
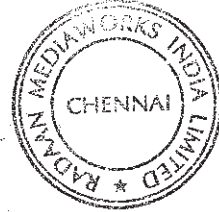
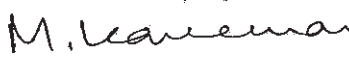
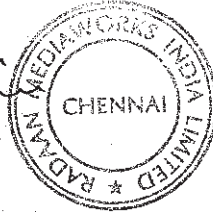

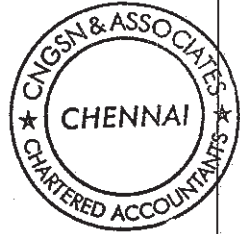
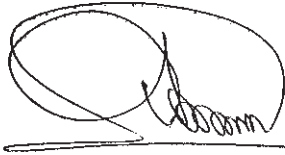
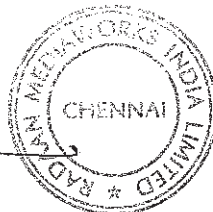


FORM A

Covering letter of the annual audit report to be filed with the stock exchanges

1.	Name of the Company:	Radaan Mediaworks India Limited
2.	Annual financial statements for the year ended	31 st March 2014
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	Not Applicable
5.	Signed by-	
	CEO/Managing Director	 
	CFO	 
	Auditor of the company	 
	Audit Committee Chairman	 



Radaan
mediaworks

15th Annual Report
2013 - 2014

Radaan Mediaworks India Limited
www.radaan.tv

Our Board Members



Mrs. R. Radikaa Sarathkumar
Chairperson & Managing Director



Mr. R. Sarath Kumar
Director - Operations



Mr. A. Krishnamoorthy
Independent Director



Mr. J. Krishna Prasad
Independent Director



Mr. V. Selvaraj
Independent Director

Executive Officers

V Murali Raaman
Chief Executive Officer

M Kavirmani
Chief Financial Officer

K C Sahu
Company Secretary

B Shakthivel
Chief Operating Officer

CIN: L92111TN1999PLC043163

REGISTERED OFFICE :

No. 10, Paul Appasamy Street
T. Nagar, Chennai - 600 017
Ph : + 91 44-28345032 / 28345033 /
28345037 / 28345038 / 28345040
Fax : + 91 44-28345031
Website : www.radaan.tv
email : info@radaan.tv

STATUTORY AUDITORS :

CNGSN & ASSOCIATES

Chartered Accountants
"Agastyar Manor"
New No. 20, Old No. 13, Raja St.,
T. Nagar, Chennai - 600 017.

INTERNAL AUDITORS :

A J Deora & Associates
Chartered Accountants
SF-6, IIInd Floor, "Golden Enclave"
No. 275/184, Poonamallee
High Road, Chennai - 600 010.

LEGAL ADVISOR :

Harishankar Mani
Advocate
New No. 115, First Floor,
Luz Church Road,
Mylapore, Chennai - 600 004.

BANKERS :

Indian Overseas Bank
Saidapet,
Chennai - 600 015.

REGISTRARS & SHARE TRANSFER AGENT :

Cameo Corporate Services Limited
Subramanian Building V th Floor
No. 1, Club House Road,
Chennai - 600 002.
Ph. : 044-2846 0390(5 lines)
Fax : 044-28460219
Grams : "CAMEO"
E-Mail : cameo@cameoindia.com

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NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the Fifteenth Annual General Meeting of the company will be held on Monday, the 29th September 2014 at 10.00 a.m., at Madras Race Club, Guindy, Chennai - 600032 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2014, Profit & Loss Statement for the year ended 31st March 2014 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint Auditors and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as **ORDINARY RESOLUTION**.

"RESOLVED that pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, CNGSN & Associates, Chartered Accountants (Firm Registration No.004915S), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the eighteenth AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM), at such remuneration plus service tax, out-of-pocket expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS:

3. To appoint Mr J Krishna Prasad (DIN 03397294) as an Independent Director 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 pursuant to the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, MrJ Krishna Prasad (DIN 03397294), Director of the Company whose period of office is liable to retirement by rotation as per the Companies Act, 1956 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term of five years from 29th September 2014 to 28th September 2019 (both days inclusive)."

