

**HHP Broadcasting Services Private Limited**

Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai 400 053  
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**NOTICE**

**NOTICE** is hereby given that the First Annual General Meeting of the members of **HHP Broadcasting Services Private Limited** will be held on Tuesday, the 28<sup>th</sup> day of September, 2010 at the Registered Office of the Company at Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai 400053 at 12.00 p.m. to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Balance Sheet as on 31<sup>st</sup> March, 2010 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Gautam Adhikari, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. A. R. Sodha & Co. as the Statutory Auditor and to fix their remuneration.

By Order of the Board of Directors



Gautam Adhikari  
Chairman

Place: Mumbai  
Date: 12<sup>th</sup> August, 2010

Regd. Office:  
Adhikari Chambers, Oberoi Complex,  
New Link Road, Andheri (West),  
Mumbai 400053

**Notes:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company.
2. Proxies in order to be effective must be deposited at the Registered Office of the Company, not less than 24 hours before the commencement of the meeting.

**HHP Broadcasting Services Private Limited**  
*Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai 400 053*  
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**DIRECTORS' REPORT**

To,  
The Members,  
**HHP Broadcasting Services Private Limited.**

Your Directors present the First Directors Report together with the Audited Accounts of the Company for the period ended 31<sup>st</sup> March, 2010.

**Financial Results & Review of Operations:**

Since the first year of its incorporation, during the period under review, the Company has not carried out any commercial transaction; there are no reportable figures of profit & loss account.

**Dividend:**

Your Directors do not recommend any dividend for the period under review.

**Director:**

Mr. Gautam Adhikari who retires by rotation and being eligible offers himself for re-appointment and your directors recommends his appointment.

**Changes in Share Capital**

During the period under review, the authorized share capital was increased to Rs.1,60,00,000/- ( Rupees One Crore Sixteen Lakhs Only) divided into 16 ,00,000 ( Sixteen Lakhs) equity shares of Rs.10/- ( Rupees Ten Only) each.

The issued, subscribed & paid up share capital was increased to Rs.1,60,00,000/- (Rupees One Crore Sixteen Lakhs Only) divided into 16 ,00,000 (Sixteen Lakhs) equity shares of Rs.10/- (Rupees Ten Only)each.

**Directors Responsibility Statement:**

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors of your company confirm the following:

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made from the same.
- b) That they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at 31<sup>st</sup> March, 2010.
- c) That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding

## *HHP Broadcasting Services Private Limited*

*Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai 400 053*

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- the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d) That they have prepared the accounts for the period ended 31<sup>st</sup> March 2010 on a going concern basis.

### **Auditors:**

M/s. A.R Sodha & Co, Chartered Accountants, Mumbai, the Statutory Auditors of the Company holds office upto the conclusion of the ensuing Annual General Meeting. The Company has received a letter from them to the effect that their re- appointment, if made would be in conformity with the limits prescribed under Section 224 (1B) of the Companies Act, 1956. Your Board of Directors recommends the re-appointment of M/s. A. R. Sodha & Co., Chartered Accountants, as Statutory Auditors.

### **Compliance Certificate:**

Pursuant to the provisions of Section 383A of the Companies Act, 1956 the Company has obtained certificate on the status of compliances of the provisions of the Companies Act, 1956 from M/s. Manish Ghia & Associates, Practising Company Secretaries. The copy of the said Certificate is attached to this report.

### **Public Deposits:**

The Company has not accepted deposits from the public during the period ended 31<sup>st</sup> March 2010, within the meaning of Section 58A and 58AA of the Companies Act, 1956.

### **Personnel:**

During the financial period under review no employees were in receipt of remuneration exceeding the limits prescribed under section 217 (2A) of the Companies Act, 1956 and as such no statement is furnished.

