

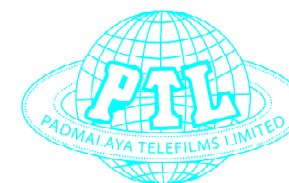
PRINTED MATTER  
BOOK – POST

If Undelivered, please return to :

**PADMALAYA TELEFILMS LIMITED**

Plot No. 138, H.No. 8-3-222/1/23,  
Madhura Nagar, Yusuf Guda,  
Hyderabad - 500 038

**24<sup>th</sup>**  
**ANNUAL REPORT**  
**2014 – 15**



*Padmalaya*  
TELEFILMS LIMITED

## Corporate Information

### Board of Directors

Sri. Bijay Kumar Khemkha	-	Chairman (DIN: 01543776)
Sri. G.V.Narasimha Rao	-	Executive Director (DIN: 01763565)
Sri. S.Sreenivasa Rao	-	Director - Works (DIN: 01691043)
Dr. D.V.N.Raju	-	Independent Director (DIN: 01887919)

### Regd. & Administrative Office

Plot No.138, H.No. 8-3-222/1/23,  
Madhura Nagar, Yusuf Guda, Hyderabad - 500 038

### Auditors

M/s P. Murali & Co.,  
Chartered Accountants,  
6-3-655/2/3, Somaji Guda  
Hyderabad - 500 082

### Bankers

Allahabad Bank

### Share Transfer Agents

Karvy Computershare Pvt. Ltd.  
Plot No.17-24, Vittal Rao Nagar,  
Madhapur,  
Hyderabad - 500 081.  
Ph : 040-44655000, Fax: 040-23420814  
email : einward.ris@karvy.com

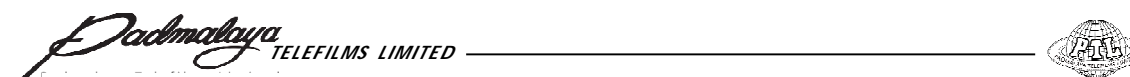
### Listing

The Bommay Stock Exchnge Limited, Mumbai  
The National Stock Exchange Limited, Mumabi

**Corporate Identification Number: L92111TG1991PLC013222**

## CONTENTS

	Page No.
NOTICE TO THE MEMBERS.....	1
DIRECTOR'S REPORT.....	5
REPORT ON CORPORATE GOVERNANCE.....	19
GENERAL SHARE HOLDERS INFORMATION.....	23
AUDITOR'S REPORT.....	28
BALANCE SHEET.....	32
PROFIT & LOSS ACCOUNT.....	33
CASH FLOW STATEMENT.....	36
NOTES TO FINANCIAL STATEMENTS.....	37
BALANCE SHEET ABSTRACT.....	47
ATTENDANCE SHEET .....	48
PROXY FORM .....	49



## PADMAYALA TELEFILMS LIMITED

(CIN: L92111TG1991PLC013222)

Regd. Office: Plot No. 138, H.No. 8-3-222/1/23, Madhuranagar, YousufGuda, Hyderabad - 500 038, Telangana.

Website: www.padmalyatelefilms.com; Email: info@padmalaya.co.in, padmalayatelefilms@gmail.com

### PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	L92111TG1991PLC013222
Name of the Company	Padmalaya Telefilms Limited
Registered office	Plot No. 138, H.No. 8-3-222/1/23, Madhuranagar, YousufGuda, Hyderabad - 500 038
Name of the Member(s)	
Registered Address	
Email Id	
Folio No / Client ID	
DP ID:	

I/ We, being the member(s) of \_\_\_\_\_ shares of the above named company, hereby appoint

1	Name			
	Address			
	E- Mail ID		Signature	
	of failing him			
2	Name			
	Address			
	E- Mail ID		Signature	
	of failing him			
	of failing him			
3	Name			
	Address			
	E- Mail ID		Signature	
	of failing him			
	of failing him			

as my / our proxy to attend and vote (on a poll) for me/ us and on my / our behalf at the 24th Annual General Meeting of the Company, to be held on 30th day of September, 2015 at 09:30 A. M at the State Gallery Of Fine Arts, Road No.1, Kavuri Hills, Madhapur, Hyderabad-500 033, Telangana and at any adjournment thereof in respect of such resolution as are indicated below:

