



CINERAD COMMUNICATIONS LIMITED
CINERAD COMMUNICATIONS LIMITED



Twenty Seventh

Annual Report

2012-2013

CINERAD COMMUNICATIONS LIMITED

BOARD OF DIRECTORS

PRADEEP KUMAR DAGA	-	MANAGING DIRECTOR
VINITA DAGA	-	DIRECTOR
MANMOHAN R. PRAHLADKA	-	NON EXECUTIVE DIRECTOR
BISHAMBAR PACHISIA	-	INDEPENDENT DIRECTOR
DILIP KUMAR HELA	-	INDEPENDENT DIRECTOR

AUDITORS

MAROTI & ASSOCIATES
Chartered Accountants

BANKERS

HDFC BANK LTD.

REGISTERED OFFICE

Premises No.55, Ground Floor, Om Heera Panna
Premises Co-op, Society Ltd., Oshiwara,
Andheri (W), Mumbai-400053, Maharashtra
Tel.: +91 22 3292 3747; Fax : +91 22 2201 9291;
E-mail : cinerad@responce.in

CORPORATE OFFICE

Subol Dutt Building, 13, Brabourne Road,
Mezzanine Floor, Kolkata - 700 001,
West Bengal, India
Tel.: +91 33 2231 5686-87
Fax : +91 33 2231 5683

REGISTRAR AND SHARE TRANSFER AGENTS

System Support Services
209, Shivai Industrial Estate, 89, Andheri Kurla
Road, Sakinaka, Andheri (E), Mumbai- 400 072
Tel.: +91 22 2850 0835
Fax : +91 22 2850 1438

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NOTICE

Notice is hereby given that the Twenty Seventh Annual General Meeting of the Members of **CINERAD COMMUNICATIONS LIMITED** will be held at **Kilachand Conference Room, 2nd Floor, India Merchant Chambers Building, IMC Marg, Churchgate, Mumbai- 400 020** on **Saturday, 14th September, 2013 at 11.00 A.M.** to transact the following business:

ORDINARY BUSINESS:

1. To consider, approve and adopt the Audited Balance Sheet as at **March 31, 2013** and the Profit and Loss Account for the year ended March 31, 2013 and the Report of the Board of Directors and Auditors thereon.
2. To appoint Directors in place of those retiring by rotation
3. To appoint Auditor and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:
“RESOLVED THAT M/s. Maroti & Associates, Chartered Accountants (Registration No. 322770E), be and are hereby appointed as Auditor of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as shall be fixed by the Board of Directors.”

By order of the Board
For Cinerad Communications Limited
Sweta Sethia
Company Secretary

Date: 22.07.2013
Place: Kolkata

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1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing a proxy should, however, be deposited at the registered office of the company not less than 48 hours before the commencement of this meeting. A proxy shall not vote except on a poll. A proxy form is appended with the admission slip.
 2. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
 3. The Register of Members and the Share Transfer Registers of the Company will remain closed from **11th September, 2013 to 14th September, 2013.**
 4. Members are requested to notify change of address, if any, (a) to their respective Depository Participant in case of shares held in electronic form and (b) to the Company's Registrars & Transfer Agents, **M/s. System Support Services, 209, Shivai Industrial Estate, 89 Andheri Kurla Road, Sakinaka, Near L.I.C., Mumbai- 400 072,** in case of shares held in physical form.
 5. Any Member desirous of obtaining any information pertaining to the Accounts may forward such queries in writing to the Accounts Department at the Corporate Office of the Company at least 10 days prior to the Meeting in order to enable the Company to keep the information ready to the extent possible.
 6. Members or their Authorized Representatives/Proxies are requested to bring their copies of Annual Report at the Meeting.
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DIRECTOR'S REPORT

Dear Members,

The Board of Directors of Cinerad Communications Limited are pleased to present the **27th Annual Report** for the year ended **March 31, 2013**, together with the Auditors' Report and Audited Accounts for the Financial year 2012-13.

Financial Results

The financial results of the company are as under:

₹ in Lakhs

	Year ended 31.03.2013	Year ended 31.03.2012
Profit /(Loss) before depreciation and taxation	(0.06)	(31.98)
Depreciation	(19.21)	(25.93)
Tax Expenses (Deferred Tax)	(19.23)	—
Profit/(Loss) after depreciation & Tax	(38.50)	(57.91)
General Reserve Transferred	(7.27)	—
Balance brought forward from previous yr	(759.56)	(701.64)
Balance carried forward	(805.33)	(759.56)

The Year under Review

Your Company has, during the period under review not done much activity on operation side. During the year under review, the Company has incurred an operating loss of Rs. 0.06 lakhs as against operating loss of 31.98 lakhs for the previous year and the total operating loss of Rs. 38.50 lakhs as against operating Loss of Rs. 57.91 lakhs in the previous year. The Management is putting sincere efforts to start the operation at the full scale. The Management has decided to keep overhead to bare minimum till a new business plan with identified revenue streams is in place.

Fixed Deposits

The Company has not accepted any Fixed Deposits from the Public during the financial year under review.

Subsidiary Companies

Your Company do not have any subsidiary company, hence the compliance of provisions of section 212 of the Companies Act, 1956 are not applicable.

Auditors:

The retiring Auditors **Maroti & Associates, Chartered Accountants**, Kolkata hold office till the conclusion of the Annual General Meeting and is eligible for reappointment.

Directors

Mr. Manmohan R Prahladka retires by rotation and being eligible, offers themselves for re-appointment.

Cinerad Communications Limited

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies Act, 1956 with respect to Directors confirm that:

- In the preparation of annual accounts the applicable accounting standards have been followed;
- The Directors 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 31st March, 2013 and the profit of the company for the year;
- That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- That the Directors have prepared the annual accounts on a 'going concern' basis.

COMPLIANCE CERTIFICATE

A separate section on Corporate Governance forming part of the Director's Report and the certificate from the Company's Auditors confirming the compliance of conditions on Corporate Governance as stipulated in 'Clause 49' of the Listing Agreement is included in the Annual Report.

PARTICULARS OF EMPLOYEES

There were no employees covered by the provisions of section 217(2A) of the Companies Act, 1956 read with Companies (Particular of Employees) Rules 1975, as amended.

