

PROGRESS RISES FROM A SINGLE VISION

Creative Eye Limited
NAMAH SHIVAY FILM ENTERPRISES

India's 1st

3D
film

AABRA KA DAABRA

THE SCHOOL OF MAGIC

director DHEERAJ KUMAR
producer ZUBY KOCHHAR
producer/technical director RAMESH MEER
music HIMESH RESHAMMIYA

Masti - Mazaa
aur
Magic
this winter



Creative Eye Limited

ANNUAL REPORT 2003-2004

www.reportjunction.com

Board of Directors

Shri Dheeraj Kumar

Smt. Zubey Kochhar

Shri. Devendra Dass Kochar

Shri M.R. Sivaraman

Shri Shiv S. Sharma

Shri S.K. Sachdeva

Shri Sumit Chandwani

Shri N.R. Joshi

Chairman and Managing Director

Executive Director

Executive Director Wg.Cdr.(Retd)

Non Executive Director

Non Executive Director

Non Executive Director

*Nominee Director of ICICI Venture
Funds Management Co. Ltd.*

Company Secretary

REGISTERED AND CORPORATE OFFICE

"Kailash Plaza", Plot No.12-A,
Opp. Laxmi Industrial Estate,
New Link Road, Andheri (W),
Mumbai 400 053.
Telephones: 022-26732613 (7 lines)
Fax: 022 - 2673 2296
E-Mail : dheerajk@bol.net.in
Website: www.creativeeye.com

ADMINISTRATIVE OFFICE

Creative Eye Limited
B-3/15, Mianwali Nagar,
Near Peeragarhi Village,
Delhi 110 087.

REGISTRAR AND TRANSFER AGENTS

Karvy Computershare Pvt.Ltd. (UNIT: Creative Eye Limited)
46, Avenue-4, Street-1,
Banjara Hills, Hyderabad 500 034.
Telephone No. 040-23312454 Fax: 040 - 23311968
Website: www.karvy.com

AUDITORS

Gurpal S. Gujral & Co., Chartered Accountants

BANKERS

Oriental Bank of Commerce
Union Bank of India
The United Western Bank Ltd

c o n t e n t s

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Annual General Meeting

Thursday, 19th August 2004, at 10.30 a.m. at The Club, H.M. Suburban Fitness Park, 197,
D.N. Nagar, Andheri (W), Mumbai - 400 053

Notice

Notice is hereby given that the Eighteenth Annual General Meeting of the members of CREATIVE EYE LIMITED will be held on Thursday, 19th August 2004, at 10.30 a.m. at The Club, H.M. Suburban Fitness Park, 197, D.N. Nagar, Andheri (W), Mumbai - 400 053 to transact the following business: -

Ordinary Business: -

1. To consider and adopt the audited Balance Sheet as at 31st March 2004, Profit and Loss Account and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.
2. To appoint a Director in place of Shri Shiv S Sharma who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Shri M.R.Sivaraman who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint M/s. Gurpal S. Gujral & Co., Chartered Accountants, as Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

Special Business: -

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 198,269 and 309, read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Company be and is hereby accorded to the re-appointment of Shri Dheeraj Kumar, as Chairman and Managing Director of the Company, for a period of 5 (five) years with effect from 1st January, 2005, on the terms and conditions including remuneration as are set out in the agreement to be entered into between the Company and Shri Dheeraj Kumar, a draft whereof is placed before this meeting which agreement is hereby specifically sanctioned with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Remuneration Committee constituted by the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration and/or agreement, subject to the same not exceeding the limits specified in Schedule XIII to the Companies Act, 1956, including any statutory modification or re-enactment thereof for the time being in force or as may hereafter be made by the Central Government in that behalf from time to time, or any amendments thereto as may be agreed to between the Board and Shri Dheeraj Kumar.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 198,269 and 309, read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Company be and is hereby accorded to the re-appointment of Smt. Zubu Kochhar as a Whole time Director designated as Executive Director of the Company, for a period of 5 (five) years with effect from 1st January, 2005, on the terms and conditions including remuneration as are set out in the agreement to be entered into between the Company and Smt. Zubu Kochhar, a draft whereof is placed before this meeting which agreement is hereby specifically sanctioned with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Remuneration Committee constituted by the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration and/or agreement, subject to the same not exceeding the limits specified in Schedule XIII to the Companies Act, 1956, including any statutory modification or re-