4. To appoint Mr A Krishnamoorthy (DIN 00386122) as an Independent Director 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 pursuant to the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr.A Krishnamoorthy (DIN 00386122), Director of the Company whose period of office is liable to retirement by rotation as per the Companies Act, 1956 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term of five years from 29th September 2014 to 28th September 2019 (both days inclusive)."

5. To appoint Mr V Selvaraj (DIN 00052444) as an Independent Director 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 pursuant to the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr.V Selvaraj (DIN 00052444), Director of the Company whose period of office is liable to retirement by rotation as per the Companies Act, 1956 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term of five years from 29th September 2014 to 28th September 2019 (both days inclusive)."

6. To approve appointment of Ms. Rayane as Executive Trainee and in this regard to consider and if thought fit, to pass with or without modification (s), the following as a **SPECIAL RESOLUTION**.

RESOLVED THAT pursuant to section 188 read with any other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, approval of the company be and is hereby granted for appointment of Ms.Rayane, Daughter of Mrs. R Radikaa Sarathkumar, Chairperson & Managing Director, with effect from 8th August 2014 as an Executive Trainee on gross remuneration not exceeding Rs.30,000/- (Rupees Thirty Thousand Only) per month.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto.

By Order of the Board
For Radaan Mediaworks India Limited

Date: 8th August 2014

Registered office:
10, Paul Appasamy Street,
T. Nagar,
Chennai-600 017.

-sd-

KANHU CHARAN SAHU
Company Secretary

members whose e-mail addresses are registered with the Company/ Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

8. To support the 'Green Initiative', the members who have not registered their e-mail addresses are requested to register the same with Cameo Corporate Services Limited/ Depositories.

9. Pursuant to General Circular No.20/2014 dated 17th June 2014 issued by the Ministry of Corporate Affairs, Government of India, the e-voting process is not considered as mandatory till 31st December 2014. However in terms of Clause 35B of the Listing Agreement the members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all resolutions set forth in this Notice.

NOTES:

1. **A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company.** The instrument appointing the proxy, in order to be effective, must be deposited with the Company not less than FORTY-EIGHT HOURS before commencement of the Meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
2. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of the business under Item Nos. 2 to 6 as set out in the notice is annexed hereto.
3. The Register of Members and the Share Transfer books of the company will remain closed from 23rd September 2014 to 29th September 2014 (both days inclusive).
4. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing such representatives to attend and vote at the Annual General Meeting.
5. In the case of Joint holders attending the meeting, only such joint holder who is higher in order of names will be entitled to vote.
6. All documents referred to it in the accompanying Notice are available for inspection by the members at the registered office of the company on all working days between 11.00 a.m. and 1.00 p.m. prior to the date of the Meeting.
7. The Notice of the AGM along with the Annual Report 2013-14 is being sent by electronic mode to those

The instructions for e-voting are as under:

- (i) The voting period begins on 23rd September 2014 (9.00 a.m. IST) and ends on 25th September 2014 (6.00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd August 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. <i>[Sequence number has been provided as serial number (SL No) in the Address Label]</i> In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Radaan Mediaworks India Limited.

- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

10. Details of directors seeking appointment/ re-appointment at the forthcoming annual General Meeting (pursuant to Clause 49 of the Listing Agreement) are provided below.

