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Ram Kaashyap Investment Ltd.

SEVENTEENTH ANNUAL REPORT 2009-10

RAM KAASHYAP INVESTMENT LIMITED



SEVENTEENTH ANNUAL REPORT
2009-2010

BOARD OF DIRECTORS

Mr. Jude Jeyaprakash, *Executive Director*

Mr. A. Srinivas

Mr. S. Krishna Kumar

Mr. T. V. Balachandran

AUDIT COMMITTEE

Mr. T. V. Balachandran, *Chairman of the Committee*

Mr. A. Srinivas

Mr. S. Krishna Kumar

BANKERS

State Bank of Travancore

HDFC Bank Limited

REGISTRAR AND SHARE TRANSFER AGENT

Knack Corporate Services Private Limited

17/9, Thiruvengadam Street

Mandaveli, Chennai – 600 028.

COMPANY SECRETARY

Mr. K. J. Chandra Mouli

STATUTORY AUDITORS

M/s. R. Ravindran & Associates

Chartered Accountant

REGISTERED OFFICE

33/8, B. R. Complex, II Floor

C. P. Ramasamy Road, Alwarpet

Chennai – 600 018.

CONTENTS

SL. NO	PARTICULARS	PAGE NO.
1.	Notice	5
2.	Directors' Report	9
3.	Report on Corporate Governance	14
	STANDALONE FINANCIAL STATEMENTS	
4.	Auditors' Report	29
5.	Balance Sheet	33
6.	Profit & Loss Account	34
7.	Cash Flow Statement	46
	CONSOLIDATED FINANCIAL STATEMENTS	
8.	Auditors' Report	49
9.	Balance Sheet	50
10.	Profit & Loss Account	51
11.	Cash Flow Statement	64

NOTICE

NOTICE is hereby given that the Seventeenth Annual General Meeting of the Shareholders of the Company will be held at 11. A. M. on Monday, September 27, 2010, at Shri Rajasthani Jain Samaj, "Dr. C.L. Metha Hall", New No. 131 (Old No. 66), Sir Thyagaraya Road, T. Nagar, Chennai – 600 017.

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet of the Company as on March 31, 2010 and the Profit and Loss account for the year ended on that date along with the Directors' Report and Auditors' Report thereon.
2. To appoint a Director in the place of Mr. Adapa Srinivas, who retires by rotation and being eligible, offer himself for re-appointment
3. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**

"**RESOLVED THAT** M/s. R. Ravindran & Associates, Chartered Accountants, be and hereby appointed as Statutory Auditors of the Company from the conclusion of this Annual General Meeting of the Company until the conclusion of next Annual General Meeting of the Company, at a remuneration as may be mutually decided between M/s. R. Ravindran & Associates, Chartered Accountant and the Board of Directors of the Company."

SPECIAL BUSINESS

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

APPOINTMENT OF MR. T. V. BALACHANDRAN AS A DIRECTOR

"**RESOLVED THAT** Mr. T. V. Balachandran, who was appointed as an additional director of the Company by the Board of directors and who ceases to hold office under Section 260 of the Companies Act, 1956 on the date of this meeting and in respect of whom the Company has received a notice under Section 257 in writing proposing his candidature for the office of director, be and is hereby elected and appointed as a director of the Company liable to retirement by rotation."

By ORDER OF THE BOARD
For **RAM KAASHYAP INVESTMENT LIMITED**
Sd/- *Sd/-*
JUDE JEYAPRAKASH **S. KRISHNA KUMAR**
EXECUTIVE DIRECTOR **DIRECTOR**

Place : Chennai
Date : September 3, 2010

Notes:

1. An explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of Special Business is annexed hereto.
2. 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. The proxy forms, in order to be valid, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. A form of proxy is given at the end of the Annual Report. Corporate Members are requested to send certified copy of Board Resolution, pursuant to Section 187 of the Companies Act, 1956, authorizing their representative to attend and vote at the meeting.
3. Members seeking any information or clarification on the Accounts are requested to send in written queries to the Company. Replies to such written queries received, will be provided only at the meeting.
4. Members holding shares in physical form are requested to notify change of address, if any, to the Company's Registrars and Transfer Agents (RTA), Knack Corporate Services Private Limited, 17/9, Thiruvengadam Street, Mandaveli, Chennai - 600 028. (Telephone No.044 – 42303383, Fax No. 044 – 42303383)
5. Members / proxies are requested to bring the duly filed attendance slip sent herewith for attending the meeting.
6. The Company's Equity shares have been notified for compulsory dematerialization. Accordingly, trading of these shares through the Stock Exchanges would be facilitated if the share certificates are dematerialized. Members having the physical share Certificates are advised to consider opening of a Demat Account with an authorized Depository Participant and arrange for dematerializing their shareholdings in the Company.
7. The Share Transfer Register and Register of Members will remain closed from September 23, 2010 to September 27, 2010 (both days inclusive).