Notice

enactment thereof for the time being in force or as may hereafter be made by the Central Government in that behalf from time to time, or any amendments thereto as may be agreed to between the Board and Smt. Zubu Kochhar.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 198,269 and 309, read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Company be and is hereby accorded to the re-appointment of Wg. Cdr. Devendra Dass Kochar (Retd.) as a Whole time Director designated as Executive Director of the Company, for a period of 5 (five) years with effect from 1st January,2005, on the terms and conditions including remuneration as are set out in the agreement to be entered into between the Company and Wg. Cdr. Devendra Dass Kochar (Retd.), a draft whereof is placed before this meeting which agreement is hereby specifically sanctioned with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Remuneration Committee constituted by the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration and/or agreement, subject to the same not exceeding the limits specified in Schedule XIII to the Companies Act, 1956, including any statutory modification or re-enactment thereof for the time being in force or as may hereafter be made by the Central Government in that behalf from time to time, or any amendments thereto as may be agreed to between the Board and Wg. Cdr. Devendra Dass Kochar (Retd.).

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors

N R Joshi

Company Secretary

Place: Mumbai,

Dated: 26th June, 2004.

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the meeting.
2. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, relating to 'the Special Business to be transacted at the meeting is annexed hereto.
3. Shareholders are requested to bring their copy of Annual Report to the Meeting.
4. Members/Proxies should fill the Attendance Slip for attending the meeting.
5. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.

Notice

6. All documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days except Saturdays between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.
7. The Register of Members and Share Transfer Books of the Company will remain closed from 13th August 2004 to 19th August 2004, (both days inclusive).
8. Members who have not encashed their dividend warrants for the financial years ended on 31st March,2003, 31st March,2002 and 31st March,2001 may approach the company for the duplicate warrants.
9. While members holding shares in physical form may write to the Registrar for any change in their addresses and bank mandates and members holding shares in electronic form may inform the same to their Depository Participants.
10. Corporate Members intending to send their authorised representatives are requested to send a duly certified copy of the Board Resolution authorising their representatives to attend and vote at the Annual General Meeting.
11. Consequent upon the introduction of Section 109A of the Companies Act, 1956, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form 2B (which will be made available on request) to the Registrar and Transfer Agents, M/s. Karvy Computershare Private Limited.
12. Re-appointment of Directors :

Shri Shiv S Sharma and Shri M R Sivaraman retire by rotation and being eligible offer themselves for reappointment. In pursuance of Corporate Governance code, information for the abovesaid Directors is provided hereunder :

- i) Shri Shiv S Sharma is the Director of the Company since 30th January 2001. He is the former Director General, Doordarshan and has vast experience in the media sector.
- ii) Shri M R Sivaraman is the Director of the Company since 29th March 2001. He is an IAS Officer, Former Union Revenue Secretary and Executive Director of International Monetary Fund.

By Order of the Board of Directors

N R Joshi
Company Secretary

Place: Mumbai,
Dated: 26th June, 2004.

Annexure to Notice

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

The Explanatory Statement for item No.5 to 7 of the accompanying Notice set out herein above is as under :-

ITEM No. 5 to 7

The present terms of the office of Shri Dheeraj Kumar as Chairman & Managing Director, Smt. Zubby Kochhar and Wg. Cdr. Devendra Dass Kochhar (Retd.) a Whole Time Directors designated as Executive Directors will be expiring on 31st December 2004. Subject to Shareholders approval, the Board of Directors, at their meeting held on 26th June 2004, have re-appointed the aforesaid Directors, for a further period of 5 years from the expiry date of their respective term, on the remuneration determined by the Remuneration Committee of the Board of Directors. The Remuneration Committee of the Board of Directors has recommended existing remuneration in respect of each of the above Directors.

The broad particulars of remuneration payable to and the terms of the respective appointments, of Shri Dheeraj Kumar, Smt. Zubby Kochhar and Wg. Cdr. Devendra Dass Kochhar (Retd.) during the tenure of their respective re-appointment are as under: -

Terms & Conditions of appointment and remuneration of Shri Dheeraj Kumar as Chairman & Managing Director

- a) General : The Managing Director shall conduct the day-to-day management of the Company subject to the supervision, direction and control of the Board.
- b) Term : He shall hold office as the Chairman & Managing Director of the Company for a period of 5 years from 1st January, 2005
- c) Salary : Basic Salary: In the Scale of Rs. 1,20,000/- to 3,00,000/- per month. The Remuneration Committee/ Board of Directors will determine the amount of Basic Salary payable from time to time depending on the performance of the Managing Director, profitability of the Company and other relevant factors.