Sl No.	Resolutions	For	Against	Abstain
<b>Ordinary business</b>				
1	To consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors			
2	Re-appointment of Sri. S. Sreenivasa Rao(DIN: 01691043), who retires by rotation			
3	Ratification of appointment of M/s P Murali& Co, Chartered Accountants as Statutory Auditors			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2015

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder (s) \_\_\_\_\_

Affix  
Revenue  
Stamp

Note:

This of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

# PADMALAYA TELEFILMS LIMITED

(CIN: L92111TG1991PLC013222)

Regd. Office: Plot No. 138, H.No. 8-3-222/1/23,

Madhuranagar, YousufGuda, Hyderabad - 500 038, Telangana.

Website: [www.padmalyatelefilms.com](http://www.padmalyatelefilms.com); Email: [info@padmalaya.co.in](mailto:info@padmalaya.co.in),  
[padmalayatelefilms@gmail.com](mailto:padmalayatelefilms@gmail.com)

## ATTENDANCE SLIP FOR 24<sup>TH</sup> ANNUAL GENERAL MEETING

(to be handed it over at venue of the meeting)

I certify that I am a registered shareholder/ proxy/ representative for the registered shareholder(s) of Intense Technologies Limited.

DP ID*		Folio No.	
Client ID*		No. of Shares	

\* Applicable for investors holding shares in electronic form

I hereby record my presence at the 24th Annual General Meeting of the Company held on 30th day of September, 2015 at 09:30 A.M at State Gallery Of Fine Arts, Road No.1, Kavuri Hills, Madhapur, Hyderabad-500 033, Telangana.

Name and Address of Member

Signature of Shareholder/ Proxy/Representative  
(Please Specify)

Note:

- Shareholders/ Proxy holders are requested to bring the Attendance Slips with them duly completed when they come to the meeting and hand them over at the venue, affixing their signature on them.
- Members are informed that no duplicate attendance slips will be issued at the venue of the meeting.

## NOTICE

NOTICE IS HEREBY GIVEN THAT THE 24<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S.PADMALAYA TELEFILMS LIMITED (CIN: L92111TG1991PLC013222) WILL BE HELD ON WEDNESDAY THE 30TH SEPTEMBER, 2015 AT 9.30 A.M AT THE STATE GALLERY OF FINE ARTS, ROAD NO.1, KAVURI HILLS, MADHAPUR, HYDERABAD-500 033 TO TRANSACT THE FOLLOWING BUSINESS:

### ORDINARY BUSINESS

- To receive, consider, approve and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2015 and Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon
- To appoint a Director in place of Sri. S. Sreenivasa Rao who retires by rotation and being eligible offers himself for reappointment.
- To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** Pursuant to the ordinary resolution passed by the members at the 23<sup>rd</sup> Annual General Meeting of the Company and to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013, the appointment of M/s P. Murali & Co., Chartered Accountants, Hyderabad (Firm Registration No: 007257S) as Statutory Auditors of the Company for the financial year ending 31<sup>st</sup> March, 2016 at such remuneration as may be approved by the Board of Directors of the company be and is hereby ratified.

for and on behalf of the Board

Sd/-

(Bijay Kumar Khemka)  
Chairman

Place : Hyderabad  
Date : 14<sup>th</sup> August, 2015



**Notes :**

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on poll instead of himself/herself and a proxy need not be a member of the company. The instrument of Proxy in order to be effective should be deposited at its Registered Office of the Company not later than forty eight 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 carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholders.

2. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 23-09-2015 to 30-09-2015 (both days inclusive). The book closure dates have been fixed in consultation with the Stock Exchanges.
3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, 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 submitting a duly filled in 'E-Communication Registration Form', available on the website of the Share Transfer Agent of the Company. i.e. [www.karvycomputershare.com](http://www.karvycomputershare.com), to M/s. Karvy Computershare Pvt. Ltd. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
4. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.
5. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 24th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by M/s Karvy Computershare Pvt. Ltd.