### **Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and outgo:**

Since the Company has not commenced any business activities during the period under review, your Directors have nothing to report regarding conservation of energy and technology absorption as well as foreign earnings and outgo as per terms of requirements of clause (e) of Sub-section (1) of section 217 of the Companies Act, 1956

*HHP Broadcasting Services Private Limited*

*Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai 400 053*

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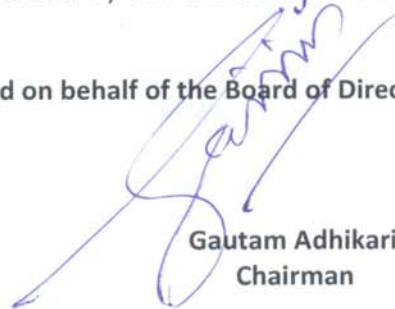
*Research and Development:*

The Company has not carried out any specific research activity and so no benefit has been derived from it.

**Appreciation:**

The Directors acknowledges with gratitude and wish to place on record, their deep appreciation of the support and co-operation received by the associates of the Company during the period under review.

**For and on behalf of the Board of Directors**



**Gautam Adhikari  
Chairman**

**Place: Mumbai**

**Date: 12<sup>th</sup> August, 2010**

# Manish Ghia & Associates

## Company Secretaries

**FORM**  
[SEE RULE 3]  
**Compliance Certificate**

Corporate Identification Number : U22130MH2009PTC198113  
Authorised Share Capital : Rs. 16,000,000/-

To,  
**HHP Broadcasting Services Private Limited**  
Adhikari Chamber, Oberoi Complex,  
New Link Road, Andheri (West),  
Mumbai-400053

We have examined the registers, records, books and papers of **HHP Broadcasting Services Private Limited** (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the period ended on 31.03.2010 (i.e. period from 24.12.2009 to 31.03.2010). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid period:

1. The Company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
2. The Company has filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies, Maharashtra, Mumbai. The Company was not required to file any documents and returns with the Regional Director or Company Law Board or Central Government or any other authorities.
3. The Company, being private limited company, has the minimum prescribed paid-up capital and its maximum number of members during the period were 3 (Three) excluding its present and past employees. The Company during the financial year under review: -
  - (i) has not invited public to subscribe for its shares or debentures; and
  - (ii) has not invited or accepted deposits from any persons other than its Directors or their relatives.



4. The Board of Directors duly met 5 (Five) times on 24.12.2009, 26.12.2009, 30.12.2009, 4.01.2010 and 11.03.2010. As per information and explanations given by the management, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. The Board of Directors of the Company has not passed any resolution by circulation.
5. The Company was not required to close its Register of Members during the period under review.
6. This being first year of the Company, no Annual General Meeting was required to be held during the financial period ended on 31.03.2010.
7. Two Extra-Ordinary General Meetings were held on 26.12.2009 and on 05.01.2010. As per information and explanation given by the management, the Company has given an adequate notice to the members of the Company and the resolutions passed there at were duly recorded in the Minutes Book maintained for the purpose.
8. The Company has not advanced any loans to its directors or persons or firms or companies referred to under Section 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act.
10. The Company has made necessary entries in the register maintained under Section 301 of the Act.
11. As there were no instances falling under the purview of Section 314 of the Act, the Company has not obtained any approvals from its Directors, members or the Central Government as the case may be.
12. The Company has not issued any duplicate share certificates during the period under review.
13. The Company:
  - i) has delivered all the certificates in respect of allotment made to subscribers of the Memorandum of Association and on allotment of 15,90,000 equity shares of Rs. 10/- each made on 30.12.2009 in accordance with the provisions of the Act. There was no transfer/ transmission of securities during the period under review.
  - ii) was not required to deposit any amount in a separate Bank Account as no dividend was declared during the financial period;
  - iii) was not required to post warrants to any member of the Company as no dividend was declared during the financial period;
  - iv) was not required to transfer any amount to Investor Education and Protection Fund;
  - v) has comply with the requirements of Section 217 of the Act;



