.39	(3,340.49)	(2,217.61)
Return on Net Worth (%)	39%	Not calculated refer note 1 below			
Net Asset Value Per Share (Rs)	9.66	(4)	(6,249)	(6,610)	(3,270)

\*Not Annualised for the 5 months period ended August 31, 2020

**Note 1:** Return on Net Worth for the financial year ended March 31, 2020, 2019, 2018 and 2017 is not calculated because the Company either have negative net worth or loss after tax in such years.

**Note 2:** Our Company has issued 2,50,000 Equity Shares pursuant to a Rights Issue on March 31, 2020 and 6,00,000 Equity Shares through a Preferential Allotment on August 14, 2020 to our Promoter Mr. Mautik Tolia. For detailed calculation of Basic and Diluted EPS, Investors should refer to Annexure I of Restated Consolidated Financial Statements and Restated Standalone Financial Statements on page 137 and 164 of the Prospectus respectively.



Consolidated

(Amount in Rs. unless stated otherwise)

Particulars	As at/For the 5 month period ended August 31, 2020
Total income from operations (net)	4,85,86,080
Net Profit / (Loss) before tax and extraordinary items	45,04,068
Net Profit / (Loss) after tax and extraordinary items	45,04,068
Equity Share Capital	86,00,000
Reserves & Surplus	(2,91,987)
Net Worth	83,08,013
<b>Earnings Per Share:</b>	
Basic (Rs)*	24.25
Diluted (Rs)*	24.25
Return on Net Worth (%)	39%
Net Asset Value Per Share (Rs)	9.66

\*Not Annualised

**INTERNAL RISK FACTORS**

Below are the top 10 Risk Factors as per the Prospectus:

- 1) The Entertainment Industry is subject to shifts in tastes and preferences of audiences. Changing consumer tastes and preferences may compromise our ability to predict which films will be popular with audiences.
- 2) Our business is dependent on the contractual arrangements entered into by us. Many of our client contracts can be terminated with or without cause by providing notice and without termination-related penalties.
- 3) The success of providing services depends on our scriptwriters, artists and technicians and their loss or unavailability could adversely affect our business.
- 4) Our Company operates under several statutory and regulatory permits, licenses and approvals. Our inability to obtain, renew or maintain the statutory and regulatory licenses, permits and approvals required to operate our business may have a material adverse effect on our business & operations.
- 5) Some of the Properties are not owned by us
- 6) *Piracy of our content may adversely impact our revenues and business.*
- 7) *Our Company in the past has entered into Related Party Transactions and may continue to do so in future also, which may affect our competitive edge and better bargaining power if entered with non- related parties resulting into relatively more favorable terms and conditions and better margins.*
- 8) *Any failure to retain and attract additional skilled artists or workers, particularly writers and technical personnel, could have a material adverse effect on our business, financial condition and results of operations.*
- 9) We are heavily dependent on our Promoters and Key Managerial Personnel for the continued success of our business through their continuing services and strategic guidance and support.
- 10) *If we are unable to attract new clients or our existing clients do not renew their contract, the growth of our business and cash flows will be adversely affected.*

**SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION**

- A. Total number of outstanding litigations against our Company and the amount involved: There are no outstanding litigations filed against us and hence no amount is involved.
- B. Brief details of top 5 material outstanding litigations against our Company and amount involved: There are no outstanding litigations filed against us and hence no amount is involved.
- C. No regulatory or disciplinary action has been taken by SEBI or stock exchanges against the Promoters/ Group Companies in last 5 financial years.
- D. Brief details of outstanding criminal proceedings against our Promoter: There is no outstanding criminal proceedings against our Promoter.

**ANY OTHER IMPORTANT INFORMATION AS PER LEAD MANAGER / COMPANY - NONE****DECLARATION BY THE COMPANY**

We hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/ regulations 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 while issuing the Prospectus. No statement made in the Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992, each as amended from time to time or the rules made there under or regulations and guidelines issued, as the case may be. We further certify that all the statements made in the Prospectus are true and correct.