INFORMATION PURSUANT TO SECTION 217(1)(e)

Provisions of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 are not applicable to the Company, in respect of Conservation of Energy and Technology Absorption and Research & Development.

FOREIGN EXCHANGE EARNINGS AND OUTGO

(Amount in Lakhs)

	<u>31.03.2013</u>	<u>31.03.2012</u>
Total Foreign exchange earned	Nil	Nil
Total Foreign exchange used	Nil	Nil

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation of the contribution of employees at all levels. Your Directors also take this opportunity to thank the Company's Bankers, Shareholders and all others concerned for their valuable support and co-operation extended to the Company.

For and on behalf of the Board
Pradeep Kumar Daga **Vinita Daga**
Managing Director **Director**

Place : Kolkata

Date : 24th Day of May, 2013.

MANAGEMENT DISCUSSION AND ANALYSIS

Business Overview

As per the latest information (Advance Estimates) of National Income for 2012-2013 (at constant 2004-2005 prices), released by the Central Statistics Office, the growth of Gross Domestic Product (GDP) at factor cost is estimated at 5 percent in 2012-2013, with agriculture & allied activities growing at 1.8 per cent, industry at 1.9 per cent and services at 8.6 per cent. The corresponding growth in GDP in 2011-2012 was 6.2 per cent, with agriculture and allied sector, industry and services growing at 3.6, 2.7 and 11.7 per cent, respectively. During 2012-2013 (April-November), as per the Index of Industrial Production (IIP), the industrial sector grew at 1 per cent as compared to 3 per cent growth during the previous year.

Opportunities

The Media and Entertainment (M& E) industry is one of the forecast going sector in India. The industry primarily involves the creation, aggregation and distribution of the content, products and service, news and information advertising and entertainment through various channels and platforms such as Television, Print, Radio and Films. The business services firm's new Global Entertainment & Media Outlook 2012–2017 forecasts that the sector will rise in value to \$2.2 trillion worldwide in 2017, up from \$1.7 trillion in 2012. According to FICCI-KPMG India Media & Entertainment industry report 2013, the M&E industry registered a growth from INR 728 billion in 2011 to INR 820 billion in 2012, registering an overall growth of 12.6 per cent. Backed by positive industry sentiment and growing media consumption, the industry is going to achieve growth of 11.8 % in 2013 to touch INR 917 billion. While television and print continued to dominate the Indian M&E industry, sectors such as gaming, digital advertising, and animation VFX grew at a faster rate and show tremendous potential in the coming years. By media channel, online advertising is expected to record the sharpest increase in expenditure.

Segment-wise Reporting

The Company has only one segment and segment-wise reporting does not apply to it.

Future Outlook

The Indian Entertainment and Media Industry have out-performed the Indian economy and is one of the fastest growing sectors in India. It is rising on the back of economic growth and rising income levels that India has been experiencing in the past years. This is significantly benefiting the entertainment and media industry in India as this is a cyclically sensitive industry and it grows faster when the economy is expanding. An added boost to the entertainment and media industry in India is from the demographic point of view where consumer spending is rising due to increasing disposable income on account of sustained growth in income levels and reduction of personal income tax over the last decade.

Internal Control & Systems

The Company maintains an adequate and effective internal control system commensurate with its size and complexity. We believe that these internal control systems provide a reasonable assurance that transactions are executed with management authorization and that they are recorded in all material respects to permit preparation of financial statements in conformity with established accounting principles and that the assets of the company are adequately safe-guarded against significant misuse and loss. Significant findings of the Internal Auditor are brought to the notice of the Audit Committee of the Board and corrective measures recommended for implementation.

Material development in Human Resources/Industrial Relations

The Company believes that the people are the key ingredient to the success of an Organisation. During the year under review, the Company recognized the importance and contribution of its human resources towards its growth and development and is committed to the development of their people.

Financial and Operational Performance

During the year your Company achieved revenue of Rs. 10.29 lakhs as against Rs. 12.66 lakhs in the previous year and recorded total loss of Rs. 38.50 lakhs as against the loss of Rs.57.91 lakhs in the Financial Year 2011-12.

Cautionary Statement

The Statements forming part of the Director's Report may contain certain forward-looking remarks within the meaning of applicable securities laws and regulations. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements.

CORPORATE GOVERNANCE REPORT
(Pursuant to Clause 49 of the Listing Agreement)

COMPANY'S CORPORATE GOVERNANCE PHILOSOPHY

Corporate Governance, which assumes great deal of importance at **CINERAD COMMUNICATIONS LIMITED (CCL)**, is intended to ensure value creation for all its stakeholders. CCL believes that the governance process must ensure adherence and enforcement of the principles of sound Corporate Governance with the objectives of fairness, transparency, professionalism, trusteeship and accountability, while facilitating effective management of the businesses and efficiency in operations. The Company is committed to achieve and maintain highest standards of Corporate Governance on an ongoing basis. The Company is listed on the BSE Limited and has complied in all material respects with the features of corporate governance as specified in the Listing Agreement.

Board of Directors

During the year under review, 8 (Eight) Board Meetings were held on the following dates: **April 27, 2012, May 11, 2012, May 29, 2012, August 11, 2012, September 07, 2012, November 12, 2012, February 13, 2013 & March 21, 2013.**

The composition of the Board, attendance of Board Meetings (BM) held during the financial year under review and at the last Annual General Meeting (AGM), numbers of Directorships and memberships/ chairmanships in public companies (excluding the Company) are given below:

Name of Director	Category	F.Y. 2012-13 Attendance at		No. of other Directorship	As Committee Chairman
		BM	Last AGM		
Mr. Pradeep Kumar Daga	Managing Director	08	Yes	09	00
Mrs. Vinita Daga.	Director	08	Yes	05	00
Mr. Manmohan R. Prahladka	Non-Executive	06	Yes	Nil	01
Mr. Dilip Kumar Hela	Independent Non-Executive	06	No	Nil	02
Mr. Bishambar Pachisia	Independent Non-Executive	06	No	Nil	00

Audit Committee

The Audit Committee comprises of Three members, viz; Mr. Dilip Kumar Hela, Mr. Bishambar Pachisia and Mr. Pradeep Kumar Daga to the committee. Mr. Dilip Kumar Hela is the Chairman of Audit Committee. The scope of the activities of the audit committee is as set out in clause 49 of the listing agreement with the Stock Exchange read with section 292A of the Companies Act, 1956. The terms of reference of the audit committee broadly are as under:

- a. To hold periodic discussions with the statutory and internal auditors of the Company concerning the accounts of the Company, internal control systems, scope of audit and observations of the auditors;
- b. To review compliance with the internal control systems;
- c. To review the quarterly, half yearly and annual financial results of the company before submission to the board;
- d. At Present to make recommendations to the board on any matter relating to the financial management of the company, including the audit report of the statutory and internal auditors.