14. The Board of Directors of the Company is duly constituted. There was no appointment of any Additional Director, Alternate Director and Director to fill Casual Vacancies during the financial period.
15. The Company has not appointed any Managing Director / Whole time Director / Manager during the period under review.
16. The Company has not appointed any sole-selling agents during the period under review.
17. During the period under review, there were no events which require obtaining any approvals of the Central Government, Company Law Board, Regional Director or such other authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other firms and Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has issued 15,90,000 equity shares of Rs. 10/- each during the financial period and complied with the provisions of the Act.
20. The Company has not bought back any shares during the period under review.
21. There was no redemption of preference shares or debentures during the period under review.
22. There were no transaction necessitating the Company to keep in abeyance the rights to dividend / rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of Section 58A during the period under review.
24. The amount borrowed by the Company during the period ended on 31.03.2010 is within the borrowings limits of the Company as approved by the members of the Company under Section 293 (1) (d) of the Act at Extra - Ordinary General Meeting held on 05.01.2010.
25. The Company has not made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the registers kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one State to another during the financial period.
27. The Company has not altered the provisions of the Memorandum with respect to the Objects of the Company during the period under review.
28. The Company has not altered the provisions of the Memorandum with respect to Name of the Company during the period under review.



29. The Company has altered the provisions of the Memorandum of Association with respect to share capital of the Company upon increasing the Authorised Share Capital of the Company from Rs.1,00,000/- (Rupees One Lakh Only) to Rs. 160,000,000/- (Rupees One Crore Sixty Lakhs Only) and complied with the provisions of the Act.
30. The Company has not altered its Articles of Association during the period under review.
31. There was no prosecution initiated against or show cause notice received by the Company and no fines or penalties or any other punishment was imposed on the Company during the period under review, for offences under the Act.
32. The Company has not received any amount as security from its employees during the period under review.
33. The Company has not deducted any contribution towards Provident Fund during the period under review.



Place: Mumbai  
Date: 28.05.2010

For Manish Ghia & Associates  
Company Secretaries

*Rajesh Kedia*

**RAJESH KEDIA**  
**PARTNER**  
**M. No. ACS 11282 C. P. No. 8511**

**Annexure - "A"**

**Registers maintained by HHP Broadcasting Services Private Limited**

1. Register of Members u/s. 150 of the Act.
2. Register and Returns u/s. 163 of the Act.
3. Register of Directors u/s. 303 of the Act.
4. Register of Directors' Shareholding u/s. 307 of the Act.
5. Register of contracts, companies and firms in which directors are interested u/s. 301 of the Act.
6. Minutes Book of General Meetings and Board Meetings u/s. 193 of the Act.
7. Register of Transfer / Transmission of Shares.



**Annexure – "B"**  
**Forms and Returns as filed by HHP Broadcasting Services Private Limited**  
**during the period ended on 31.03.2010.**

**A) with the Registrar of Companies, Maharashtra**

Sr. No.	Form No.	Relevant Section/ Rules	Description	Date of filing	Whether filed within prescribed time Yes/No	If delay in filing whether requisite additional fee paid Yes / N.A.
1	1	33	Declaration of compliance with the requirements of the Act at the time of application for Registration of the Company.	23.12.2009	N.A.	N.A.
2	18	146	Particulars of situation of the Registered office of the Company since the date of incorporation.	16.12.2009	N.A.	N.A.
3	32	303(2)	Appointment of the first Directors of the Company from the date of the incorporation.	16.12.2009	N.A.	N.A.
4	5	94	Particulars of Increase in Authorised Share Capital of the Company from Rs. 100,000/- to Rs. 16,000,000/-	07.01.2010	Yes	N.A.
5	2	75	Particulars of Return of Allotment of 15,90,000 Equity Shares of Rs. 10/- each made on 30.12.2009.	16.02.2010	No	Yes
6	22B	187C	Particulars of declaration by persons not holding beneficial interest in any share of the Company.	12.03.2010	No	Yes

**B) With the Office of the Regional Director, Western Region Bench at Mumbai during period ended on 31.03.2010 - Nil**





AUDITOR'S REPORT

To,

The Members  
HHP Broadcasting Services Private Limited

We have audited the attached Balance Sheet of HHP Broadcasting Services Private Limited as at 31<sup>st</sup> March 2010, Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. These Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor's Report) Order, 2003 as amended issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in the Paragraph 4 and 5 of the said order.