The Basic Salary approved by the Remuneration Committee is Rs. 1,20,000/- per month.

- d) Perquisites : Perquisites shall be restricted to an amount equal to the annual salary. Unless the context otherwise requires, perquisites to be given to the Chairman & Managing Director are as follows:-
 - 1) Medical Reimbursement : Expenditure incurred for him and his family subject to a ceiling of one month's salary in a year or three month's salary over a period of three years.
 - 2) Leave Travel Concession : Actual travelling and lodging expenses incurred on leave travel anywhere in India for him and his family once in a year upto a maximum of one month's salary in a year.
 - 3) Club Fees : Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership.
 - 4) Personal Accident Insurance : Premium not to exceed Rs. 10,000/- per annum.
 - 5) Contributions to Provident Fund and Superannuation fund : Contributions to the Provident fund, Superannuation Fund or annuity fund will not be considered or included in computation of ceiling on perquisites to the extent these either singly or put together, are not taxable under the Income-Tax Act, 1961.
 - 6) Gratuity : Gratuity payable shall not exceed one month's salary for each completed year of service.
 - 7) Encashment of Leave : Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.
 - 8) Provision of fully maintained car with reimbursement of Driver's salary for use on Company's business will not be considered as perquisites. The use of car for private purpose shall be billed by the Company to the Chairman & Managing Director.

Annexure to Notice

- 9) Free Use of Telephone at the Residence : Provision of telephone/Mobile at the residence of the Managing Director at Company's cost will not be considered as perquisite. Personal long distance calls shall be billed by the Company to the Chairman & Managing Director.
- e) Minimum Remuneration: Notwithstanding anything to the contrary herein, where in any financial year, during the currency of the tenure of the appointment, the Company has no profits or its profits are inadequate, the salary, perquisites and benefits shall not exceed the ceilings laid down in this behalf under Schedule XIII to the Companies Act, 1956 or any amendment thereof
- f) Other Terms and Conditions :
 - 1) Leave : Annual leave on full pay and allowances in accordance with the Company's Rules, but not exceeding one month's leave for every 11 months of service. In addition, he shall be entitled to casual leave, sick leave and other leave as per the rules of the Company applicable to the managerial personnel of the Company.
 - 2) Shri Dheeraj Kumar shall not be liable to retire by rotation as a Managing Director, subject to section 256 of the Companies Act, 1956.
 - 3) The Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or committees thereof from the date of appointment.

Terms & Conditions of appointment and remuneration of Smt. Zubu Kochhar as Executive Director

- a) General : The Executive Director shall conduct the day-to-day management of the Company subject to the supervision, direction and control of the Board.
- b) Term : She shall hold office as the Executive Director of the Company for a period of 5 years from 1st January, 2005.
- c) Salary : Basic Salary: In the Scale of Rs. 72,000/- to Rs. 1,80,000/- per month. The Remuneration Committee/ Board of Directors will determine the amount of Basic Salary payable from time to time depending on the performance of the Executive Director, profitability of the Company and other relevant factors.

The Basic Salary approved by the Remuneration Committee is Rs. 72,000/- per month.

- d) Perquisites : Perquisites shall be restricted to an amount equal to the annual salary. Unless the context otherwise requires, perquisites to be given to the Executive Director are as follows:-
 - 1) Medical Reimbursement : Expenditure incurred for her and her family subject to a ceiling of one month's salary in a year or three month's salary over a period of three years.
 - 2) Leave Travel Concession : Actual travelling and lodging expenses incurred on leave travel anywhere in India for her and her family once in a year upto a maximum of one month's salary in a year.
 - 3) Club Fees : Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership.
 - 4) Personal Accident Insurance : Premium not to exceed Rs. 10,000/- per annum.
 - 5) Contributions to Provident Fund and Superannuation fund : Contributions to the Provident fund, Superannuation Fund or annuity fund will not be considered or included in computation of ceiling on perquisites to the extent these either singly or put together, are not taxable under the Income-Tax Act, 1961.
 - 6) Gratuity : Gratuity payable shall not exceed one month's salary for each completed year of service.
 - 7) Encashment of Leave : Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.
 - 8) Provision of fully maintained car with reimbursement of Driver's salary for use on Company's business will not be considered as perquisites. The use of car for private purpose shall be billed by the Company to the Executive Director.