During the year under review 4 (four) meetings of the Audit Committee were held.

Attendance of each Member of the Audit Committee meetings held during the year

Name of the Committee Members	No. of meetings held	No. of meetings attended
Mr. Pradeep Kumar Daga	4	4
Mr. Bishambar Pachisia	4	4
Mr. Dilip Kumar Hela	4	4

Remuneration Committee

The company has set up a Remuneration Committee comprising of 3 members – Mr. Manmohan R. Prahladka, Mr. Dilip Kumar Hela and Mr. Bishambar Pachisia to look into the matter related to the payment of remuneration to directors. During the year under review, Mr. Dilip Kumar Hela was elected as Chairman for the meeting. All the members of Remuneration Committee have good exposure to finance as well as general management.

Shareholders / Investors Grievances Committee:

- Chairman : Mr. Manmohan R. Prahladka
- Members : Mr. Dilip Kumar Hela and Mr. Bishambar Pachisia
- Compliance Officer : Ms. Sweta Sethia
- No. of Complaints received by Company : Nil
- Registrar & Share Transfer Agents during the Financial Year ended March 31, 2013
- No. of pending share transfers : Nil

During the year, Mr. Manmohan R. Prahladka has been elected as the Chairman and Ms. Sweta Sethia act as a Company Secretary to the Committee.

General Body Meetings

AGM for The financial year	Location of Holding AGM	Date and Time of AGM
2011-2012	Killachand Conference Room, Second Floor, India Merchant Chambers Building, IMC Marg, Chruchgate, Mumbai-400020	15 th September, 2012 at 11.00 A.M.
2010-2011	Killachand Conference Room, Second Floor, India Merchant Chambers Building, IMC Marg, Chruchgate, Mumbai-400020	27 th September, 2011 at 10.00 A.M.
2009-2010	Killachand Conference Room, Second Floor, India Merchant Chambers Building, IMC Marg, Chruchgate, Mumbai-400020	28 th September, 2010 at 10.00 A.M.

Disclosures

There are no materially significant transactions made by the Company with its Promoters, Directors or Management, their subsidiaries or relatives, etc., that may have potential conflict with the interest of the company at large. The Register of Contracts containing transactions in which directors are interested is placed before the board regularly for its approval.

During the last three years, there were no strictures or penalties imposed by either SEBI or the Stock Exchange or any statutory authorities for non-compliance on any matter related to the capital markets.

Means of Communication

Quarterly, Half yearly and Annual results of the Company are published in newspapers such as Financial Express and Mumbai Lakshadweep Mahanagar. These results are properly submitted to the Stock Exchanges so that the same can be displayed on their website. Management discussion and analysis form part of the Directors' Report enclosed in this Annual Report.

Cinerad Communications Limited

General Shareholder Information

AGM Date, Time and Venue	14 th September, 2013 at 11.00 A.M. at Kilachand Conference Room, 2nd Floor, India Merchant Chambers Building, IMC Marg, Church Gate, Mumbai -400 020
Financial Calendar	1 st April To 31 st March
Date of Book Closure	11 th September, 2013 to 14 th September, 2013
Listing on Stock Exchanges	BSE Limited
Stock Code	530457
Demat ISIN No. for CDSL and NSDL	INE959B01017
Listing Fee	Paid for the year 2012-2013

Market Price Data: High – Low During each month in the last financial year

(In ₹)

Month	High	Low
April, 2012	11.38	9.37
May, 2012	13.92	10.05
June, 2012	12.18	11.05
July, 2012	12.33	8.31
August, 2012	7.90	7.25
September, 2012	7.61	6.45
October, 2012	6.13	6.00
November, 2012	5.99	4.57
December, 2012	4.54	4.50
January, 2013	5.19	4.50
February, 2013	5.99	4.50
March, 2013	9.24	6.28

Distribution of share holding on March 31, 2013

No. of Equity Shares held from to	Shareholders		Shareholding	
	Nos.	%	Nos.	%
1 – 500	1665	78.910	2,93,025	5.77
501 – 1000	206	9.763	1,81,850	3.49
1001 - 5000	180	8.531	3,83,675	7.97
5001 – 10000	23	1.090	1,64,789	3.27
10001 & above	36	1.706	41,76,661	79.50
Total	2157	100.00	52,00,000	100.00

Shareholding Pattern as on March 31, 2013 :

Category	No. of equity sharesheld	Percentage of shareholding
A Promoter's holding		
1. Promoters*		
- Indian Promoters	23,60,271	45.39
- Foreign Promoters	Nil	0.00
Sub - Total	23,60,271	45.39
B Non – Promoters Holding		
2. Institutional investors		
- Mutual Funds and UTI	5700	0.11
- Banks, Financial Institution, Insurance Companies	Nil	0.00
- FIIS	Nil	0.00
Sub - Total	5,700	0.11
3. Others		
- Body Corporate	9,90,025	19.04
- Indian Public	18,39,769	35.38
- NRI / OCBs	4,235	0.08
- Any other – In transit (De-materialized)	Nil	0.00
Sub – Total	28,34,029	54.50
Grand Total	52,00,000	100.00

Registrar and Share Transfer Agents

SYSTEM SUPPORT SERVICES

209, Shivali Industrial Estate
 89, Andheri Kurla Road, Sakinaka,
 Andheri (E), Mumbai- 400 072
 Phone: 2850 0385, Fax : 2850 1438

Share Transfer System

Shareholders/Investors grievance committee also approves share transfers and meets at frequent intervals System Support Services, Company's registrars and share transfer agents process these transfers. Share transfers are registered and returned within 15 days from the date of lodgment if documents are complete in all respects.

