

# 20<sup>th</sup>

## ANNUAL REPORT 2015-16



**CYBERSCAPE**  
MULTIMEDIA LIMITED

**BOARD OF DIRECTORS**

Anand S.K.  
Managing Director

M.S. Sridhar  
Joint Managing Director

Milind Mehta  
Director

Sukirti Sogal  
Director

Prashanth Kamath  
Director

Vijayakumar N.A.  
Director

Swarupa H.S.  
Director

**Auditors**

Shabbir & Rita Associates LLP  
Chartered Accountants  
63, Narayan Niwas,  
Aarey Road, Goregaon (West)  
Mumbai - 400 062.  
Tel: 91-22-28739939, 28720555  
Email: shabbir.rita@gmail.com

**COMMITTEES OF THE BOARD****Audit Committee**

Sukirti Sogal, Chairman  
Milind Mehta  
Prashanth Kamath

**Shareholders/Investors****Grievances Committee**

Vijayakumar N.A., Chairman  
Prashanth Kamath  
Anand S.K.

**Share Transfer Committee**

Anand S.K.  
M.S. Sridhar

**Registered & Corporate Office**

1456, 30th Cross, 23rd Main  
Banashankari II Stage  
Bengaluru-560 070.  
Tele/Fax: 91-80-26714446 / 26710925  
Email : info@cyberscapeindia.com  
Website : www.cyberscapeindia.com  
CIN : L22130KA1996PLC020728

**Registrars & Share Transfer Agents**

Integrated Enterprises (India)  
Ltd., 30, Ramana Residency 4th  
Cross, Sampige Road  
Malleswaram  
Bengaluru-560 003.  
Tel: 91-80-23460815 - 818  
Fax: 91-80-23460819  
E-mail: irg@integratedindia.in  
CIN : U65993TN1987PLC014964

**Bankers**

Indian Overseas Bank  
ICICI Bank Ltd.

## NOTICE TO SHAREHOLDERS



**NOTICE** is hereby given that the **20th Annual General Meeting of the shareholders of Cyberscape Multimedia Limited** will be held at **10:00 a.m. on Wednesday, the 30th September 2016** at the Registered Office # 1456, 30th Cross, 23rd Main, Banashankari 2<sup>nd</sup> Stage, Bengaluru-560070 to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the audited Profit and Loss Account for the year ended March 31, 2016 and the Balance Sheet as at that date together with the reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Milind Mehta (DIN 03154414), who retires by rotation and being eligible, offers himself for reappointment.

3. To appoint a Director in place of Mr. Vijayakumar N.A. (DIN 03596768), who retires by rotation and being eligible, offers himself for reappointment.

4. To appoint Auditors to hold office from conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration. M/s Shabbir & Rita Associates LLP, Chartered Accountants, Mumbai, (Registration No. 109420W) retiring auditors, are eligible for re-appointment. In this connection, to consider, and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

**"RESOLVED** THAT pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 and Rules made there under, M/s Shabbir & Rita Associates LLP, Chartered Accountants, Mumbai, (Registration No. 109420W) be and are hereby appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of the next Annual General Meeting, on such remuneration as may be determined by the Board of Directors in consultation with the Auditors."

By Order of the Board  
**ANAND S.K.**

Bengaluru, May 29, 2016

Managing Director

### NOTES:

1. **A member entitled to attend and vote is entitled to appoint one or more proxies to attend and vote instead of himself/herself. The proxy need not be a member of the Company. Proxies to be effective must be deposited with the Company not later than 48 hours before the commencement of the meeting.**

2. The Register of Members and Share Transfer Books of the Company will remain closed from 24th September, 2016 to 30th September, 2016 (both days inclusive).