Annexure to Notice

- 9) Free Use of Telephone at the Residence : Provision of telephone/Mobile at the residence of the Executive Director at Company's cost will not be considered as perquisite. Personal long distance calls shall be billed by the Company to the Executive Director.
- e) Minimum Remuneration: Notwithstanding anything to the contrary herein, where in any financial year, during the currency of the tenure of the appointment, the Company has no profits or its profits are inadequate, the salary, perquisites and benefits shall not exceed the ceilings laid down in this behalf under Schedule XIII to the Companies Act, 1956 or any amendment thereof
- f) Other Terms and Conditions :
 - 1) Leave : Annual leave on full pay and allowances in accordance with the Company's Rules, but not exceeding one month's leave for every 11 months of service. In addition, she shall be entitled to casual leave, sick leave and other leave as per the rules of the Company applicable to the managerial personnel of the Company.
 - 2) Smt. Zuby Kochhar shall not be liable to retire by rotation as a Executive Director, subject to section 256 of the Companies Act, 1956.
 - 3) The Executive Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or committees thereof from the date of appointment.

Terms & Conditions of appointment and remuneration of Wg. Cdr. Devendra Dass Kochar (Retd.) as Executive Director

- a) General : The Executive Director shall conduct the day-to-day management of the Company subject to the supervision, direction and control of the Board.
- b) Term : He shall hold office as the Executive Director of the Company for a period of 5 years from 1st January, 2005.
- c) Salary : Basic Salary: In the Scale of Rs. 60,000/- to Rs. 1,50,000/- per month. The Remuneration Committee/ Board of Directors will determine the amount of Basic Salary payable from time to time depending on the performance of the Executive Director, profitability of the Company and other relevant factors.

The Basic Salary approved by the Remuneration Committee is Rs. 60,000/- per month.

- d) Perquisites : Perquisites shall be restricted to an amount equal to the annual salary. Unless the context otherwise requires, perquisites to be given to the Executive Director are as follows:-
 - 1) Medical Reimbursement : Expenditure incurred for him and his family subject to a ceiling of one month's salary in a year or three month's salary over a period of three years.
 - 2) Leave Travel Concession : Actual travelling and lodging expenses incurred on leave travel anywhere in India for him and his family once in a year upto a maximum of one month's salary in a year.
 - 3) Club Fees : Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership.
 - 4) Personal Accident Insurance : Premium not to exceed Rs. 10,000/- per annum.
 - 5) Contributions to Provident Fund and Superannuation fund : Contributions to the Provident fund, Superannuation Fund or annuity fund will not be considered or included in computation of ceiling on perquisites to the extent these either singly or put together, are not taxable under the Income-Tax Act, 1961.
 - 6) Gratuity : Gratuity payable shall not exceed one month's salary for each completed year of service.
 - 7) Encashment of Leave : Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.
 - 8) Provision of fully maintained car with reimbursement of Driver's salary for use on Company's business will not be considered as perquisites. The use of car for private purpose shall be billed by the Company to the Executive Director.

Annexure to Notice

- 9) Free Use of Telephone at the Residence : Provision of telephone/Mobile at the residence of the Executive Director at Company's cost will not be considered as perquisite. Personal long distance calls shall be billed by the Company to the Executive Director.
- e) Minimum Remuneration: Notwithstanding anything to the contrary herein, where in any financial year, during the currency of the tenure of the appointment, the Company has no profits or its profits are inadequate, the salary, perquisites and benefits shall not exceed the ceilings laid down in this behalf under Schedule XIII to the Companies Act, 1956 or any amendment thereof
- f) Other Terms and Conditions :
- 1) Leave : Annual leave on full pay and allowances in accordance with the Company's Rules; but not exceeding one month's leave for every 11 months of service. In addition, he shall be entitled to casual leave, sick leave and other leave as per the rules of the Company applicable to the managerial personnel of the Company.
 - 2) Wg. Cdr. Devendra Dass Kochar (Retd.) shall not be liable to retire by rotation as Executive Director, subject to section 256 of the Companies Act, 1956.
 - 3) The Executive Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or committees thereof from the date of appointment.