Secretarial Audit

A qualified practicing company secretary carried out a secretarial audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services India Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issue/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

Dematerialization of Shares and Liquidity

Based on SEBI directive, Company's shares are traded in dematerialized form. As on March 31, 2013, 86.04% of the paid-up share capital of the Company was in dematerialized form.

Address for Correspondence

Shareholders should address their correspondence to the Company's Registrar and Share Transfer Agents at the address mentioned above, contact person: Mr. Mahendra Mehta.

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participant.

DECLARATION OF CODE OF CONDUCT

To
The Members of Cinerad Communications Limited,
This is to confirm that the Board has laid down a code of conduct for all Board members and senior management of the Company.

It is further confirmed that all the directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended March 31, 2013 as envisaged in Clause 49 of the listing agreement with Stock Exchange.

Place: Kolkata
Date: 24th Day of May, 2013

For **Cinerad Communications Limited**
Pradeep Kumar Daga
Managing Director

Auditors' Certificate on compliance of conditions of Corporate Governance to the Members of Cinerad Communications Limited

We have examined the Compliance of the Conditions of Corporate Governance by M/s. CINERAD COMMUNICATIONS LTD. for the year ended on March 31, 2013 as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The Compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring Compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion of the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we confirm that the Company has generally complied with the conditions of Corporate Governance as stipulated in clause 49 of the above-mentioned Listing Agreement.

As required by the Guidance note issued by the institute of Chartered Accountants of India, we have to state that based on the report given by the Registrar of Company to the investor's Grievance Committee, there was no Investors' Grievance matter remaining unattended for more than 30 days as on 31st March, 2013, against the Company.

We further state that such Compliance is neither an assurance as to the further viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **MAROTI & ASSOCIATES**
Chartered Accountants
(M.K.MAROTI)
Proprietor

Place : Kolkata
Date : 24th Day of May,2013

M. No.057073
Firm Reg.No : 322770E

INDEPENDENT AUDITORS' REPORT

To the Members

CINERAD COMMUNICATIONS LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of **CINERAD COMMUNICATIONS LIMITED**, which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) in the case of the statement of Profit and Loss, of the **LOSS** for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from branches not visited by us;
 - c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from branches not visited by us;
 - d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e. on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For MAROTI & ASSOCIATES
Chartered Accountants
M.K.MAROTI
(Proprietor)
(M. No.057073)
(Firm Reg. No: 322770E)

Place : Kolkata

Date : 24th Day of May, 2013.

ANNEXURES TO THE AUDITORS' REPORT

Referred to in paragraph 3 of our Report of even date on the Accounts for the year ended on **31.03.2013**.

1. a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
b) All the fixed assets have been physically verified by the management during the year which, in our opinion, is reasonable having regard to the size of the company and the nature of its business. As informed no material discrepancies were noticed on such verification.
c) There has been no disposal of fixed assets during the year.
2. The Company had No Inventories during the year hence clause 4(II) (a) (b) and (c) are not applicable to it.
3. a) The Company has not granted unsecured loans to parties covered in the Register maintained under Sec 301 of the Companies Act. Hence clause 4(III) (b) (c) and (d) are not applicable .
b) The Company has not taken unsecured Loan from Party covered in the Register maintained under Sec 301 of the Act Hence clause 4(III) (f) and (g) are not applicable.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business. Further on the basis of our examinations and according to the information and explanations given to us we have neither come across nor have we been informed of any instance of major weakness in the aforesaid internal control systems.
5. a) In our opinion and according to the information and explanations given to us we are of the opinion that the transactions in which Directors are interested as contemplated under Sec 299 of the Companies Act , 1956 and which required to be so entered in the register maintained under SEC 301 of the said Act , have been so entered
b) In our opinion and according to the information and explanations given to us the Company has not entered into any transaction made in pursuance of contracts or arrangements entered in the Register maintained under Sec 301 of the Companies Act 1956 exceeding Rs 5,00,000 / or more in respect of any party . Accordingly Paragraph (V) (b) of the order is not applicable.
6. The Company has not accepted any deposits from the public. In our opinion and according to the information and explanations given to us the directives issued by the Reserve Bank of India and the provisions of sections 58A, 58AA or any other relevant provisions of the Act and the rules framed there under, to the extent applicable have been complied with.
7. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
8. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Companies Act,1956 in respect of services carried out by the Company
9. a) According to the records examined by us, the company is regular in depositing with appropriate authorities undisputed Income Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Investor Education Protection Fund, Cess and other statutory dues applicable to it.
As informed to us provisions relating to Provident Fund, Employees State Insurance, Sales Tax, are not applicable to it.
b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Investor Education Protection Fund, Cess and other statutory dues were outstanding at the year end for a period of more than Six Months from the date they became payable
As informed to us provisions relating to Provident Fund, Employees State Insurance, Sales Tax, are not applicable to it.

10. The Company has accumulated losses at the end of the Financial Year which is more than fifty percent of the net worth of the company. Further it has incurred cash losses during the financial year ended on that date and in the immediately preceding financial year.
11. Based on our audit procedures and as per the information and explanations given by the management, the company has not defaulted in repayment of dues to financial institutions or bank. There were no outstanding debentures during the year
12. According to the information and explanations given to us and based on the documents and records produced to us , the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities
13. In our opinion, the company is not a chit fund or a nidhi / mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
14. In respect of dealing / trading in shares in our opinion and according to the information and explanations given to us proper records have been maintained of the transactions and contracts and timely entries have been made therein in. The shares have been held by the Company in its own name
15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
16. The Company has not obtained any term loans. Accordingly clause 4(xvi) of the Order is not applicable.
17. According to the information and explanations given to us and on the basis of an overall examination of the balance sheet of the Company, we report that the Company has not utilized any funds raised on short term basis for long term investments.
18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act. Accordingly, clause 4(xviii) of the order is not applicable.
19. The Company did not have any outstanding debentures during the year. Accordingly, clause 4(xix) of the order is not applicable.
20. The Company has not raised any money by public issues during the year. Accordingly, clause 4(xx) of the order is not applicable.
21. Based upon audit procedures performed for the purposes of reporting the true and fair view of the financial statements and as per the information and explanation given by the management, we report that no fraud on or by the company has been noticed or reported by the management during the year under audit.