3. Members holding shares in physical form are requested to intimate immediately any change in their address to the Registrar and Share Transfer Agents and the members holding shares in dematerialised form may inform the same to their respective depository participants.
4. Members desirous of getting any information in respect of accounts are requested to send their queries in writing to the Company at the Registered Office so as to reach the Company 7 days before the meeting.
5. As members are aware, equity shares of the Company are traded in electronic form for all shareholders. Members who hold equity shares in physical form may dematerialise the same. ISIN allotted to the Company for this purpose is INE519B01019 (Fully Paid-up) and INE9519B01017 (Partly Paid-up).
6. Members/Proxies are requested to bring their copy of the Annual Report and the Attendance Slip sent herewith duly filled in to the Annual General Meeting.
7. Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order of names are requested to send the share certificates to the Company's Registrars and Share Transfer Agents M/s Integrated Enterprises (India) Limited, for consolidation into a single folio.
8. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH13 prescribed by the Government can be obtained from the Registrar and Transfer Agent or from the Company's Registered Office. In respect of shares held in electronic/demat form, the nomination form may be filed with the respective Depository Participant.
9. Company will be disclosing to the Stock Exchange(s), as per Clause 35A of the Listing Agreement, the details of results of voting on each of the resolutions proposed in this Notice.
10. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company are requested to submit their request with their valid e-mail address to M/s Integrated Enterprises (India) Limited.

Members holding shares in demat form are requested to register/update their email address with their Depository Participant(s) directly. Members of the Company, who have registered their email address, are entitled to receive such communication in physical form upon request.

11. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative(s) to attend and vote (if casted at the AGM) on their behalf at the meeting.

12. Statement pursuant to Section 102 of the Companies Act, 2013 and brief resume of the Directors proposed to be re-appointed vide Item Nos. 2 & 3 under Ordinary Business in the Notice as required under Clause 49 of the Listing Agreement:

a. **Mr. Milind Mehta** (56) holds professional qualification as a Chartered Accountant since 1992 and has wide ranging experience in Corporate Finance, Accounts, Corporate Laws, Taxation, Audit, Treasury, Budgeting and MIS. Mr. Mehta has more than 22 years of experience in the corporate sector working at different levels. He was Chief Financial Officer of a listed public limited company. Mr. Mehta was responsible for managing all the finances and monetary operations of the Company, preparation of budgets, establishing internal control procedures to safeguard the assets of the Company, financial planning, reporting, interpretation and evaluation of operating results. Presently he is practising in the field of Audit, Taxation & Corporate Laws.

He is a member of the Audit Committee.

Apart from Cyberscape Multimedia Limited he is not holding Directorship in any other company.

- b. **Mr. Vijayakumar N.A.** (48) holds a Diploma in Electricals and Electronics and has done an Advanced Certificate Course in Software Engineering (IBM) and has done an Entrepreneurial Development Program at IIT Chennai. He has more than 23 years of experience in the corporate sector especially in Business Development, Account Management, Sales and Partnership Management, creating franchise network, Sales and Product training, Customer Relations Management etc.

He also worked as a maintenance engineer for 3 years handling preventive maintenance of electrical and electronic components and general maintenance of machines. He has also handled market surveys, created prototypes and deployed the products in pilot sites.

He is a member of the Shareholders/Investors Grievances Committee.

Apart from Cyberscape Multimedia Limited he is not holding Directorship in any other company.

- c. **Mrs. Swarupa Hunsur** holds a Degree in Science from Bangalore University. She has over 15 years of experience in various sectors like Human Resources and administration. She has worked with the company handling human resources for nearly 10 years.

She is a member of the Investor Grievance Committee.

Apart from Cyberscape Multimedia Limited she holds Directorship in Vencap Technologies Pvt. Ltd and Aristodic Dealers Pvt, Ltd. She is a promoter of the company and currently holds 36,900 shares in the Company.

By Order of the Board

**ANAND S.K.**  
Managing Director

Registered Office :  
# 1456, 30th Cross, 23rd Main,  
Banashankari 2nd Stage  
Bengaluru - 560 070.  
Bengaluru, May 29, 2016

## DIRECTORS' REPORT



To the Members,

Your Directors have pleasure in presenting the 20th Annual Report together with the audited accounts of the Company for the year ended March 31, 2016.

FINANCIAL RESULTS (Rupees in lacs)	(Standalone)	(Standalone)	(Consolidated)	(Consolidated)
PARTICULARS	2015-16	2014-15	2015-16	2014-15
Total Income	4.40	2.88	4.48	2.94
Total Expenses including Depreciation, Financial Cost and other expenses	562.86	24.59	562.91	24.66
Profit / (Loss) before Tax	(558.44)	(21.72)	(558.43)	(21.72)
Deferred Tax	(4.19)	(4.42)	(4.19)	(4.42)
Profit / (Loss) after Tax	(554.26)	(17.30)	(554.24)	(17.30)

### DIVIDEND

Your Directors do not recommend any dividend for the year in view of the accumulated losses in the Company.