Name of the Director	Mr. J Krishna Prasad	Mr.A Krishnamoorthy	Mr.V Selvaraj
DIN	03397294	00386122	00052444
Date of Birth	16 th August 1955	17 th October 1944	4 th August 1939
Date of appointment on Board	12 th February 2011	12 th August 2010	7 th September 2011
Qualification	B.Sc., Fellow member of the Institute of Chartered Accountants of India	M.A. (Public Administration), MBA (Finance & Personnel Management)	Master of Arts (Economics)
Expertise	General Business Consultancy, Fund Raising	Finance and Business Management	Retired IAS officer having held several positions such as Chairman – Madras Port Trust, Secretary – Industries Department
List of Directorships held in other companies	Cherrytec Intelisolve Limited	i. Sri Kavery Medical Care (Trichy) Limited ii. KMC Speciality Hospitals (India) Limited iii. G.S.P.Infratech Development Private Limited iv. Auro Mira Energy Company Private Limited v. Cethar Constructions Limited vi. Cethar Electricals Limited	i. First Leasing Company of India Limited ii. Parsn Foundation Private Limited iii. Parsn Urban Development Limited
Shareholding in the company	NIL	NIL	NIL
Relationship with other directors	NIL	NIL	NIL

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

The following explanatory statement sets out all the material facts relating to certain Ordinary Business and all the Special Business mentioned in the accompanying notice dated 8th August 2014 and shall be taken as forming part of the Notice.

Item No.2:

Though not mandatory, this explanation is provided for reference.

CNGSN & Associates, (ICAI Firm Registration No.004915S), Chartered Accountants, Chennai were appointed as the statutory auditors of the Company for financial year 2013-14 at the Annual General Meeting (AGM) of the Company held on 27th September 2013. They have been the Auditors of the Company since 2003-04 and have completed a term of eleven years. As per the provisions of section 139 of the Act, no listed company can appoint or re-appoint an audit firm as

auditor for more than two terms of five consecutive years. Section 139 of the Act has also provided a period of three years from the date of commencement of the Act to comply with this requirement.

In view of the above, CNGSN & Associates, being eligible for re-appointment and based on the recommendation of the Audit Committee, the Board of Directors has, at its meeting held on 8th August 2014, proposed the appointment of CNGSN & Associates as the statutory auditors of the Company for a period of three years to hold office from the conclusion of this AGM till the conclusion of the eighteenth AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM).

The Board recommends the Resolution at Item No. 2 for approval by the Members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMP is concerned or interested in the Resolution at Item No. 2 of the accompanying Notice.

Item No.3 to 5:

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors which came into effect from April 1, 2014, the Independent Directors shall be appointed for not more than two terms of five years each and shall not be liable to retire by rotation. Further the Central Government vide General Circular No.14/2014 dated 9th June 2014, had clarified that the existing independent directors should be appointed under the new Act.

In view of the above, the Board of Directors have recommended appointment of Mr J Krishna Prasad, Mr.A Krishnamoorthy and Mr.V Selvaraj as Independent Directors of the Company in accordance with the provisions with respect to appointment and tenure of Independent Directors which is consistent with the Companies Act, 2013 and the amended Listing Agreement.

All the Directors proposed to be appointed under these resolutions are Non-Executive Independent Directors of the Company. The period of office of these Directors was liable to determination by retirement by rotation under the erstwhile applicable provisions of the Companies Act, 1956.

The appointee directors, being eligible, offer themselves for appointment by giving consent to act as Director and have given a declaration to the Board that they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013. These Directors are not disqualified from being appointed as a Director in terms of Section 164 of the Act.

Notice have been received from a member signifying the intention to propose appointment of these Directors along with a deposit of Rs.1,00,000/- each.

In the opinion of the Board, each of these Directors fulfil the conditions specified in the Companies Act, 2013 and Rules made thereunder for their appointment as Independent Directors of the Company and they are independent of the management, and are proposed to be appointed as Independent Directors for a term as stated in the Resolutions.

A brief profile of Independent Directors to be appointed, including nature of their expertise and other disclosure as required under Clause 49 of the Listing Agreement, is provided as a note to this Notice.

The Board recommends the Resolutions at Item Nos. 3 to 5 for approval by the Members.

Except these Directors, being appointees, none of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMP is concerned or interested in the Resolutions at Item Nos. 3 to 5 of the accompanying Notice.

