



CINERAD COMMUNICATIONS LIMITED

Annual
Report
2017-18

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:: Board of Directors ::

Mrs. Vinita Daga	-	Managing Director cum CEO
Mr. Pradeep Kumar Daga	-	Non-Executive Director
Mr. Utpal Dey	-	Non-Executive Director
Ms. Kirti Sharma	-	Non-Executive Woman Director
Mr. Sudarson Kayori	-	Independent Director
Mr. Rathindra Nath Ghosh	-	Independent Director
Mr. Arun Chakraborty	-	Independent Director

:: Senior Management ::

Mr. Dilip Kumar Hela	-	Chief Financial Officer
Mrs. Pooja Goenka	-	Company Secretary

:: Board Committees ::

Audit Committee	- - -	Mr. Arun Chakraborty (Chairman) Mr. Pradeep Kumar Daga Mr. Sudarson Kayori
Nomination And Remuneration Committee	- - -	Mr. Arun Chakraborty (Chairman) Mr. Rathindra Nath Ghosh Mr. Sudarson Kayori
Stakeholders Relationship Committee	- - -	Mr. Arun Chakraborty (Chairman) Mr. Rathindra Nath Ghosh Mr. Sudarson Kayori

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:: Registered Office ::

**Subol Dutt Building,
13, Brabourne Road,
Mezzanine Floor,
Kolkata-700001, (W.B)
Phone: +91 33 2231 5686-5687
Fax: +91 33 22315683
E-mail :cinerad@responce.in
www.cineradcommunications.com**

:: Registrar & Transfer Agent ::

**Niche Technologies Pvt. Ltd.
D-511, Bagree Market,
71, B. R. B. Basu Road,
5th Floor, Kolkata - 700 001
Tel.: +91 33 2235 7270/7271;
Fax: +91 33 2215 6823
E-mail: nichetechpl@nichetechpl.com**

:: Auditors ::

**M/s. Maroti & Associates
Chartered Accountants
9/12, Lal Bazar Street,
Block-E, 3rd Floor, Room No. 2,
Kolkata-700001, WB (India)
Tel.: +91 33 2231 9392 / 9391
Fax: +91 33 2243 8371
E-mail: mkmaroti@gmail.com**

:: Company Secretary ::

**Mrs. Pooja Goenka
Phone: +91 33 2231 5686
+91 33 2231 5687
E-mail : cinerad@responce.in**

:: Bankers ::

**HDFC Bank Ltd.
Stephen House Branch,
4, B. B. D. Bag (East),
Kolkata - 700001**

:: Corporate Identification Number ::

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"DIRECTORS' REPORT "

To the Members,

The Directors submit 32nd Annual Report of the Company along with the Standalone Audited Statement of Accounts for the Year ended March 31, 2018. The financial results for the year are shown below.

1. SUMMARISED FINANCIAL RESULTS :

(₹ in Lakhs)

Particulars	March 31, 2018	March 31, 2017
Sales and Other Income	1.53	8.18
Profit before depreciation & taxation	(10.58)	(9.63)
Less: Depreciation	0.00	0.00
Less: Deferred Tax	(0.16)	(1.16)
Profit after taxation	(10.74)	(10.79)
Add: Balance brought forward from previous year	(857.18)	(846.39)
Surplus available for appropriation	(883.20)	(857.18)
Appropriations		
Deferred Tax Adjustment	(15.29)	0.00
Advance for FBT Written Off	0.00	0.00
Transitional Provision for Depreciation	0.00	0.00
Balance carried to Balance sheet	(883.20)	(857.18)

2. COMPANY'S PERFORMANCE :

During the year under review, the Company has incurred an operating loss of Rs. 10.58 lakhs as against operating loss of Rs. 9.63 lakhs for the previous year and the total loss amounts to Rs. 10.74 lakhs as against total loss of Rs. 10.79 lakhs in the previous year. The Management is putting sincere efforts to start the operation at the full scale. The Management has decided to keep overhead to bare minimum till a new business plan with identified revenue streams is in place.

3. DIVIDEND :

Your Directors regret their inability to recommend any Dividend to equity shareholders for the year 2017-18.

4. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND :

Since there was no unpaid/unclaimed Dividend declared and paid in previous year, the provisions of Section 125 of the Companies Act, 2013 is not applicable to the Company.

5. SHARE CAPITAL :

The paid up equity capital as on March 31, 2018 was Rs. 520 lakhs. The company has not issued shares with differential voting rights nor granted stock options nor sweat equity, during the year.

6. FINANCE :

Cash and Cash Equivalents as at March 31, 2018 was Rs. 23.02 lakhs. The company continues to focus on judicious management of its working capital, Receivables and other working capital parameters were kept under strict check through continuous monitoring. After considering the market scenario during the year, your management of the company has invested a liquid fund into the HDFC Debt Mutual Fund to get some capital gain for meeting the expenses of the company.

7. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE ENDS OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT :

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year and the date of this report.

8. RISK MANAGEMENT :

Although the company has long been following the principle of risk minimization as is the norm in every industry, it has now become a compulsion. The Board members were informed about risk assessment and after which the Board formally adopted and implemented the necessary steps for monitoring the risk management plan for the company.

9. FIXED DEPOSITS :

Your Company has not accepted any deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 as amended.

10. PARTICULARS OF LOANS, ADVANCES, GUARANTEES OR INVESTMENTS :

Pursuant to section 186 of Companies Act, 2013 and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), disclosure on particulars relating to Loans, advances, guarantees and investments, if any, are provided as part of the financial statements.

11. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES :

The related party transactions, if any, that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

12. SUBSIDIARY COMPANIES :

Provisions of section 129(3) of the Companies Act, 2013 are not applicable to our Company as we does not have any subsidiary.

13. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO :

The Company does not attract the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014. Therefore, the question of furnishing the information in Form A annexed to the aforesaid Rules does not arise.

Company's activities are production of advertisement film by using in-house knows how and no outside technology is being used for making advertisement films. During the year the company does not get any contract for production of advertisement films. Therefore no technology absorption is required.

During the period under review there was no foreign exchange earnings or out flow.

14. SIGNIFICANT AND MATERIAL ORDERS :

There are no significant and material order passed by the regulators or courts or tribunals impacting the going concern status and Company's operation in future.

15. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY :

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Chairman & Managing Director.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at locations of the Company.

Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

16. CODE OF CONDUCT :

The Board of Directors has a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company.