### LISTING PARTICULARS

As required by Clause 32 of the Listing Agreement with the stock exchange, a cash flow statement is appended.

As per the revised Clause 49 of the Listing Agreement, a Report on Corporate Governance is attached to this report.

### INVESTORS RELATIONS

Integrated Enterprises (India) Ltd., a SEBI registered Transfer Agent, is the Company's Share Transfer Agent. All correspondence regarding securities and investor grievances are being attended to at the Registered Office or at the Share Transfer Agent's office located at Malleswaram, Bangalore. The Company, with an objective of friendly investor relations has set up a Shareholders'/Investors' Grievances Committee. The Committee ensures that all the queries and suggestions are properly attended to.

### CORPORATE GOVERNANCE

Your Company adheres to all the mandatory recommendations of Corporate Governance Code laid down under Clause 49 of the Listing Agreement with Bombay Stock Exchange. A report on Corporate Governance is provided in this Report. The Auditors' Certificate on Corporate Governance forms part of this Annual Report.

### PUBLIC DEPOSITS

Your Company has not accepted any deposits from the public during the year under review.

### CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company does not fall under the purview of section 135 of the Companies Act, 2013 during the financial year 2015-16.

### VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established.

### RELATED PARTY TRANSACTIONS

Related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company.

Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee for its omnibus approval. The details are annexed as per Form AOC-2. The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules there under and the Listing Agreement. This Policy was considered and approved by the Board.

### EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

### REMUNERATION RATIO OF THE DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP) / EMPLOYEES:

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is not given in view of the fact that there is no employee in the Company and the wholetime Directors are not drawing any remuneration. The sitting fee paid to independent directors is not significant.

### ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE:

The information pursuant to 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 on Conservation of energy, Research & Development and Technology Absorption:

#### a. Conservation of energy, Research and Development and technology absorption

The Company's operations are not energy intensive. However, adequate measures have been taken to reduce energy consumption by using energy efficient computers with latest technologies. An effort to conserve energy goes on a continual basis.

#### b. Foreign Exchange Earning and outgo

The information related to foreign exchange earnings and outgo during the year under review is given in notes on accounts.

**GREEN INITIATIVES IN CORPORATE GOVERNANCE**

In line with the changes in law permitting companies to send electronic copies of full Annual Report, notices, quarterly results etc., to the e-mail IDs of shareholders, the Company has arranged to send the soft copies of the documents to the e-mail IDs of shareholders available with us or the depositories. In case any of the shareholder would like to receive physical copy of the Annual Report, the same shall be forwarded on written request to the Registrars M/s Integrated Enterprises (India) Limited.

**DIRECTORS**

Mr. Milind Mehta Sogal, Mr. Vijayakumar N.A. retire by rotation and being eligible, offer themselves for re-appointment at the ensuing Annual General Meeting (AGM). Brief profile of the Directors is given in the notes to the Notice of the ensuing AGM.

Mrs. Swarupa H.S. was appointed as an Additional Woman Director effective from March 31, 2015.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(5) of the Companies Act, 2013,

Directors of your Company hereby state and confirm that:

- a) in the preparation of the annual accounts for the year ended 31st March, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the same period;
- c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) they have prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls in the company that are adequate and were operating effectively.
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

**DECLARATION OF INDEPENDENT DIRECTORS**

The Independent Directors have submitted their disclosures to the Board that they fulfil all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

**LISTING OF SHARES**

The Equity Shares of the Company are listed on BSE Limited (BSE). The Annual Listing Fee for the financial year 2015-16 has been partly paid to the Stock Exchange.

**AUDITORS**

M/s Shabbir & Rita Associates LLP, Chartered Accountants, Mumbai, Statutory Auditors of the Company retire at the forthcoming AGM and have expressed their willingness to continue as Statutory Auditors for the financial year 2016-17 and accordingly a resolution proposing their appointment is being submitted to the AGM. Members are requested to re-appoint them and fix their remuneration.

