

*26<sup>th</sup>  
Annual  
Report  
2014 - 2015*

**GV** Films Ltd.



# GV Films Ltd.

CIN : L92490MH1989PLC238780

Email : cs.gvfilms@gmail.com

26<sup>th</sup> ANNUAL REPORT 2014-15

## DIRECTORS

Balakumar Vethagiri Giri - Managing Director

Ganesh Mahadevan

Sudhakar Mallapa Shetty

Sushil Shrinivas Shetty

Shivkumar Bhanupratap Singh

Sushant Srinivas Shetty

Dinesh Mohan Naik

Usha Sandeep (till 28.11.2015)

Dr. Ishari Kadhivelan Ganesh (from 28.11.2015)

Ms. Isari Ganesh Arthi (from 28.11.2015)

Ms. Deepthi Chunduru (from 28.11.2015)

Chief Financial Officer - Suresh Amin

Company Secretary - Viswanathan Sridhar

## AUDITORS

R. Ravindran & Associates

(Chartered Accountant)

## BANKERS

ICICI Bank Ltd.

HDFC Bank Ltd.

The Cosmos Co. Operative Bank Ltd.

Union Bank

## REGD. OFFICE

No. 001, Damini Building,

Next to Dilkhush School,

Opp. Hotel Ramada Palm Grove,

Juhu Tara Road, Juhu,

Vile Parle (West), Mumbai - 400 049.

## REGISTRAR & SHARE TRANSFER AGENT

M/s Cameo Corporate Services Ltd

"Subramanian Building", 1 Club House Road,

Chennai – 600 002

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## ANNUAL GENERAL MEETING

Date & Time: Wednesday, 30<sup>th</sup> December 2015 at 4.00 p.m.

Venue: IMA Building, 2nd floor, J R Mhatre Marg, J.V.P.D. Scheme, Juhu, Mumbai – 400049.

## CHAIRMAN'S STATEMENT



Dear Shareholders,

I am privileged to welcome you all to this 26<sup>th</sup> Annual General Meeting of the company.

The Indian economy is showing signs of recovery and the various indices are showing a positive sign. The film industry is also growing and the growth is positive. At G V Films we are growing up to take the challenge so that your company can show positive results.

The Company and the Board are growing up to face the challenges and uplift the performance to enable the company to be a world class and professionally managed entity within a short period of time.

The company's results have shown some improvement but we are trying our level best to better the performance and show good results in the coming years.

I take this opportunity to convey my personal gratitude for confidence reposed by you all in the Company's Board of Directors. I convey my sincere thanks to all Shareholders, Employees, Bankers, State and Central Government Departments for helping us to reach this far.

Once again I appeal to all our shareholders for supporting us and we assure that we will be bringing up the company to new heights and expectations.

**BALAKUMAR VETHAGIRI GIRI**  
M.D & CEO

## NOTICE

**NOTICE** is hereby given that the Twenty-Sixth Annual General Meeting of the members of GV Films Limited will be held on Wednesday, 30<sup>th</sup> December, 2015 at 4.00 p.m at IMA Building, 2<sup>nd</sup> floor, J. R. Mhatre Marg, J.V.P.D. Scheme, Juhu, Mumbai – 400049, to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements including Audited Consolidated Financial Statement for the year ended 31<sup>st</sup> March 2015, together with Director's Report and Auditor's Report thereon.
2. To appoint a Director in place of Mr. Ganesh Mahadevan, (DIN 01007684) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Sudhakar Mallappa Shetty, (DIN 00726160) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Statutory Auditors of the Company and fix their remuneration and in this regards to consider and thought fit, to pass with or without modification, the following resolution as **Ordinary Resolution** :

**RESOLVED THAT** pursuant to Sections 139, 142 and other applicable provisions of the Companies Act, 2013 and allied rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. R. Ravindran & Associates, Chartered Accountants (Firm Registration No.003222S) be and are hereby appointed as Auditors of the Company to hold such office from the conclusion of this Annual General Meeting ( AGM) till the conclusion of Twenty Eighth (28<sup>th</sup>) AGM to be held in the year 2017 (subject to ratification of their appointment at every AGM).

**"RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to fix the remuneration and other terms and conditions of re-appointment of the Statutory Auditors."