**6. PROCEDURE FOR E-VOTING**

1. The Company has entered into an arrangement with M/s Karvy Computershare Pvt. Ltd for facilitating e-voting to all the Share Holders of the company for AGM. The instructions for e-voting are as under:

**The instructions for e-voting are as under:**

**A. In case a Member receiving an email from Karvy [for Members whose email IDs are registered with the Company / Depository Participant(s)]:**

- i) Launch internet browser by typing the URL: <https://evoting.karvy.com>
- ii) Enter the login credentials (i.e., User ID and password mentioned below). Your Folio No./ DP ID-Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
- iii) After entering these details appropriately, Click on "LOGIN".



**BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

**1 Registration Details**

CIN No. 

L	9	2	1	1	T	G	1	9	9	1	P	L	C	0	1	3	2	2	2
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

Balance Sheet 

3	1	0	3	2	0	1	5
---	---	---	---	---	---	---	---

  
Date Month Year

**2 Capital Raised During The Year (Amount Rs. In thousands)**

Public Issue 

N	I	L
---	---	---

 Rights Issue 

N	I	L
---	---	---

Bonus Issue 

N	I	L
---	---	---

 Private Placement 

N	I	L
---	---	---

**3 Position of Mobilisation and deployment of funds (Amount Rs. In thousands)**

Total Liabilities 

2	0	0	9	7	0
---	---	---	---	---	---

 Total Assets 

2	0	0	9	7	0
---	---	---	---	---	---

**Sources of Funds**

Paid-Up Capital 

1	6	9	9	7	6
---	---	---	---	---	---

 Reserves & Surplus 

-	1	5	7	4	8
---	---	---	---	---	---

Secured Loans 

4	4	8	7	8
---	---	---	---	---

 Differed tax lia. 

1	8	6	4
---	---	---	---

**Application Funds**

Net Fixed Assets 

1	4	3	3	9
---	---	---	---	---

 Investments 

N	I	L
---	---	---

Net Current Assets 

1	8	6	6	3	1
---	---	---	---	---	---

Accumulated Losses 

N	I	L
---	---	---

**4 Performance of the Company (Amount Rs. In Thousand)**

Turn Over 

2	3	9	7	5
---	---	---	---	---

 Total Expenditure 

3	1	5	7	3
---	---	---	---	---

Loss Before Tax 

9	4	6	4
---	---	---	---

 Loss After Tax 

6	1	5	1
---	---	---	---

Earning Per Share 

N	A
---	---

 Dividend Rate (Weighted Average) 

N	I	L
---	---	---

**5 Generic Names of Principal Products / Services of the Company (As per Monetary Items)**

Item Code No. 

8	5	2	4	2	3	0	9
---	---	---	---	---	---	---	---

Item Code No. Television Software, Features Films, Production & Distribution



### 32. Foreign exchange inflow and Outflow

- a) Foreign exchange inflow - Nil (Previous Year - Nil)
- b) Foreign exchange outflow - Nil (Previous Year - Nil)

### 33. Contingent Liabilities

The company's has filed appeal before Hon'ble Commissioner of Income Tax (Appeals), Hyderabad against the demand of Income Tax amounting to Rs. 1.50 crores for the Assessment years 2003-2004 and the same is disposed - off in favour of the company. As per orders passed by the Hon'ble Commissioner of Income Tax (Appeals), Hyderabad, the demand has become nil.

### 34. Legal cases:

- a. M/s Data Soft, Mumbai filed recovery petition against the company for recovering its dues to the tune of Rs. 2.52 lakhs. The company negotiating with the party for settlement.
- b. HDFC bank has filed a case against the Company for recovery of secured loan given to the Company for due amount in DRT. Further the company has been approached with bank for one time settlement and still it is pending for consideration. The Company has not provided the interest on loan outstanding for the financial year 2014-2015.

### 35. Balances of Sundry debtors/creditors, loans are subject to Confirmations

### 36. There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act 2006 to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made.