Item No.6:

Ms. Rayane, is daughter of Mrs.R Radikaa Sarathkumar, the Chairperson and Managing Director of the company. Ms.Rayane has completed her BA in Economics from Stella Marris College, Chennai, in 2013. Currently she is pursuing MA in Sports Business from Leeds Metropolitan University, Leeds, UK.

The Board of Directors, at its meeting held on 8th August 2014, with recommendation of the Audit Committee and considering her specialized knowledge in strategic management, sports, economics, organizational development and human resource etc., had approved for appointment of Ms.Rayane as an Executive Trainee with remuneration of Rs.30,000/- (Rupees Thirty Thousand only) per month effective from 8th August 2014.

In terms of the provisions of Section 188 of the Companies Act, 2013 and the Rules thereunder, members of the company have to approve the aforesaid appointment and payment of remuneration by way of Special resolution.

The Board recommends the Resolution at Item No. 6 for approval by the Members.

Except the appointee and Mrs.R.Radikaa Sarathkumar, Mr.R Sarathkumar being her relatives, none of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMP is concerned or interested in the Resolution at Item No. 6 of the accompanying Notice.

By Order of the Board
For Radaan Mediaworks India Limited

Date: 8th August 2014
Registered office:
10,Paul Appasamy Street,
T.Nagar,
Chennai-600 017.

-sd-
KANHU CHARAN SAHU
Company Secretary

DIRECTORS' REPORT

Dear Shareholders,

The Directors have pleasure to present their report on the business and operations of your Company for the year ended March 31, 2014.

Financial Performance:

A summary of financial performances during the year is given below, detail analysis is included in the Management Discussion and Analysis:

Particulars	Standalone		Consolidated
	2012-13	2013-14	2013-14
Revenue from Tele serials/films	3277.20	2977.58	3167.40
Other income	82.47	33.12	33.12
Operating expenses	3106.12	2807.71	3018.84
Finance cost	112.84	112.92	113.19
Profit/ (Loss) before Tax	90.71	90.07	68.49
Tax expenses / provisions	(14.38)	(12.51)	(12.51)
Net Profit/ (Loss)	105.09	102.58	81.00

Directors:

In accordance with provisions of Companies Act, 1956 and Articles of Association of the company Mr.V Selvaraj retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for reappointment. However as per the provisions of the Companies Act, 2013, read with the clarification issued by the Central Government

vide General Circular No.14/2014 dated 9th June 2014, the existing independent directors, including Mr.Selvaraj shall be appointed under the new Act in compliance with the provisions thereunder at the forthcoming annual general meeting.

Composition of the board of directors and committees thereof, including the audit committee are discussed in detail in the Corporate Governance Report.

Dividends:

No dividend is recommended for the financial year ended 31st March 2014, in view of previous year losses.

Public Deposits:

The company has not accepted any fixed deposit from public during the year under review.

Subsidiary Company:

As on closing of the reporting period, the company had only one subsidiary in Singapore, 'Radaan Media Ventures Pte Limited', in which entire share capital was wholly owned by the company. Summary financial details of the subsidiary company, for two accounting periods ended 30th September 2013 and 31st March 2014 are provided below.

The Annual accounts of the subsidiary company and the related detailed information shall be made available to shareholders seeking such information at any point of time. These annual accounts of the subsidiary company are also available for inspection by any shareholders in the head office of the holding company and of the subsidiary company.

Summary Financials of Radaan Media Ventures Pte Limited					
Particulars		For the period (21-09-2012 to 30-09-2013)		For the period (01-10-2013 to 31-03-2014)	
		(in Sing \$)	(in Rs.)	(in Sing \$)	(in Rs.)
(a)	Capital	20,000	9,48,924	20,000	9,48,924
(b)	Reserves	(42,741)	(19,50,242)	(47,288)	(21,57,718)
(c)	Total Assets	1,63,202	77,43,315	3,469	1,64,591
(d)	Total Liabilities	1,63,202	77,43,315	3,469	1,64,591
(e)	Details of investment (except in case of investment in the subsidiary)	---	----	---	----
(f)	Turnover	4,16,000	1,89,81,789	----	----
(g)	Profit before taxation	(42,741)	(19,50,242)	(4,547)	(2,07,476)
(h)	Provision for taxation	---	-----	---	-----
(i)	Profit after taxation	(42,741)	(19,50,242)	(4,547)	(2,07,476)
(j)	Proposed dividend	----	-----	----	-----
(k)	Exchange rate used (per unit of Singapore Dollar)	→ For items in (a), (b), (c), (d) and (e) – Rs.47.4462 (average rate of exchange applicable for the year) → For items in (f), (g), (h), (i) and (j) – Rs.45.6293 (closing rate as on Balance Sheet date)			