**STATUTORY DISCLOSURE**

None of the Directors of the Company is disqualified under the provisions of the Companies Act, 2013. Your Directors have made necessary disclosures as required under various provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

**MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis forming part of this Annual Report is attached.

**ACKNOWLEDGEMENTS**

The Directors place on record their gratitude for all the guidance and co-operation received from all its clients, vendors, bankers, advisors, regulatory and Government authorities.

On behalf of the Board of Directors

**M.S. Sridhar**

Joint Managing Director

Bengaluru

May 29, 2016

**Anand S.K.**

Managing Director

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**Form MR-3**  
**Secretarial Audit Report**

For the Financial Year ended March 31, 2016

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Board of Directors  
Cyberscape Multimedia Limited  
# 1456, 30th Cross, 23rd Main  
Banashankari 2<sup>nd</sup> Stage  
Bengaluru-560070

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Cyberscape Multimedia Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period ended on March 31, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

## SECRETARIAL AUDIT REPORT



1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Cyberscape Multimedia Limited ("The Company")** for the period ended on March 31, 2016 according to the provisions of:

- i. The Companies Act, 2013 (**the Act**) and the Rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company :-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 [**Not applicable as the Company has not issued any options to the Employees**];
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 [**Not applicable as the Company has not issued and listed any debt securities during the financial year under review**];
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client [**Not applicable as the Company is not registered as Issue and Share Transfer Agent**];
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 [**Not applicable as the Company has not bought back / proposed to buy-back any of its securities during the financial year under review**]
- vi. The management has identified and confirmed the following laws as specifically applicable to the Company:
  - a. Information Technology Act, 2000 and the rules made thereunder

**I have also examined compliance with the applicable clauses of the following:**

- i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with BSE Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations.

- (a) Voting Result – Regulation 44 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015
- (b) Compliance Officer – Regulations 6 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015
- (c) Fees and other charges – Regulations 14 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015
- (d) Advertisements in Newspapers – Regulations 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (e) Appointment of Company Secretary – Section 203 of Companies Act
- (f) Filing of resolutions with Registrar of Companies – Appointment of Secretarial Auditor, Approval of Financial Results, Report on Annual General Meeting.
- (g) Voting through Electronic Means – Section 108 of Companies Act, 2013

### **I further report that:-**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decision the Board and Committees were carried with requisite majority.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I report further that, during the audit period, there were no specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc., having major bearing on the Company's affairs.

**Place: Bangalore**  
**Date: 29.05.2016**

**Name: Shashikala Hemanth**  
Designation: Practicing Company Secretary  
ACS No.29319;  
CP No.13091

**FORM AOC-2**

(Pursuant to clause (h) of sub-section (3) of  
 section 134 of the Act and  
 Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso is given below :

1. Details of contracts or arrangements or transactions not at Arm's length basis.

Sl.No.	Particulars	Details
1.	Name (s) of the related party & nature of Relationship	NIL
2.	Nature of contracts/arrangements/transaction	NA
3.	Duration of the contracts/arrangements/transaction	NA
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
5.	Justification for entering into such contracts or arrangements or transactions	NA
6.	Date of approval by the Board	NA
7.	Amount paid as advances, if any	NA
8.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA

2. Details of contracts or arrangements or transactions at Arm's length basis.

Sl.No.	Particulars	Details
1.	Name (s) of the related party & nature of Relationship	NA
2.	Nature of contracts/arrangements/transaction	NA
3.	Duration of the contracts/arrangements/transaction	NA
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
5.	Date of approval by the Board	NA
6.	Amount paid as advances, if any	NA



**Management's Analysis**

In a scenario where there are no employees left and there is no business activity worth the name happening there seems to be no movement on revenue or value generation from any of the assets of the company. In spite of attempts, because of the extremely low holding of 16% of the core promoters the management is unable to attract any investors who could remedy the situation and the chances of revival appear remote.

Our attempt to persuade the top 10 shareholders to agree to give a potential buyer a substantial controlling stake have failed and even funds for compliance with statutory agencies is a challenge and as of now dependent on inflow of personal funds of the promoters. This too is very limited and we may turn non-compliant very soon.