For MAROTI & ASSOCIATES
Chartered Accountants
M.K.MAROTI
(Proprietor)
(M. No.057073)
(Firm Reg. No: 322770E)

Place : Kolkata
Date : 24th Day of May, 2013.

BALANCE SHEET AS AT 31ST MARCH, 2013

		Note No.	31st March, 2013 ₹	31st March, 2012 ₹
I.	EQUITY AND LIABILITIES			
	(1) Shareholder's Funds			
	(a) Share Capital	2	52,000,000	52,000,000
	(b) Reserves and Surplus	3	(30,244,311)	(26,394,043)
	(2) Non Current Liabilities			
	(a) Deferred Tax Liability	4	1,923,296	—
	(3) Current Liabilities			
	(a) Other current liabilities	5	31,090	180,190
	TOTAL		23,710,075	25,786,147
II.	ASSETS			
	(1) Non-current assets			
	(a) Fixed Assets	6		
	(i) Tangible Assets		6,538,121	8,000,392
	(ii) Intangible Assets		920,596	1,379,420
	(b) Long term loans and advances	7	192,034	381,850
	(2) Current assets			
	(a) Current Investments	8	—	15,010,962
	(b) Cash and cash equivalents	9	15,143,815	98,014
	(c) Short Term Loans & Advances	10	915,509	915,509
	TOTAL		23,710,075	25,786,147

SIGNIFICANT ACCOUNTING POLICIES	1
OTHER NOTES ON ACCOUNTS	16

For and on behalf of the Board
Pradeep Kumar Daga **Vinita Daga** **Sweta Sethia**
 Managing Director Director Company Secretary

In terms of our report of even date
For MAROTI & ASSOCIATES
 (Chartered Accountants)
M. K. Maroti
 (Proprietor)

Place : Kolkata
 Date : 24th Day of May, 2013.

(M.NO : 057073)
 Firm Reg No : 322770E

**STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE
YEAR ENDED ON 31ST MARCH, 2013**

	PARTICULARS	Note No.	31st March, 2013 ₹	31st March, 2012 ₹
I	OTHER INCOME	11	1,029,117	1,265,701
	TOTAL REVENUE		1,029,117	1,265,701
II	EXPENSES			
	Job Work & Shooting Expenses		—	1,600,000
	Employee Benefit Expenses	12	424,300	1,760,680
	Depreciation	13	1,921,095	2,593,488
	Other Expenses	14	610,694	1,102,676
	TOTAL EXPENSES		2,956,089	7,056,844
III	Profit Before Tax		(1,926,971)	(5,791,144)
IV	TAX EXPENSES			
	a Current Tax		—	—
	b Deferred Tax		(1,923,296)	—
V	PROFIT / (LOSS) FOR THE PERIOD		(3,850,267)	(5,791,144)
VI	Earning Per Equity Share	15		
	a Basic		(0.74)	(1.11)
	b Diluted		(0.74)	(1.11)

SIGNIFICANT ACCOUNTING POLICIES	1
OTHER NOTES ON ACCOUNTS	16

For and on behalf of the Board

Pradeep Kumar Daga Managing Director	Vinita Daga Director	Sweta Sethia Company Secretary
--	--------------------------------	--

In terms of our report of even date
For MAROTI & ASSOCIATES
(Chartered Accountants)
M. K. Maroti
(Proprietor)
(M.NO : 057073)
Firm Reg No : 322770E

Place : Kolkata
Date : 24th Day of May, 2013.

Cinerad Communications Limited

NOTE - 1

Significant Accounting Policies :

01. ACCOUNTING CONVENTIONS

The Financial Statements are prepared on Historical Cost Convention. Financial Statements are prepared in accordance with relevant presentational requirements of the Companies Act, 1956 and applicable mandatory Accounting Standards as notified by the Company.

02. FIXED ASSETS

Fixed assets are stated at cost less accumulated depreciation and impairment if any. Cost comprises the purchase price inclusive of duties, taxes, and incidental expenses upto the date, the asset is ready for its intended use..

03. DEPRECIATION

Depreciation on Fixed Assets are provided on Straight-line Method at the rates prescribed in the Schedule-XIV of the Companies Act, 1956.

Depreciation on fixed assets added / disposed off during the year, is provided on pro-rata basis with reference to the date of addition / disposal.

In a case of impairment, if any, depreciation is provided on the revised carrying amount of the assets over their remaining useful life.

04. INTANGIBLE ASSETS

Intangible Assets are recognized if:

It is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost/fair value of the assets can be measured reliably.

05. IMPAIRMENT OF FIXED ASSETS

The carrying amounts of assets are reviewed at each balance sheet date to determine whether there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its receive after impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

06. EARNING PER SHARE

Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders, by the weighted average number of equity shares outstanding during the year

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

07. INVESTMENTS

Investments are long-term investments, hence valued at cost.

08. RECOGNITION OF INCOME & EXPENDITURE

.Income and expenditure are accounted for on accrual basis . Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividend income is recognized when the shareholder's right to receive.

09. CONTINGENCIES :

These are disclosed by way of notes on the Balance sheet. Provisions is made in the accounts in respect of those contingencies which are likely to materialize into liabilities after the year end, till the finalization of accounts and material effect on the position stated in the Balance Sheet.

10. PROVISIONING FOR DEFERRED TAXES :

The Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

Deferred Tax resulting from " timings difference " between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet date . The Deferred Tax Asset is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future.

11. PRELIMINARY EXPENSES

Preliminary Expense is amortised over a period of Five years.

12 TAXES ON INCOME

Current Tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred Tax is recognised, subject to consideration of prudence, in respect of deferred tax assets / liabilities on timing difference, being the difference between taxable income and accounting income that originated in one period and are capable of reversal in one or more subsequent periods.