### SPECIAL BUSINESS

5. **APPOINTMENT OF MR. BALAKUMAR VETHAGIRI GIRI AS MANAGING DIRECTOR OF THE COMPANY**

To consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any of the Companies Act, 2013 (the "Act") and the rules made thereunder (including Statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Act and Articles of Association of the Company, the consent of the Shareholders of the Company be and is hereby accorded to the appointment of Mr. Balakumar Vethagiri Giri (DIN: 01735497) as Managing Director of the Company for a period of 5 years effective 29<sup>th</sup> January, 2015 on the terms and conditions including remuneration as are set out in the draft agreement to be entered into between the Company and Mr. Balakumar Vethagiri Giri with liberty to the Board of Directors of the Company to alter and vary the terms and conditions and the remuneration thereof in such manner as may be agreed to between the Board and Mr. Balakumar Vethagiri Giri subject to the applicable provisions of the Act or any amendment thereto or any re-enactment thereof.

**RESOLVED THAT** in the event of absence or inadequacy of profits in any financial year during his tenure as Managing Director the remuneration payable to him shall be in accordance with Schedule V of the Act.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all necessary acts and things as may be necessary for giving effect to this resolution"

6. **APPOINTMENT OF DR. ISHARI KADHIRVELAN GANESH AS A DIRECTOR OF THE COMPANY LIABLE TO RETIRE BY ROTATION**

To consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") and Companies (Appointment and Qualification of Directors) Rules 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Dr. Ishari Kadhirvelan Ganesh (DIN 00563409 )who was appointed an Additional Director of the Company with effect from 28.11.2015 and who holds Office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a Notice in writing under Section 160 of the Act from a Member proposing his candidature for the Office of Director, be and is hereby appointed as a Director and liable to retire by rotation"

7. **APPOINTMENT OF MRS. ISARI GANESH ARTHI AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") and Companies (Appointment and Qualification of Directors) Rules 2014 (including any Statutory



modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mrs. Isari Ganesh Arthi (DIN 00568101) who was appointed as Additional Director of the Company with effect from 28.11.2015 and who holds Office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a Notice in writing under Section 160 of the Act from a Member proposing her candidature for the Office of Director, be and is hereby appointed as an Independent Director and not liable to retire by rotation”

**8. APPOINTMENT OF MRS. DEEPTHI CHUNDURU AS A DIRECTOR OF THE COMPANY LIABLE TO RETIRE BY ROTATION**

To consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and Companies (Appointment and Qualification of Directors) Rules 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mrs. Deepthi Chunduru (DIN 00975002) who was appointed as Additional Director of the Company with effect from 28.11.2015 and who holds Office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a Notice in writing under Section 160 of the Act from a Member proposing her candidature for the Office of Director, be and is hereby appointed as a Director liable to retire by rotation”

**BY THE ORDER OF THE BOARD OF DIRECTORS  
FOR GV FILMS LIMITED**

**Sd/-  
VISWANATHAN SRIDHAR  
COMPANY SECRETARY**

Place : Mumbai

Date : 28<sup>th</sup> November, 2015

**Notes**

- a) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, SHOULD BE COMPLETE, STAMPED AND SIGNED AND MUST BE RECEIVED AT THE COMPANY’S REGISTERED OFFICE, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

**A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS.**

**A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH OTHER PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**

- b) Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- c) Register of Members & Share Transfer Books of the Company will remain closed from 26<sup>th</sup> December, 2015 to 30<sup>th</sup> December, 2015 (both days inclusive) for the purpose of Annual General Meeting.
- d) Explanatory Statements pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business set out above is annexed hereto.
- e) Members are requested to bring their copies of the Annual Reports to the Annual General Meeting of the Company.
- f) The Members/proxies should bring the attendance slip duly filled in and signed for attending the meeting.
- g) Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, 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 can now register the same by coordinating RTA of the Company i.e. M/s Cameo Corporate Services

Ltd. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

- h) All documents relevant to the Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on any working day prior to the date of the Annual General Meeting, except Saturdays and Sundays, between 11.00 pm and 1.00 pm.
- i) Pursuant to Section 108 of the Companies Act, 2013 and Rule 20, of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The members, whose names appear in the Register of Members/list of beneficial owners as on 23<sup>rd</sup> December, 2015 may cast their vote electronically. The members, who have acquired shares after the dispatch of the AGM Notice, may approach the Company for issuance of the User Id and Password for exercising their right to vote by electronic means. The voting period will commence at 9.00 a.m. on Saturday, the 26<sup>th</sup> December, 2015 and will end at 6.00 p.m. on Tuesday the 29<sup>th</sup> December, 2015. The Company has appointed M/s. Aabid & Co, Practicing Company Secretary, to act as the scrutinizer, for conducting the scrutiny of the votes cast. The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

#### **Procedure for E-voting:**

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26<sup>th</sup> December, 2015 at 9.00 A.M. and ends on 29<sup>th</sup> December, 2015 till 6.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23<sup>rd</sup> December, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	<ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> </ul>
	<ul style="list-style-type: none"> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.
	<ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.

- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <G V Films Limited > on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians:
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut – off date and not casting their votes electronically, may cast their vote at the AGM venue, facility will be available at the venue. The results of e-voting will be placed by the Company on the website: [www.gvfilms.com](http://www.gvfilms.com) two days of the AGM and also communicated to the stock exchanges, where the shares of the Company are listed.

- J. The resolution proposed will be deemed to have been passed on the date of AGM subject to receipt of number of votes in favour of the resolutions.
- K. Voting will be provided to the members through e-voting and / or at the EOGM venue. A member can opt for only one mode of voting i.e. either through e-voting or ballot. If a member cast votes by both modes, then voting done through e-voting shall prevail and the ballot shall be treated as invalid.
- L. Members/Proxies are requested to bring their attendance slip dully filled in.

#### **Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013**

The following statement sets out all the material facts relating to the special business mentioned in the accompanying Notice dated 28<sup>th</sup> November, 2015 and shall be taken as forming part of the notice.

**Item No-5**

Mr. Balakumar Vethagiri Giri was appointed as Managing Director of the Company for a period of 5 years commencing from 29.01.2010 upto 28.01.2015. The Board of Directors of the Company at their meeting held on 14.11.2014 appointed Mr. Balakumar Vethagiri Giri as Managing Director of the Company for period of 5 years commencing from 29.01.2015 in accordance with the provisions of Sections 196,197,203 and other applicable provisions if any, of the Companies Act 2013 (the "Act") and the rules made there under including (statutory modification (s) or re-enactment thereof for the time being in force) read with Schedule V of the Act and the Articles of Association of the Company and subject to the approval of the members of the company.

Mr. Balakumar Vethagiri Giri, B.A, is a well known personality in South Indian and Bollywood Film Industry having an experience of more than 35 years. He has produced quite a few successful films in Hindi, Marathi, Tamil, Telugu & Kannada. He is also a Director in Shruti Hospitality Pvt. Limited. He does not hold any Shares in G.V. Films Ltd.

Appropriate notice has been received from the member proposing Mr. Balakumar Vethagiri Giri as a candidate for the Office of Director of the Company.

The material terms of the agreement to be entered into between the Company and Mr. Balakumar Vethagiri Giri are given below :

The remuneration payable to Mr. Balakumar Vethagiri Giri shall be determined by the Board of Directors of the Company from time to time and it shall be within the maximum permissible limits under the Companies Act, 2013 and the rules made there under.

**Salary**

₹ 3.5 Lacs (Rupees Three Lacs Fifty Thousand only) per month.

**Commission**

Not exceeding 1 % of the net profits of the Company in any financial year.

**Perquisites:**

1. He shall be entitled for furnished accommodation or house rent allowance in lieu thereof, gas, water, medical reimbursement, leave travel concession for self and family, club fees, personal accident insurance, car, telephone and such other perquisites as may be determined by the Board of Directors of the Company, the monetary value to be determined in accordance with the Income Tax Rules.

In addition to the perquisites mentioned above he shall also be eligible to other perquisites which shall not be included in the ceilings of perquisites.

1. Children's education: Reimbursement of actual expenses on education of children for a maximum of two children, studying in or outside India.
2. Holiday package for children: Entitlement to cost of return air fare for children studying abroad to visit India twice in a year by economic class.
3. Leave travel concession: For self and family once in a year, for any destination.
4. Annual leave: 6 weeks leave for every 12 months of service. Encashment of leave will not be included in the perquisites of the Company.
5. In the event of absence or inadequacy of profits in any financial year Mr. Balakumar Vethagiri Giri will be paid the aforesaid remuneration as minimum remuneration for that year in accordance with the Companies Act, 2013. The Board shall have the discretion and the authority to modify the forgoing terms of remuneration within the parameter of applicable provisions of the Companies Act, 2013.
6. As Managing Director Mr. Balakumar Vethagiri Giri will have all the requisite powers the authority to enable him to manage the Company on a day to day basis
7. The appointment will be for a period of 5 yrs which may be terminated by either party by giving to the other party 90 days notice in writing or in the case of the Company by payment of 90 days salary as compensation in lieu of such notice
8. Requisite consent has been received from Mr. Balakumar Vethagiri Giri in accordance with the provisions of the Companies Act, 2013



9. All relevant informant in connection with the resolution will be available for inspection by the members at the registered office of the Company during business hours on any working day excluding Saturday and public holidays upto the date of this meeting.
10. Mr. Balakumar Vethagiri Giri attended all the 8 board meeting held during the financial year 2014-2015.
11. Except Mr. Balakumar Vethagiri Giri, nobody is concerned and interested in the resolution set out at item no. 5.
12. The explanatory statement given is in accordance with the provisions of the Companies Act, 2013 and the listing agreement.