### 37. Previous years' figures are restated/regrouped/rearranged wherever necessary in order to confirm to the current years' grouping and classifications.

### 38. Figures have been rounded off to the nearest rupee.

Signatures to the notes no.1 to 38

As per our report of even date

**for and on behalf of the Board**

**For P.Murali & Co.,**

Chartered Accountants  
FRN: 007257 S

Sd/-

**P.Murali Mohana Rao**

Partner

Member Ship No. 23412

Sd/-

Director

Sd/-

Whole Time Director

Place: Hyderabad

Date: 30<sup>th</sup> May, 2015



iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.) The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v) You need to login again with the new credentials.

vi) On successful login, the system will prompt you to select the "EVENT" i.e., Padmalaya Telefilms Limited.

vii) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii) Shareholders holding multiple folios/demat accounts shall choose the voting process separately for each folios/demat accounts.

ix) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.

x) You may then cast your vote by selecting an appropriate option and click on "Submit".

xi) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any numbers of times till they have voted on the Resolution(s).

xii) Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email ID: schid285@gmail.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Corporate Name\_EVENT NO".

### B. In case of Members receiving physical copy of the AGM Notice by Post [for Members whose email IDs are not registered with the Company/Depository Participant(s)]:

i) User ID and initial password as provided below:

ii) Please follow all steps from Sr. No. (i) to (xii) as mentioned in (A) above, to cast your vote.

C. The e-voting period commences on the Saturday, September 26<sup>th</sup>, 2015 at 10:00 A.M. and ends on Tuesday, September 29<sup>th</sup>, 2015 at 5.30 P.M. During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the cut-off date being Tuesday, September, 22, 2015, may cast their vote by electronic means in the manner and process set out hereinabove. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have casted their vote electronically shall not vote by way of poll, if held at the Meeting.

D. In case of any query pertaining to e-voting, please visit Help & FAQ's section of <https://evoting.karvy.com>. (Karvy's website).



- E. The voting rights of the Members shall be proportion to their shares of the paid up equity share capital of the Company as on the cut-off date being Tuesday, September 22, 2015.
- F. The Company has appointed Company Secretary Mr. Puttaparthi Jagannatham, Practising Advocate as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- G. The Scrutinizer after conclusion of the e-voting period will unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and will make a Scrutinizer's Report of the votes cast in favour or against, if any, to the Chairman of the Company.
- H. The Results on resolutions shall be declared on or before 3rd October, 2015 and the resolution will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolution(s).
- I. The Results declared along with the Scrutinizer's Report(s) will be available on the Service Provider's website (<https://evoting.karvy.com>) within three (3) days of passing of the resolutions and communication of the same to the stock exchanges, where the equity shares of the company are listed.

EVEN (E-Voting Event Number)	USER ID	PASSWORD / PIN
2098	11303540	Existing Password

7. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Karvy Computershare Pvt. Ltd / Investor Service Department of the Company immediately.
8. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Karvy Computershare Pvt. Ltd / Investor Service Department of the Company.
9. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
10. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

**Additional information on Retiring Directors required to be furnished as per the Listing Agreement.**

Brief Details of Directors seeking re-appointment at this Annual General Meeting (Pursuant to Clause 49 of the Listing Agreement)

Name of the Director	Sri. S.Sreenivasa Rao
Date of Appointment	22 <sup>nd</sup> January 2007
Date of Birth/Age	45 Years
Education Qualification	Diploma in Mechanical Engineering
Expertise in Specific functional areas	In post Production Activity of the Films & Television Serials and Animation
List of Companies in which Directorships held as on 31.03.2015.	2
Chairman/Member of the Committees of other Companies in which he is a Director as on 31.03.2015.	Nil

**29. Managerial Remuneration**

(Rs. In lakhs)

Particulars	31-03-2015	31-03-2014
Salaries	11.40	11.40
Perquisites & Allowances	0.90	0.90
Total	12.30	12.30

**30. Auditors Remuneration**

(Rs. In lakhs)