Further to our comments in the Annexure referred to above, 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 accounts as required by law have been kept by the Company so far as appears from our examination of those books;
- c) The Balance Sheet and cash flow statement dealt with by this report is in agreement with the books of accounts;
- d) In our opinion, the Balance Sheet and cash flow statement dealt with by this report is in compliance with the Accounting standard referred to in Section 211 (3C) of the Companies Act, 1956;
- e) On the basis of written representations received from the Directors, as on 31<sup>st</sup> March, 2010, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March, 2010 from being appointed as a Director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956;



- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts together with the notes thereon, give the information required by the Companies Act, 1956 in the manner so required and gives true and fair view in conformity with the accounting principles generally accepted in India
- i. In the case of Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2010.
- ii. In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For A. R. SODHA & Co.  
Chartered Accountant



A. R. Sodha  
Partner  
M. No 31878

Place: Mumbai  
Date: 28<sup>th</sup> May'2010

**ANNEXURE TO THE AUDITORS REPORT ON THE ACCOUNTS FOR THE YEAR ENDED**  
**31<sup>ST</sup> MARCH, 2010**

Referred to in paragraph 3 of our report of even date.

On the basis of such checks as we considered appropriate and in terms of information and explanations given to us, we state that: }}

1. The Company does not have any fixed assets. Accordingly clause 4(i) of Companies (Auditor's Report) Order, 2003 is not applicable.
2. The company does not have any inventories. Accordingly the Clause 4(ii) of Companies (Auditor's Report) Order, 2003 is not applicable.
3. a. According to the information and explanation given to us and on the basis of records furnished before us, the company has not granted any loans, secured or unsecured to Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.  
b. In view of above, clause 4 (iii) (a), (b), (c) and (d) of Companies (Auditor's Report) Order, 2003 are not applicable.  
c. According to the information and explanation given to us and records furnished before us for verification, the company has taken interest free unsecured loan from Holding company. The maximum amount involved is Rs.194.50 lacs & year end balance of the loan is also Rs.194.50 lacs.  
d. According to the information and explanation given to us the rate of interest and other terms and condition are prima facie not prejudicial to the interest of the company.  
e. As there is no stipulation regarding repayment of principal we cannot comment on regularity of payment of principal.
4. According to the information & explanation given to us, in our opinion there is an adequate internal control procedure commensurate with the size of the company and the nature of its business. On the basis of our examination of books and records of the company, neither we have come across nor have we been informed of any continuing failure to correct major weakness in the internal control.
5. According to the information and explanation provided by the management, there have been no contracts or arrangements during the period that need to be entered into the register maintained under section 301 of the Companies Act, 1956. Therefore, the provisions of clauses (v)(a) and (b) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable



6. The company has not accepted any deposits from the public. Accordingly Clause 4(vi) of the Companies (Auditor's Report) Order, 2003 is not applicable.
7. According to the information & explanation given to us management is in the process of setting up internal audit as company is yet to commence its commercial activities.
8. According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 in respect of the products dealt with by the company. Accordingly Clause 4(viii) of the Companies (Auditor's Report) Order, 2003 is not applicable.
9.
  - a. The company is generally regular in depositing statutory dues including Custom Duty, Income tax, Provident Fund, Employee State Insurance, Professional tax, cess and other statutory dues.
  - b. According to the information and explanations given to us and records examined by us, no undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income tax, sales tax, wealth tax, custom duty, excise duty cess and other dues were outstanding for a period of more than six months at year end.
  - c. According to the information and explanation given to us there are no disputes pending before any authorities.
10. The company has been registered for a period of less than five years. Accordingly clause 4(x) of Companies (Auditor's Report) Order, 2003 is not applicable.
11. According to the records made available to us and information and explanations given to us by the management, in our opinion, the company has not taken Loans from any financial institution. Accordingly clause 4(xi) Companies (Auditor's Report) Order, 2003 is not applicable.
12. According to the information and explanations given 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. Accordingly clause 4(xii) Companies (Auditor's Report) Order, 2003 is not applicable.
13. In our opinion, the company is not chit fund, nidhi, mutual fund, societies. Accordingly clause 4(xiii) of Companies (Auditor's Report) Order, 2003 is not applicable.
14. The Company has not dealt with any shares and securities. Accordingly Clause 4(xiv) Companies (Auditor's Report) Order, 2003 is not applicable.