NOTE 16 OTHER NOTES ON ACCOUNTS

- 1 Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provision/payments have been made by the Company to such creditors, if any, and no disclosures thereof are made in these accounts.
- 2 Loans, advances and sundry debtors and sundry creditors balances are subject to confirmation by the respective parties
- 3 The management has assessed that there is no impairment of Fixed Assets requiring provision in the Accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of Assets.

4 Deferred Taxation :

No Provision has been made for Deferred Tax Assets in respect of assessed unabsorbed brought forward losses and unabsorbed depreciation as per Income Tax Act in view on uncertainty of income that will be available for realisation of the said asset.

5 Segment Report :

The Company is not engaged in any business during the year so Segment Reporting as per Accounting Standard 17 is not applicable.

6 Related Party Disclosure :

As per accounting standard 18 the information for related parties is given below:

Name of the related parties

KEY MANAGEMENT PERSONNEL (KMP)

1. Pradeep Kumar Daga
2. Vinita Daga

RELATIVES OF (K M P)

RELATED PARTY TRANSACTION

Sl. No.	Nature Of Transaction	Relation	31/03/2013 (₹)	31/03/2012 (₹)
	Directors Remuneration			
1	Pradeep Kumar Daga	Key Management Person	140,000	—
2	Abhineet Gupta	Key Management Person	—	289,000

- 7 The Company has Complied this information based on the current information in its possession. As at 31.03.2013, No supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under Amount due to Micro Small and Medium Enterprises as on 31.03.2013 ₹ NIL (PY ₹ NIL)
- 8 No provision has been made on account of leave salary as there are no leave to the credit of employees as at the end of the year.
- 9 No provision has been made on account of gratuity as there are no employees who have completed the required number of years as per the Payment of Gratuity Act, 1972.
- 10 Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary.

In terms of our report of even date
For MAROTI & ASSOCIATES
(Chartered Accountants)

For and on behalf of the Board
Pradeep Kumar Daga **Vinita Daga** **Sweta Sethia**
Managing Director Director Company Secretary

M. K. Maroti
(Proprietor)

Place : Kolkata
Date : 24th Day of May, 2013.

(M.NO : 057073)
Firm Reg No : 322770E

**NOTE FORMING PART OF THE BALANCE SHEET AS AT & STATEMENT OF
PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2013**

	31ST MARCH, 2013	31ST MARCH, 2012
	₹	₹
NOTE - 2		
SHARE CAPITAL		
Authorised		
15,000,000 Equity Shares of ₹10/- each	150,000,000	150,000,000
Issued, Subscribed & Paid up		
5,200,000 Equity Share of ₹10/- each, Fully Paid Up	52,000,000	52,000,000
	52,000,000	52,000,000

A.
Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

	31ST MARCH , 2013		31ST MARCH , 2012	
	Nos	Amount	Nos	Amount
Shares outstanding at the beginning of the year	5,200,000	52,000,000	5,200,000	52,000,000
Shares issued during the year	—	—	—	—
Shares outstanding at the end of the year	5,200,000	52,000,000	5,200,000	52,000,000

B.
TERMS/ RIGHTS ATTACHED TO EQUITY SHARES

The Company has only one class of equity share having par value of ₹10 /- per share . Each holder of Equity share is entitled to one vote per share.

In the event of liquidation of the company , the holder of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The Distribution will be in proportion to the number of equity share held by the shareholders.

C.
Details of shareholders holding more than 5% shares of the Company

NAME OF THE SHAREHOLDER	31ST MARCH, 2013		31ST MARCH, 2012	
	Nos	%	Nos	%
(EQUITY SHARES OF RS 10/ EACH FULLY PAID UP)				
PRADEEP KUMAR DAGA	1,177,011	22.63	1,176,611	22.63
VINITA DAGA	1,183,260	22.76	1,176,611	22.63

As per the records of the Company , including its Register of Members and other declarations received from the shareholders regarding beneficial interest , the above shareholders represents legal ownership of shares

**NOTE FORMING PART OF THE BALANCE SHEET AS AT & STATEMENT OF
PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2013**

		31st March, 2013 ₹	31st March, 2012 ₹
NOTE - 3			
RESERVE & SURPLUS			
Capital Reserve			
OP. Balance	A	10,500,000	10,500,000
		10,500,000	10,500,000
General Reserve			
OP. Balance		(726,464)	(726,464)
Less: Transferred to Profit & Loss A/c		726,464	—
	B	—	(726,464)
Securities Premium			
OP. Balance		39,788,290	39,788,290
	C	39,788,290	39,788,290
Profit & Loss Account			
OP. Balance		(75,955,869)	(70,164,726)
Add: Loss for the year		(3,850,267)	(5,791,144)
Add: General Reserve Transferred		(726,464)	—
	D	(80,532,601)	(75,955,869)
	TOTAL (A+B+C+D)	(30,244,311)	(26,394,043)
NOTE - 4			
DEFERRED TAX LIABILITIES			
Timing Difference			
Opening Liability		—	—
Add: Created during the year		1,923,296	—
Closing Liability		1,923,296	—
NOTE - 5			
OTHER CURRENT LIABILITIES			
Liabilities For Expenses		31,090	180,190
		31,090	180,190
NOTE - 7			
LONG TERM LOANS & ADVANCES			
(Unsecured, Considered good)			
Security Deposit		182,034	200,034
Other Advances		10,000	—
(Unsecured, Considered doubtful)		—	—
Other Advances		—	181,816
		192,034	381,850

Note - 6 FIXED ASSETS

DESCRIPTION	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As on 01.04.12	Addition	Deletion	As on 31.03.13	Upto 31.03.12	For the year	Upto 31.03.13	As on 31.03.12	As on 31.03.13
Tangible Assets									
Office Equipment	674,188	-	-	674,188	197,087	32,024	229,111	477,101	445,077
Plant & Machinery	30,061,895	-	-	30,061,895	22,573,248	1,427,940	24,001,188	7,488,647	6,060,707
Furniture & Fixtures	36,441	-	-	36,441	1,797	2,307	4,104	34,644	32,337
Sub Total (A)	30,772,524	-	-	30,772,524	22,772,132	1,462,271	24,234,403	8,000,392	6,538,121
Intangible Assets									
Software's	2,830,500	-	-	2,830,500	1,451,080	458,824	1,909,904	1,379,420	920,596
Sub Total (B)	2,830,500	-	-	2,830,500	1,451,080	458,824	1,909,904	1,379,420	920,596
Total	33,603,024			33,603,024	24,223,212	1,921,095	26,144,307	9,379,812	7,458,717
Previous Year	33,521,328	81,696	-	33,603,024	21,629,725	2,593,488	24,223,213	-	9,379,811