An exit strategy to prevent a complete shutdown resulting in a total loss of value for everyone is the only solution and is the need of the hour and all stakeholders need to put their heads to it. The alternative could be to move a special resolution to wind up the company in case the above suggested exit by an acquiring entity fails to happen within a reasonable time period because we simply do not have the resource to carry on anymore.

**Strengths**

Our only strengths in our product IP and attempts to extract value from our product IP have failed due to lack of resources and rapid obsolescence in the newly emerging IT scenario which is moving away from desktops to mobile devices and cloud based offerings:

**Weaknesses**

The IT industry is in great flux and highly unforgiving and even former tech giants like Nokia, Blackberry and Kodak have perished in the rough waters of obsolescence. Unable to move to the new paradigm a similar fate awaits us in absence of any corrective steps. The product scene has transformed with products increasingly being available on subscription basis in the SAAS model (Software as a Service) and we are unable to leverage this.

**Opportunities**

Like the Ice Age which completely laid low the dinosaurs which could not adapt to the changing environment, we are in an unenviable position of seeing all worthwhile opportunities eluding our grasp, because we are still mired in the desktop era of computing while the world has moved to mobile and cloud computing.

**Threats**

All our intangible assets in terms of intellectual property built over the years have turned into unproductive assets with hardly any residual value left as we have no worthwhile infrastructure or human resources left to convert them into revenue streams and may have become completely obsolete.

Only large companies with deep pockets can survive this onslaught especially in a scenario where great products are available virtually free to use in the "freemium" model which is so prevalent now, rather than being licensed. This requires a huge investment in the cloud infrastructure for delivery and is a completely different business model and out of our reach.

**Financial scenario**

The consolidated total income of the company has slightly risen from Rs. **2.95** lakhs in 2014-2015 to Rs. **4.48** lakhs in 2015-2016 and the company has a net loss of Rs. **558** lakhs (after considering a depreciation of Rs. **0.65** lakhs) as compared to a net loss of Rs. **21.72** lakhs in the previous year. The company's bottom line is below the water line due to minimum running costs and inadequate revenue. Most of the intangible assets have been written off since there is no means to turn them into anything of value due to dire financial situation.

**Human resources**

As reported last year we have no staff left and the executive directors with the support and advice of the independent directors are trying to figure out a honourable exit by trying to attract strategic investors to revive the company. Our independent directors have been very understanding and supportive and we really thank them for their moral support at this juncture.

**EXTRACT OF ANNUAL RETURN \***
**FORM MGT 9**

(Pursuant to Section 92 (3) of the Companies Act, 2013 and  
 Rule 12(1) of the Company (Management & Administration) Rules, 2014)  
**Financial Year Ended on 31-03-2016**

**I. REGISTRATION & OTHER DETAILS:**

1. CIN	L22130KA1996PLC020728
2. Registration Date	01-07-1996
3. Name of the Company	CYBERSCAPE MULTIMEDIA LIMITED
4. Category/Sub-category of the Company	COMPANY LIMITED BY SHARES
5. Address of the Registered office & Contact Details	# 1456, 30th Cross, 23rd Main, Banashankari 2nd Stage Bangalore-560070.
6. Whether listed company	YES (LISTED WITH BSE)
7. Name, Address & contact details of the Registrar & Transfer Agent, if any.	<b>INTEGRATED ENTERPRISES (INDIA) LTD</b> CIN NO: U65993TN1987PLC014964 No. 30, Ramana Residency, 4th Cross Sampige Road, Malleswaram, Bangalore-560003 Tel: +080-23460815-818 Fax: +91-80-23460819 Email: irg@integratedindia.in

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

(All the business activities contributing 10% or more of the total turnover of the company shall be stated)

Sl. No.	Name and Description of main Product/service	NIC Code of the products/services	% to total turnover of the company
1	COMPUTER SOFTWARE	4911	100 %

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

(All the business activities contributing 10% or more of the total turnover of the company shall be stated)

Sl. No.	Name and Description of main Product/service	NIC Code of the products/services	% to total turnover of the company
NIL			

Note: \* Some data like share holding pattern etc. has been re-formatted or re-cast to be compatible with the stock exchange disclosure format wherever appropriate