15. As per the information and explanation provide to us, the company has not given any guarantee for loans taken by others from bank or financial institutions. Accordingly Clause 4(xv) of Companies (Auditor's Report) Order, 2003 is not applicable.
16. As per the information and records furnished before us, the company has not accepted any term loans. Accordingly Clause 4(xvi) of Companies (Auditor's Report) Order, 2003 is not applicable.
17. According to the information and explanations given to us and overall examination of records furnished before us company has not raised any funds on short term basis during the year. Accordingly Clause 4(xvii) of Companies (Auditor's Report) Order, 2003 is not applicable.
18. During the period, the company has not made allotment of shares on preferential basis to parties or companies covered under the register maintained under section 301 of the Act. Accordingly Clause 4(xviii) of Companies (Auditor's Report) Order, 2003 is not applicable.
19. During the period, the Company has not issued any debentures. Accordingly Clause 4(xix) of Companies (Auditor's Report) Order, 2003 is not applicable.
20. The company has not raised any money by public issue during the year under audit. Accordingly Clause 4(xx) of Companies (Auditor's Report) Order, 2003 is not applicable.
1. During the course of our examination of the books and records of the company, carried out in accordance with generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of fraud on or by the company noticed or reported during the period nor we have been informed of such instances by the management.

**S. A. R. SODHA & CO.**

Chartered Accountants,



Office: Mumbai.

Date: 28<sup>th</sup> May'2010

# HHP BROADCASTING SERVICES PRIVATE LTD.

Regd. Office : 6th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Mumbai - 400 053

## BALANCE SHEET AS AT 31ST MARCH 2010

	SCHEDULE	AS AT 31.03.2010
<b><u>SOURCES OF FUNDS</u></b>		
<b>Shareholders' Funds</b>		
Share Capital	1	16,000,000
		<hr/>
		16,000,000
<b>Loan Funds</b>		
Unsecured Loan	2	19,450,000
		<hr/>
<b>TOTAL</b>		<b>35,450,000</b>
<b><u>APPLICATION OF FUNDS</u></b>		
<b>Current Assets, Loans &amp; Advances</b>	3	
Cash & Bank Balances		539,477
Deposit & Advances		<hr/>
		34,600,000
		<hr/>
		35,139,477
<b>Less: Current Liabilities &amp; Provisions</b>		
Sundry Creditors		<hr/>
		20,048
		<hr/>
		20,048
<b>Net Current Assets</b>		35,119,429
<b>Pre-Operative Expenses</b>		95,571
<b>Miscellaneous Expenditure</b>	4	235,000
(To the extent not written off or adjusted)		<hr/>
<b>TOTAL</b>		<b>35,450,000</b>
<b>Notes to Account</b>	5	
The schedule referred to above and notes attached thereto form an integral part of the Balance Sheet.		

As per our report of even date  
For A.R.SODHA & CO.  
Chartered Accountants

A.R.Sodha  
Partner  
M.No.31878

Mumbai : 28th May'2010



For & on behalf of the Board  
For HHP Broadcasting Services Pvt.Ltd.

Gautam Adhikari  
Director

Markand Adhikari  
Director

Mumbai : 28th May'2010

**HHP BROADCASTING SERVICES PRIVATE LTD.**  
**SCHEDULES FORMING PART OF THE FINANCIAL STATEMENTS**

AS AT  
 31.03.2010

**SCHEDULE 1  
 SHARE CAPITAL**

<b>Authorised</b>	
1,600,000 Equity shares of Rs.10/- each.	<u>16,000,000</u>
<b>Issued, Subscribed &amp; Paid-up</b>	
1,600,000 Equity shares of Rs.10/- each.	<u>16,000,000</u>
	<u><u>16,000,000</u></u>