	31st March, 2013 ₹	31st March, 2012 ₹
NOTE - 8		
<u>CURRENT INVESTMENTS</u>		
Investments in Mutual Funds - Quoted		
648,643 units of HDFC Mutual Fund	—	15,010,962
	—	15,010,962
NAV of Mutual Funds	—	15,010,962
NOTE - 9		
<u>CASH & CASH EQUIVALENTS</u>		
Cash in hand (As certified)	165,067	8,544
Balances with Schedule Bank in Current Account	14,978,748	89,470
	15,143,815	98,014
NOTE - 10		
<u>SHORT TERM LOANS & ADVANCES</u>		
Advance Tax paid for FBT and Tax Deducted at Source	915,509	915,509
	915,509	915,509
NOTE - 11		
<u>OTHER INCOME</u>		
Dividend on Mutual Fund	840,345	1,015,183
Profit on sale of Shares	—	250,518
Profit on sale of Mutual Fund	128,772	—
Liabilities for Expense Payable Written Off	60,000	—
	1,029,117	1,265,701
NOTE - 12		
<u>EMPLOYEE BENEFIT EXPENSES</u>		
Salary & Allowances	266,200	1,375,805
Directors Remuneration	140,000	289,000
Bonus	18,100	95,875
	424,300	1,760,680
NOTE - 13		
<u>DEPRECIATION</u>		
Depreciation	1,921,095	2,593,488
	1,921,095	2,593,488

Cinerad Communications Limited

	31st March, 2013 ₹	31st March, 2012 ₹
NOTE - 14		
<u>OTHER EXPENSES</u>		
Advertisement Expenses	83,155	22,581
Audit Fees	28,090	28,090
Bank Charges	197	552
Business Promotion	—	43,490
Depository Expenses	33,708	—
Electric Expenses	4,332	—
Filing Fees	1,000	11,000
Internal Audit Fees	3,000	—
Listing Fees	28,090	—
Membership & Subscription Expenses	—	26,500
Miscellaneous Expenses	14,995	136,534
Postage & Telephone	17,711	39,752
Printing & Stationery	54,714	32,021
Professional Charges	54,978	165,663
Rent, Rates & Taxes	213,000	136,000
Repair & Maintenance	—	49,667
Transfer Agent Fees	48,398	—
Travelling & Conveyance	25,326	410,828
	610,694	1,102,676
NOTE - 15		
<u>EARNING PER SHARE</u>		
Net Profit after tax as per Statement of Profit and Loss (A)	(3,850,267)	(5,791,144)
weighted Average number of equity shares outstanding (B)	5,200,000	5,200,000
Basic and Diluted Earnings per share (₹) [A/B]	(0.74)	(1.11)
Face value per equity share (₹)	10	10

In terms of our report of even date

For MAROTI & ASSOCIATES

(Chartered Accountants)

For and on behalf of the Board

Pradeep Kumar Daga

Managing Director

Vinita Daga

Director

Sweta Sethia

Company Secretary

M. K. Maroti

(Proprietor)

(M.NO : 057073)

Firm Reg No : 322770E

Place : Kolkata

Date : 24th Day of May, 2013.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

		31ST MARCH, 2013 ₹	31ST MARCH, 2012 ₹
1. CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit/(Loss) before Tax	(a)	(1,926,971)	(5,791,144)
Add :			
Depreciation		1,921,095	2,593,488
Less :			
Dividend on Mutual Fund		(840,345)	(1,015,183)
Profit on sale of Shares		—	(250,518)
Profit on sale of Mutual Fund		(128,772)	—
Liabilities for Expense Payable Written Off		(60,000)	—
Sub Total -	(b)	<u>891,978</u>	<u>1,327,787</u>
Operating Profit before Working Capital Changes	(a + b)	(1,034,994)	(4,463,356)
Adjustments :			
Increase / (Decrease) in Current Liabilities		(149,100)	26,543
Decrease in Loans & advances		189,818	149,998
Adjustment for IT provisions & TDS		—	—
Sub Total -	(c)	<u>40,718</u>	<u>176,541</u>
Net Cash from Operating Activities before Taxes Paid		<u>(994,276)</u>	<u>(4,286,815)</u>
Less: Taxes paid		—	—
Net Cash from Operating Activities	A	(994,276)	(4,286,815)
2. CASH FLOW FROM INVESTING ACTIVITIES			
(Increase) / Decrease in Investment		15,010,962	(104,247)
Purchase of Fixed Assets		—	(81,696)
Other income received		1,029,117	1,265,701
Net Cash from Investing Activities	B	<u>16,040,079</u>	<u>1,079,758</u>
3. CASH FLOW FROM FINANCING ACTIVITIES			
Capital raised during the year		—	—
Profit/(Loss) of Transferor Companies		—	—
Amalgamation Reserve		—	—
Net Cash from Financing Activities	C	<u>—</u>	<u>—</u>
Net Increase in Cash/Cash Equivalent	(A+B+C)	15,045,804	(3,207,058)
Cash/Cash Equivalents (Opening)		98,014	3,305,071
Cash/Cash Equivalents (Closing)		15,143,815	98,014

NOTES

1 Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard 3 issued by the Institute of Chartered Accountants of India

2 Cash and Cash Equivalent	31.03.2013	31.03.2012
Cash in hand	165,067	8,544
Cash at bank	14,978,748	89,470
	<u>15,143,815</u>	<u>98,014</u>

For and on behalf of the Board

Pradeep Kumar Daga
Managing Director

Vinita Daga
Director

Sweta Sethia
Company Secretary

In terms of our report of even date
For MAROTI & ASSOCIATES
(Chartered Accountants)

M. K. Maroti
(Proprietor)

Place : Kolkata

Date : 24th Day of May, 2013.