Particulars	31-03-2015	31-03-2014
Statutory Audit Fees	0.60	0.60
Tax Audit Fees	0.30	0.30
Certification Fees	0.13	0.13
Others	0.21	0.18
Total	1.24	1.21

**31. Disclosures as required under Accounting Standard AS-15**

Retirement benefits to employees The Company has made provision based on Actuarial Valuation in respect of Gratuity and Leave Encashment as per AS 15. The details are as follows:

(Rs. In lakhs)

Particulars	31-03-2015	31-03-2014
Gratuity	0.12	0.31
Leave Encashment	0.19	0.19

Expenses: This is the profit and loss charges for the accounting period, and comprises the sum of the service and Recognized in interest costs less the expected returns on assets, adjusted for Actuarial Gain/Loss recognized for the P&L A/C.

Contributions are made to Recognized Provident fund / Government Provident Fund, Family pension Fund, ESIC and other Statutory Funds which covers all regular employees. While both the employees and the Company make predetermined contributions to the Provident Fund and ESIC, contribution to the Family pension Fund is made only by the Company. The contributions are normally based on a certain proportion of the employee's salary.

(Rs.in Lakhs)

Particulars	31-03-2015	31-03-2014
Contribution to Provident fund	0.39	0.51
Contribution to Employee State Insurance Scheme (ESI)	0.07	0.11

In respect of Gratuity, Company made necessary provision. Provision for Gratuity is based on actuarial valuation done by independent actuary as at the year end. Actuarial valuation for compensated absences is done as at year end and the provision is made as per Company rules and its cover all regular employees. Major drivers in actuarial assumption, typically are years of service and employee compensation. After the issuance of the Accounting Standard 15 on "Employee Benefits" commitments are actuarially determined using the "Projected Unit Credit" method. Gains and losses on changes in actuarial assumptions are accounted for in the Profit and Loss account.

## NOTES ON ACCOUNTS:

### 24 Share Capital

Company is having existing Equity share capital to the extent of 1,70,00,000 Shares @ Rs.10/- each fully subscribed as on 01.04.2013 and no further issue of shares during the year under review.

### 25. Secured Loans:

Term Loan of Rs.448.78 Lakhs (Previous year Rs.448.78 Lakhs) from HDFC Bank, Mumbai is secured by fixed and Current Assets of the Company. The Executive Director and chief promoter have given their personnel guarantees to the Bank in their personal capacity.

### 26. Depreciation:

- During the year the Company has provided Depreciation on Fixed Assets based on the Useful life in the manner prescribed in Schedule II Part C to the Companies Act, 2013.
- Other Assets include Ornaments, Costumes, Library Etc.

### 27. Segment Reporting:

The Company operates in four segments, T.V.Software, Infrastructure, Films and Animation. Segments wise operational information have been reported based on the guiding principles of Accounting Standard 17 (A.S.17) issued by the Institute of Chartered Accountants of India.

Financial information about the business segments is presented in the table given below:

Segment Wise Results:

Particulars	For the year 2014-2015	Rs. In Lakhs For the year 2013-2014
<b>1. Segment Revenue / Income</b>		
T.V.Software	22.41	34.98
Integrated Communication Group	40.57	45.89
Films	118.56	115.21
Animation	36.83	43.66
Total	218.37	239.74
Less: Inter Segmental Revenue	-	-
Total Revenue from Operations	218.37	239.74
<b>2. Segment wise Profit / Loss before Tax and interest</b>		
T.V.Software	(30.23)	(36.19)
Integrated Communication Group	(22.55)	(30.09)
Films	(14.12)	(33.05)
Animation	(18.41)	(39.98)
Total	(85.31)	(139.31)
Add: Un-allocable Income net off		
Un-allocable expenditure	9.33	9.95
<b>Profit before Tax and Prior period expenditure</b>	<b>(94.64)</b>	<b>(149.26)</b>

Revenue and expenses in relation to segments is categorized based on items that are individually identifiable to that segment.

Expenses like Depreciation have been segregated among the segments according to the period of usage of Fixed Assets by the Segments. However, the Management believes that it is not practicable to provide segment wise capital employed, as the Assets are being used interchangeably by different segments.