**SCHEDULE 2  
 UNSECURED LOANS**

From Parent Company	<u>19,450,000</u>
	<u><u>19,450,000</u></u>

**SCHEDULE 3  
 CURRENT ASSETS, LOAN & ADVANCES**

Cash & Bank Balance	539,477
Deposit & Other Advances	<u>34,600,000</u>
	<u><u>35,139,477</u></u>

**SCHEDULE 4  
 MISCELLANEOUS EXPENDITURE**  
 (To the extent not written off or adjusted)

<b>Preliminary Expenses</b>	
Opening Balance	-
Addition during the year	235,000
Less: Written off during the year	-
	<u><u>235,000</u></u>



*[Handwritten Signature]*

## HHP BROADCASTING SERVICES PRIVATE LIMITED

### SCHEDULES FORMING PART OF THE FINANCIAL STATEMENT

#### SCHEDULE 5

#### ACCOUNTING POLICIES & NOTES TO ACCOUNTS

##### 1. BACKGROUND

The company was incorporated on December 24, 2009 with the main object to launch 24 hours Music & Entertainment Television Channel.

##### 2. SIGNIFICANT ACCOUNTING POLICIES:

###### a) Basis for preparation of Financial Statements:

The financial statements have been prepared under the historical cost convention ignoring changes, if any, in the purchasing power of money and on accounting principles of going concern. All income and expenditure having a material bearing on the financial statements are recognized on accrual basis.

###### b) Use of Estimate

The preparation of financial statements in conformity with Accounting Standards requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

###### c) Provision

A provision is recognized when the company has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to affect the current best estimates.

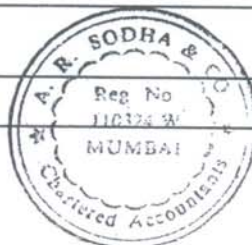
###### d) Preliminary and Pre-operative expenses will be written off in the year in which commercial activities will begun.

##### 3. NOTES TO ACCOUNTS

Addition information pursuant to the provision of paragraphs 4 of part II of schedule VI to the companies Act, 1956 to the extent applicable is as under.

###### 1. Payment to Auditors

Particulars	31-3-2010
Audit Fees (including Service Tax)	11,030/-



2. RELATED PARTIES DISCLOSURES :

(a) List of Related Parties & Relationship :

NAME OF THE RELATED PARTY	NATURE OF RELATIONSHIP
Sri Adhikari Brothers Television Network Limited	Holding Company
TV Vjision Private Limited	Fellow Subsidiary
UBJ Broadcasting Private Limited	Fellow Subsidiary
MPCR Broadcasting Services Private Limited	Fellow Subsidiary
Westwind Realtors Private Limited	Fellow Subsidiary
SAB & View Entertainment	Joint Venture of Holding Company
<b>Key Management Personnel</b>	
Gautam Adhikari	Director
Markand Adhikari	Director

(b) Transactions with Related Parties:

Transactions	(Rs. In Lacs)
	Holding Company
Advance/Loan/Deposit Taken	194.50
Capital Contribution	160.00

3. EVENTS OCCURRING AFTER BALANCE SHEET DATE

To the best of knowledge of the management, there are no events occurring after the Balance Sheet date that provide additional information materially affecting the determination of the amount relating to the conditions existing at the Balance Sheet Date that requires adjustment to the Assets or Liabilities of the Company except to the extent stated otherwise.

4. CURRENT ASSETS AND CURRENT LIABILITIES:

Balances of Sundry Debtors, Sundry Creditors, and Loans & Advances, receivable / payable are taken as per books and are subject to confirmation and reconciliation, if any.



5. DETAILS ABOUT THE MICRO, SMALL AND MEDIUM ENTERPRISES

In absence of information regarding vendors covered under the Micro, Small and Medium Enterprises Development Act, 2006, disclosure relating to amounts unpaid as at the year end together with interest paid / payable under this Act has not been given


As per our report of even date

For A. R. Sodha & Co.  
Chartered Accountants

  
A R Sodha  
Partner  
M No 318  
Mumbai : 28<sup>th</sup> May, 2010

For & on behalf of the Board

  
Gautam Adhikari  
Director

  
Markand Adhikari  
Director

Mumbai : 28<sup>th</sup> May, 2010