Corporate Governance:

Pursuant to clause 49 of the Listing agreement with the Stock exchanges, the following have been made part of the Annual Report.

- Management Discussion and Analysis
- Corporate Governance Report
- Certificate from the Auditors regarding compliance of conditions of Corporate Governance.
- Declaration on compliance with Code of Conduct
- Certificate of the Managing Director and the Chief Financial Officer on the financial statements

Auditors:

M/s. CNGSN & Associates, Chartered Accountants retire at the conclusion of the forthcoming Annual General Meeting and are eligible for reappointment. They have been the Auditors of the Company since 2003-04 and have completed a term of eleven years. As per the provisions under Companies Act, 2013 and rules notified thereunder, they could be appointed for not exceeding three more consecutive years. The company has received written consent and certificate as required under Section 139 of the Companies Act, 2013 from them for reappointment.

M/s CNGSN & Associates, Statutory Auditors submitted their reports for the Financial Year 2013-14 which, including all remarks there in, are self explanatory.

Reconciliation of Share Capital Audit:

A qualified Practicing Company Secretary carries out secretarial audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and total issued and listed capital. The Reconciliation of Share Capital Audit Report confirms that the total issued / paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL.

Directors' Responsibility Statement:

In compliance with the provisions of Section 217 (2AA) of the Companies Act 1956 ('the Act'), the Directors hereby confirm that:

- 1) In preparing the annual accounts for the year ended 31st March 2014, all the applicable accounting standards have been followed without any material departure.
- 2) Accounting policies were adopted and applied 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 as at 31st March 2014.
- 3) Proper and sufficient care has been taken 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.
- 4) The annual accounts have been prepared on a 'going concern' basis.

Particulars of Employees

None of the employees is in receipt of remuneration as specified under Section 217(2A) of the companies Act 1956.

Information required under Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Directors) Rules, 1988.

(A) Conservation of Energy

The company being in media and entertainment industry, it's operations are not energy intensive. However, the company takes adequate measures to save energy by installing energy efficient electrical and electronic equipments.

(B) Research and Development

The company has not carried out any specific research activity during the year under review. However, as part of regular ongoing business it explores ideas in creating contents in entertainment.

(C) Technology absorption, adaptation and innovation

The company continues to take prudent measures in respect of technology absorption.

(D) Foreign exchange earnings and outgo

The company regularly supplies television contents to overseas broadcasting channels. Details of foreign currency earned and used during the year are provided below:

	Year ended 31-03-2014	Year ended 31-03-2013
Foreign Exchange Earnings	US \$ 1,71,227 equivalent to Rs.1,01,76,228	US\$ 2,43,295 £ 18,000 aggregating equivalent to Rs.1,45,97,007/-
Expenditure in foreign currency	US \$ 1,930 Sing Dollar 824 aggregating equivalent to Rs. 1,60,638	US\$ 1,17,642 £ 2,000 S\$ 2,305 aggregating equivalent to Rs.69,32,570/-

Appreciation

The Directors are thankful to the members, customers, vendors, broadcasting channels, marketing agencies, bankers for their confidence and continued support extended to the company. The directors are grateful to the Central and State Governments, Securities and Exchange Board of India, Reserve Bank of India, Registrar of Companies and other Government/ Regulatory Authorities for their continued cooperation.