ANNEXURE TO THE NOTICE

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

IN RESPECT OF ITEM NO. 4

Mr. T. V. Balachandran was appointed as additional director of the Company on December 9, 2009 by the Board of directors of the Company. According to the provisions of Section 260 of the Companies Act, 1956, he may hold office as director only upto the date of the ensuing Annual General Meeting. As required by Section 257 of the Act, a notice has been received from a member signifying his intention to propose appointment of Mr. T. V. Balachandran as a director.

Mr. T. V. Balachandran is not disqualified from being appointed as Director in terms of Section 274(1)(g) of the Companies Act, 1956 and has complied with the requirements of obtaining Directors Identification Number in terms of Section 266A of the said Act.

The Board considers that it is desirable that the Company should continue to avail itself of his services and recommend to pass necessary resolution as an Ordinary Resolution.

Except Mr. T. V. Balachandran none of the other directors of the Company are concerned or interested in the proposed resolution.

By ORDER OF THE BOARD	
For RAM KAASHYAP INVESTMENT LIMITED	
<i>Sd/-</i>	<i>Sd/-</i>
JUDE JEYAPRAKASH	S. KRISHNA KUMAR
EXECUTIVE DIRECTOR	DIRECTOR

Place : Chennai

Date : September 3, 2010

PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT, THE ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT/RE- APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING

Name	Adapa Srinivas
Age	47 years
Qualification	Bachelor of Commerce
Other Directorships held in Companies	Kaashyap Interserve Technologies Limited
Committee memberships, if any, with position	Nil
Date of Appointment	05.03.2006

Name	T. V. Balachandran
Age	49 years
Qualification	Commerce Graduate, Member of ICWAI & ICSI, CFA Charter holder - member of CFA Institute, USA and CFA Emirates, UAE
Other Directorships held in Companies	Sanraa Media Limited
Committee memberships, if any, with position	Nil
Date of Appointment	09.12.2009

DIRECTORS' REPORT

The Board of Directors of Ram Kaashyap Investment Limited are pleased to present the Seventeenth Annual Report for the year ended March 31, 2010, together with the Auditors' Report and Audited Accounts for the Financial year 2009-10.

FINANCIAL PERFORMANCE

The comparative pictures of the financials of the Company for the last two years are presented in the table below.

(All figures in Rupees)

PARTICULARS	2009-10	2008-09	Change %
Net Income	6,16,37,612	3,14,95,526	95.70
Expenditure	5,65,35,624	2,88,30,062	96.10
Profit before Depreciation, Interest and Tax	51 ,01,988	26,65,464	91.41
Interest and Finance Charges	42,72,074	22,28,975	91.66
Depreciation	7,89,107	11,69,486	(32.53)
Profit /(Loss) Before Tax	34,82,967	10,59,489	228.74
Provision for Tax	(17,947)	97,567	(118.39)
Profit/(Loss) after Tax	35,00,914	9,61,922	263.95

OPERATIONS REVIEW

On a standalone basis your Company has reported net revenue of Rs. 61.64 Millions as against Rs. 31.50 Millions of Revenues registered in the previous year up by 95.70 %. Total expenditure for the year was Rs. 56.54 Millions against Rs. 28.83 Millions in the previous year up by 96.10%. Earning before Interest, Tax, Depreciation and Amortization (EBITDA) amounted to Rs. 51.02 Millions while the same was Rs. 26.65 Millions for the previous year i.e. an increase of 91.41%. The net profit after Tax was Rs. 35.01 Millions as against Rs. 9.61 Millions for the previous year, increase by 263.95 %.

BUSINESS REVIEW

A Detailed business review is being given in the Management Discussion and Analysis Section of the Annual Report

DIVIDEND

In order to conserve the earnings so as to strengthen the business, your Directors' are not recommending any dividend for the period.

RECENT DEVELOPMENTS

During the year under review, the Company allotted 30,00,000(Thirty Lakhs) Equity shares of the face value of Rs.10/- each fully paid-up at a premium of Rs.5/- on preferential basis to individuals for cash and shareholders of Pix Aalaya Studios Private Limited – Chennai and Tamil Box office (India) Private Limited – Chennai , towards consideration for acquisition of equity shares of the respective companies.