(M.NO : 057073)

Firm Reg No : 322770E

Form-2B
(See Rules 4CCC and 5D Companies Act, 1956)
Nomination Request Form

(Only for the shares held in physical form)

(To be filled in by individual(s) shareholders applying singly or jointly)

To,

The Registrar & Share Transfer Agent

System Support Services
 209, Shivai Industrial Estate, 89, Andheri Kurla Road,
Sakinaka, Andheri (E), Mumbai- 400 072

From : _____
 (Name & address of the shareholder)

I am / We are _____ and _____
 the shareholder(s) of M/s. Cinerad Communications Ltd. as per details prescribed below:

Folio No. of Shares	Certificate Number	Distinctive Numbers of Shares		No of Shares
		From	To	

I/We wish to make nomination and do hereby nominate the following person(s) in whom all rights of transfer and/or amount payable in respect of above mentioned shares shall vest in the event of my / our death. This nomination automatically supersedes the nominations, if any, given by me/us prior to the date herein below mentioned.

Nominee's Name								Age		
Date of Birth *	D	D	M	M	Y	Y	Y	Y	Occupation	

Guardian's Name & Address *	

Nominee's Address		
	Email address	
	Phone No.:	

Specimen Signature of Nominee /Guardian with date _____

* (To be furnished in case the nominee is minor)

Signature (as per specimen recorded with the Company), Name and address of Shareholder(s)

Folio No. of Shares	First Holder	Second Holder	Third Holder
Signature with date			
Name			
Address			

Witness (Two)

Signature with date			
Name			
Address			

- 1 Please read the instructions given below very carefully. If the form is not filed as per instructions, the same will be rejected.
- 2 The nomination can be made by individuals only. Non individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate.
- 3 If the Shares are held jointly all joint holders shall sign (as per the specimen registered with the Company) the nomination form.
- 4 A nomination must be witnessed by two witnesses. A nomination form not witnessed by two witnesses will be rejected.
- 5 A minor can be nominated and in that case the name and address of the Guardian shall be given by the holder.
- 6 The nominee shall not be a trust, society, body corporate, partnership firm, Karta of Hindu Undivided Family, or a power of attorney holder. A non-resident Indian can be a nominee on re - patriable basis.
- 7 Transfer of Shares in favour of a nominee shall be a valid discharge by the Company against the legal heir(s).
- 8 Only one person can be nominated for a given folio.
- 9 Details of all holders in a folio need to be filed; else the nomination will be rejected.
- 10 The nomination will be registered only when it is complete in all respects including the signature of (a) all registered holders (as per specimen lodged with the Company) and (b) the nominee/guardian.
- 11 Whenever the Shares in the given folio are entirely transferred or dematerialised, then this nomination will stand rescinded.
- 12 The intimation regarding nomination / nomination form shall be filed in duplicate with the Registrars & Transfer Agents of the Company who will return one copy thereof to the Shareholders.
- 13 Upon receipt of a duly executed nomination form, the Registrars & Transfer Agent of the Company will register the form and allot a registration number. The registration number and folio no. should be quoted by the nominee in all future correspondence.
- 14 The Company will not entertain any claims other than those of a registered nominee.
- 15 The nomination can be varied or cancelled by executing fresh nomination form.
- 16 For shares held in dematerialised form nomination is required to be filed with the Depository Participant. For OFFICE USE ONLY Nomination Registration Number Date of Registration Checked By (Name and Signature)

E-MAIL ADDRESS REGISTRATION FORM

(In term of Circular Nos. 17/2011 and 18/2011 dated 21.04.2011 and 29.04.2011 respectively Issued by Ministry of Corporate Affairs, Government of India)

(For shares held in physical form)

To
M/s. System Support Services
209, Shivai Industrial Estate
89, Andheri Kurla Road, Sakinaka,
Andheri (E), Mumbai- 400 072

I/We, Member(s) of **M/s. Cinerad Communications Limited**, hereby give my/our consent to receive electronically Annual Report(s) of General Meeting(s) and other document(s) that the Ministry of Corporate Affairs may allow to be sent in electronic mode.

I/We request you to note my/our e-mail address as mention below. If there is any change in the e-mail address, I/We will promptly communicate to you.

Folio No.	
Name of the first/sole Member	
E-mail address (to be registered)	

Place :

Date:

(Signature of first/sole Member)

CINERAD COMMUNICATIONS LIMITED

Premises No.55, Ground Floor, Om Heera Panna Premises Co-op, Society Ltd.
Oshiwara, Andheri (W), Mumbai-400053, Maharashtra

Proxy Form

Member's Folio No. /DPID & CLID No. _____ No. of Shares _____
I/We _____ of _____ in the district of _____
being a member/members of the above named Company hereby
appoint _____ of _____ or failing him / her
_____ of _____ as my / our proxy to attend and vote for
me/us, on my/our behalf at the Annual General Meeting of the Company to be held on Saturday, 14th day of September,
2013 at 11.00 a.m. and any adjournment thereof.

Signed this _____ day of _____ 2013

Affix 1/-
Rupee
Revenue
Stamp

Signature _____

NOTE:

- 1) The Proxy form duly completed must reach at the Registered Office of the Company not less than 48 hours before the time of the meeting.
- 2) The form should be signed across the stamp as per the specimen signature registered with the Company.
- 3) A proxy need not be a Member of the Company.

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Attendance Slip

Member's Folio No. /DPID & CLID No. _____ No. of Shares _____

Mr. / Ms. / M/s. : _____
(Member's/Proxy's Name in **BLOCK LETTERS**)

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the Annual General meeting of the Company at : Kilachand Conference Room, 2nd Floor, India Merchant Chambers Building, IMC Marg, Churchgate, Mumbai- 400 020, Maharashtra on Saturday, 14th day of September, 2013 at 11.00 a.m.

Member's/Proxy's Name in BLOCK Letters

Member's/Proxy's signature

- NOTE: 1) Please fill in this attendance slip and hand it over at the ENTRANCE OF THE HALL.
2) Members/Proxy holders are requested to bring their copy of the Annual Report with them for the Meeting.

BOOK POST



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