### 28. Details of Related Party Transactions

Name of the Party	Relationship
Padmalaya Studios LLP	- Controlled by key managerial personnel
Yamuna Enterprises Private Limited	- Controlled by key managerial personnel
Green Chillies entertainment (P) Ltd.	- Controlled by key managerial personnel
Sri Geethika Films & Media Ltd.,	- Controlled by key managerial personnel
Transaction details	- Nil

## Directors' Report

Dear Shareholders,

Your Directors have pleasure to present the 24th Annual Report and the Audited Accounts for the financial year ended 31st March, 2015.

### 1. Financial Results

(Rs.In Lakhs)

Particulars	Year Ended 31 <sup>st</sup> March 2015	Previous ended on 31 <sup>st</sup> March 2014
Sales	221.09	243.04
Gross Operating Profit before depreciation and exchange variation	37.67	51.67
Profit after depreciation but before exchange variation	37.15	51.67
Profit after depreciation, exchange variation and before Exceptional Items	(94.64)	(149.26)
Profit after Exceptional items	-	-
Profit after Tax	(61.50)	(96.02)
<b>Appropriations:</b>		
General Reserves	-	-
Proposed Dividend	-	-
Tax on dividend	-	-
<b>Total</b>	<b>(61.50)</b>	<b>(96.02)</b>

### 2. DIVIDEND

The Board could not recommend dividend during the year under review in absence of profits.

### 3. TRANSFERS TO RESERVES AND RETENTION IN THE PROFIT AND LOSS ACCOUNT ETC:

Due to inadequate profits, the Company has not transferred any amount to reserves.

### 4. FINANCE:

Cash and cash equivalents as at 31st March, 2015 was Rs. 43,032 The company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters and they were kept under strict check through continuous monitoring.

### 5. COMPANY'S WORKING DURING THE CURRENT YEAR 2014-2015 AND THE FUTURE PROSPECTS ALONG WITH REASONS WHILE COMPARING WITH PREVIOUS YEAR RESULTS

During the year under review, the Company has reviewed all its business divisions and your company's performance is encouraging. Board of Directors assures you the same in the years to come.

Your Company has reviewed all its business divisions and, to strengthen its stand in the market, the company has been concentrating in activities like multimedia training, and Digitalisation of the theaters and Film Production tie ups with experts in the market.

### 6. CHANGE IN NATURE OF BUSINESS:

During the year the company has not changed its business.

### 7. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAS OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

There are no material changes and commitments that have bearing on the financial position of the Company.

### 8. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There are no significant and material orders by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

### 9. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Management continuously reviews the internal control systems and procedures for the efficient conduct of the company's business. The Company adheres to the prescribed guidelines with respect to the transactions, financial reporting and ensure that all its assets are safeguard and protected against losses. The Internal Auditors of the company conducts the audit on regular basis and the Audit Committee periodically reviews internal audit reports and effectiveness of internal control systems.

###### 10. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

The Company does not have any subsidiaries or Joint Venture or associate companies.

###### 11. PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT.

Not Applicable

###### 12. DEPOSITS

The company has not accepted deposits from the public covered under chapter V of the Companies Act, 2013 and accordingly, the disclosure requirements stipulated under the said Chapter are not applicable.

###### 13. AUDITORS AND OBSERVATIONS

M/s P. Murali & co., Chartered Accountants, Independent Auditors of the Company were appointed in the last Annual General Meeting for a period of three years till conclusion of Twenty sixth Annual General Meeting. The resolution relating to ratification of the appointment is placed before the members in the ensuing Annual general meeting.

###### 14. SECRETARIAL AUDIT REPORT

Pursuant to provisions of section 204 of the Companies Act, 2013, the Company has appointed M/s. Puttaparthi Jagannatham and Co., Company secretaries, a firm of company secretaries to undertake the secretarial audit of the Company. The Secretarial Audit Report obtained is annexed within as Annexure-1.