**Item No-6**

Dr. Ishari Kadhivelan Ganesh (DIN 00563409 )who was appointed as Additional Director of the Company with effect from 28.11.2015 and who holds Office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a Notice in writing under Section 160 of the Act from a Member proposing his candidature for the Office of Director liable to retire by rotation.

Dr. Ganesh is an M. Com. B.L., Ph.D. - University of Madras - Dept. of Politics & Public – Administration and M.B.A - University of Madras. Dr. Ganesh is presently the Chancellor of VELS UNIVERSITY, Chennai.

Dr. Ganesh, has a different dimension to his business activity which is multifarious ranging from Investments, Real Estate, Hotel Industry and Warehousing. He also proposes to diversify into the corporate form of Agricultural operations and floriculture activities in the outskirts of Madurai.

The Board considers that with his rich experience, association of Dr. Ishari K Ganesh, would be beneficial to the Company and as such recommends his appointment as a Director liable to retire by rotation.

**Item No-7**

Mrs. Isari Ganesh Arthi (DIN 00568101) who was appointed as Additional Director of the Company with effect from 28.11.2015 and who holds Office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a Notice in writing under Section 160 of the Act from a Member proposing his candidature for the Office of Director be appointed as an Independent Director.

Mrs. Isari Ganesh Arthi, B.Sc, MCA, B.Ed, M.Ed, PH.D is the Vice-President (Academic) of VELS UNIVERSITY.

The Board considers that with her rich experience, association of Mrs. Arthi, would be beneficial to the Company and as such recommends his appointment as an Independent Director and not liable to retire by rotation.

**Item No-8**

Mrs. Deepthi Chunduru (DIN 00975002) who was appointed as Additional Director of the Company with effect from 28.11.2015 and who holds Office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a Notice in writing under Section 160 of the Act from a Member proposing his candidature for the Office of Director liable to retire by rotation.

Mrs. Deepthi Chunduru, wife of Mr. M.V. Balagiri has vast experience in Hospitality and Leisure Industry.

The Board considers that with her rich experience, association of Mrs. Deepthi Chunduru, would be beneficial to the Company and as such recommends his appointment as a Director liable to retire by rotation.

**For and on behalf of the Board of Directors  
GV FILMS LIMITED**

**Sd/-  
VISWANATHAN SRIDHAR  
COMPANY SECRETARY**

Registered Office :- 1, Damini Building, Next to Dilkush School,  
Opp. Ramada Plam Grove, Juhu Tara Road, Juhu, Vile Parle,  
Mumbai -400 049.

Date: 28<sup>th</sup> November, 2015

**ANNEXURE**
**DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING OF THE COMPANY**

Name of Directors	Mr. Balakumar Vethagiri Giri (Managing Director)	Mr. Sudhhakar Mallappa Shetty	Mr. Mahadevan Ganesh	Dr. Ishari K Ganesh	Mrs. Arthi K Ganesh	Mrs. Deepthi Chunduru
Date of Birth	01/08/1955	18/04/1961	21/08/1957	07/10/1966	11/11/1973	11/05/1973
Date of Appointment	29/01/2015	01/10/2013	27/02/2004	28/11/2015	28/11/2015	28/11/2015
Qualifications	B.A	S.S.C	B. Com	M.Com. B.L., Ph.D. , M.B.A - University of Madras - Dept. of Politics & Public – Administration.	B.Sc, M.C.A, B.Ed., M.Ed., Ph.D – University of Madras	MBA in Finanace
Expertise	Well known personality in South Indian and Bollywood Film Industry having an experience of more than 35 years. He has produced quite a few successful films in Hindi & Marathi.	Leading developer of Mumbai	Hails from a family who have been in the film business for nearly forty four years.	He is presently the Chancellor of Vels University, Chennai. He has a different dimension to his Business activity which is multifarious ranging from Investments, Real Estate, Hotel Industry and Warehousing.	She is a young and dynamic lady interested in education and presently she is Vice President (Academic) of Vels University.	She is a great believer in adopting the latest management tools. For the last two decades she is actively engaged in construction, hospitality and fashion industries.
Directorship held in other Public Companies (excluding foreign and Section 25 Companies)	Sidhesh Corporation Ltd	None	None	Olympic Cards Ltd	None	None
Membership of committees in other public companies (includes only Audit and stakeholders Relationship Committee)	NA	NA	NA	NA	NA	NA
Shareholding of Directors	NIL	NIL	NIL	NIL	NIL	NIL

**IMPORTANT COMMUNICATION TO MEMBERS**

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register the same with the Company’s Share Transfer Agent, M/s Cameo Corporate Services Ltd. Email: [cameo@cameoindia.com](mailto:cameo@cameoindia.com)