The terms and conditions set out for re-appointment and payment of remuneration herein and /or in the respective Agreement may be altered and varied from time to time by the Board of Directors of the Company as it may, at its discretion deem fit.

The respective Agreement may be terminated by either party (the Company or the concerned Managing Director or Whole Time Directors) by giving 3 months prior notice in writing.

The Draft Agreement to be entered into between the Company and each of Shri Dheeraj Kumar, Smt. Zuby Kochhar and Wg. Cdr. Devendra Dass Kochar (Retd.) respectively incorporating the particulars of remuneration, are available for inspection at the Registered Office of the Company on all working days excluding Saturdays, upto the date of the ensuing Annual General Meeting between 11.00 a.m to 1.00 p.m.

The above may also be treated as an abstract of the terms of the contract/agreement between the company and Shri Dheeraj Kumar, Smt. Zuby Kochhar and Wg. Cdr. Devendra Dass Kochar (Retd.) respectively pursuant to section 302 of the Companies Act, 1956.

Shri Dheeraj Kumar, Smt. Zuby Kochhar and Wg. Cdr. Devendra Dass Kochar (Retd.) are interested in the resolutions which pertains to their respective re-appointments and /or remuneration payable to each of them. Further Shri Dheeraj Kumar and Smt Zuby Kochhar may also be deemed to be interested in the resolution pertaining to the re-appointment of and/or remuneration payable to the other as they are related to each other. Further Shri Dheeraj Kumar and Wg. Cdr. Devendra Dass Kochar (Retd.) may also be deemed to be interested in the resolution pertaining to the re-appointment of and/or remuneration payable to the other as they are related to each other.

Save and except the, none of the other Directors of the Company is any way, concerned or interested in the resolutions.

Your Directors recommend the resolutions set out at item Nos. 5 to 7 of the Notice for your approval.

By Order of the Board of Directors

N R Joshi
Company Secretary

Place: Mumbai,
Dated: 26th June, 2004.

There is no road to success but through a clear strong will power.

Directors' Report

Dear Shareholders,

Your Directors have pleasure in presenting the 18th Annual Report on the Audited Accounts for the financial year ended 31st March, 2004 and on the state of affairs of the Company.

Financial Highlights

	(Rs. In lacs)	
	31.03.2004	31.03.2003
Sales	1100.51	1814.46
Cost of Software	861.83	1234.53
Gross Profit	238.68	579.93
Other Income	143.83	174.47
Total	382.51	754.40
Other Expenses before Interest and Depreciation	279.66	339.58
Operating Profit	102.85	414.82
Interest	4.49	0.94
Depreciation	191.03	182.87
Net Profit before tax	(92.67)	231.01
Provision for deferred tax	(10.42)	85.16
Profit after tax	(103.09)	145.85
Earning per share		
Basic	—	0.73
Diluted	—	0.73
Dividend Rate	—	10%

Operations

Your Company recorded a loss in the current year owing to the non conclusion of negotiations with several parties to air serials and on account of the expenditure incurred on the high tech movie Aabra Ka Daabra. These are expected to be completed in the ensuing year. Baring unforeseen circumstances, your Company is hopeful of more than compensating the loss affected in 2003-2004 in Financial Year of 2004-05.

Dividend

Owing to the loss incurred by the Company, your Directors are unable to recommend payment of dividend on equity share capital for the year ended 31st March, 2004.

Fund Utilization

For the financial year ending 31st March, 2004, the Company has spent the funds received from the Initial Public Issue for the following purpose.

	Rs. In Lacs
Public Issue Expenditure	334.00
Expansion of Post Production Studio	469.00
Used in Working Capital	500.00
	<u>1303.00</u>

Business Marketing and Sales Promotion

During the year, the main programs run by the Company were:-

- 1) Om Namah Shivay on Star Vijay TV-Re-run in Tamil (Monday to Friday)
- 2) Om Namah Shivay on Sony TV-Re-run in Hindi (Monday to Friday)
- 3) Kaavyanjali on Star Vijay TV-(A daily soap in Tamil – Monday to Friday)
- 4) Kalyani on Star Vijay TV-(A daily soap in Tamil – Monday to Friday)