With reference to the observations made, it is stated that because of the lower turnovers and profits, no company secretary and the woman Director have preferred to join the company and the company is however making use of PCS services and will appoint a women director and company secretary soon.

The website is under construction and policies will be placed on the website soon.

###### 15. EXTRACT OF ANNUAL RETURN:

The extract of the Annual Return is attached as Annexure 2

###### 16. SHARE CAPITAL

None of the following issues were taken up during the year and hence details thereof were not required to be furnished

- A) Issue of shares with differential rights
- B) Issue of sweat equity shares
- C) Issue of employee stock options
- D) Provision of money by company for purchase of its own shares by employees or trustees for the benefit of employees

###### 17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

###### (A) Conservation of energy

The Company is not engaged in manufacturing activities, and as such the particulars relating to conservation of energy is not applicable. The Company makes every effort to conserve energy as far as possible in its editing facilities, Production Floors, Office etc.

###### (B) (i) Technology Absorption, adaptation and innovation:-

The company is not engaged in manufacturing activities, and as such the particulars relating to Research, Development and technology absorption are not applicable.

(ii) Research and Development (R & D): No research and Development has been carried out.

###### (C) Foreign exchange earnings and outgo: Details of foreign exchange earnings and outgo are as follows

- a) Foreign Exchange Earnings : Nil
- b) Foreign Exchange Outgo : Nil

###### 18. CORPORATE SOCIAL RESPONSIBILITY AND GOVERNANCE COMMITTEE

As the Company does not come under the criteria prescribed for the class of Companies to constitute a CSR committee, the Company has not constituted CSR committee during the year.

## NOTE NO. 20: EMPLOYEE BENEFIT EXPENSES

S.No.	Particulars	Year Ended 31-03-2015	Year Ended 31-03-2014
		Rs.	Rs.
I	(a) Salaries & Wages	871,700	956,400
	(b) Contribution to Provident & Other Funds	45,926	62,052
	(c) Managerial Remuneration	1,230,000	1,230,000
	(d) Staff Welfare Expenses	40,675	42,842
	<b>Total Employee Benefit Expenses</b>	<b>2,188,301</b>	<b>2,291,294</b>

## NOTE NO. 21: OTHER OPERATING EXPENSES

S.No.	Particulars	Year Ended 31-03-2015	Year Ended 31-03-2014
		Rs.	Rs.
I	(a) Rent	156,000	158,400
	(b) Payment to Auditors:		
	(i) As Auditor	59,400	59,400
	(ii) For Taxation Matters	48,400	48,400
	(iii) For Other Services	15,796	13,200
	(c) Internal Auditors Remuneration	60,000	60,000
	<b>Total Other Expenses</b>	<b>339,596</b>	<b>339,400</b>

## NOTE NO. 22: ADMINISTRATIVE EXPENSES

S.No.	Particulars	Year Ended 31-03-2015	Year Ended 31-03-2014
		Rs.	Rs.
I	(a) Telephone, Postage and Others	32,238	21,100
	(b) Business Promotion Expenses	104,580	102,098
	(c) Conveyance	256,201	199,567
	(d) Office Maintenance	184,504	145,222
	(e) Printing & Stationery Expenses	2,836	4,756
	(f) Professional Consultancy fee	113,540	932,208
	(g) Director Sitting Fee	18,000	20,000
	(h) Licenses Fee and Taxes	-	26,750
	(i) AGM & EGM Expenses	569,331	436,073
	(j) Share Transfer Expenses	389,184	201,689
	(k) Subscription, Membership and corporate bodies	369,637	237,852
	(l) Legal Expenses	212,270	148,711
	(m) Gratuity, Bonus and leave encashment	102,525	129,700
	<b>Total Administrative Expenses</b>	<b>2,354,846</b>	<b>2,605,726</b>

## NOTE NO. 23 : FINANCE COST

S.No.	Particulars	Year Ended 31-03-2015	Year Ended 31-03-2014
		Rs.	Rs.
I	Finance Expenses		
	- Bank Charges	6,374	18,600
	<b>Total Finance Cost</b>	<b>6,374</b>	<b>18,600</b>