The Directors would like to express their sincere thanks to the Film Producers Council, Distributors Associations, Actors, Actresses, Sponsors and various other agencies associated with film and television industry and millions of viewers and place on record the support extended by them.

The Directors also place on record their appreciation to all the employees for their commendable contribution at various levels.

For and on behalf of the Board of Directors
-sd-

Place : Chennai

Date : 8th August 2014

R Radikaa Sarathkumar

Chairperson & Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS

Members and Investors are cautioned that the Management Discussion and Analysis Report presented herein below contains the Company's objectives, projections, estimations and expectations, which may be forward looking statements within the meaning of applicable Securities Laws and Regulations. Forward-looking statements are based on certain assumptions and expectation of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The important factors, which could have an impact on the company's operations, include economic conditions, changes in Government Regulations and other incidental factors. The company assumes no responsibility to publicly amend modify or revise any forward looking statements, on the basis of any subsequent developments, information or events. The following discussion and analysis should be read in conjunction with the Company's financial statements included herein and the notes thereto.

Industry Overview:

The Indian Media and Entertainment (M&E) Industry, one of the most vibrant and exciting industries in the world, has had a tremendous impact on the lives and the Indian economy. Today the media is all pervasive with touch points ranging from television to newspapers to films to radio to outdoor properties. With the addition of new media such as social networking services, animation and VFX, online gaming and applications running on mobile devices, a new dimension has been added to the world of media. It plays a critical role in creating awareness on issues, channeling the energy and building aspirations among people. The aspirations for better life, drives demand for various other products and services, by this it has also been a catalyst for the growth of large parts of the Indian economy.

In calendar year 2013, the Indian Media & Entertainment (M&E) industry registered a growth of 11.8 per cent over 2012 and touched INR 918 billion. The overall growth rate remained muted, with a slow GDP growth and a weak rupee. Lower GDP meant lower demand from the consumer and this impacted advertising. At the same time, the industry began to see some benefits from the digitisation of media products and services, and growth in regional media. Gaming and digital advertising were the two prominent industry sub-sectors which recorded a strong growth in 2013 compared to the previous year, albeit on a smaller base. For projections till 2018, digital advertising is expected to have the highest CAGR of 27.7 per cent while all other sub-sectors are expected to grow at a CAGR in the range of 9 to 18 per cent. Overall, the industry is expected to register a CAGR of 14.2 percent to touch INR 1785.8 billion by 2018, as per the FICCI-KPMG Report for 2014.

Industry growth trends:

Digitisation:

The phased progress in digitization has been the stepping stone for the industry's growth and success, thereby brining about a paradigm shift in key indicators, particularly within the domains of TV and film sectors. Successful completion of the digitization process will result in the complete closure of analogue transmission and could act as an enable to add value and to increase profits at each level in the value chain.

Growth in regional media:

Regional media in India has demonstrated strong growth over last few years, and continues to have a positive outlook. Given the size and diversity of the Indian market, media owners and advertisers are increasingly adding a regional element to their strategies. As a result, regional markets have grown in size and importance. The key drivers of growth in the regional media space continue to be a better cultural fit

Overall industry size and projections:

Overall industry size (For Calendar Years) (INR Billion)	2009	2010	2011	2012	2013	Growth in 2013 over 2012	2014p	2015p	2016p	2017p	2018p	CAGR (2013-18)
TV	257.0	297.0	329.0	370.1	417.2	12.7%	478.9	567.4	672.4	771.9	885.0	16.2%
Print	175.2	192.9	208.8	224.1	243.1	8.5%	264.0	287.0	313.0	343.0	374.0	9.0%
Films	89.3	83.3	92.9	112.4	125.3	11.5%	138.0	158.3	181.3	200.0	219.8	11.9%
Radio	8.3	10.0	11.5	12.7	14.6	15.0%	16.6	19.0	23.0	27.8	33.6	18.1%
Music	7.8	8.6	9.0	10.6	9.6	-9.9%	10.1	11.3	13.2	15.1	17.8	13.2%
OOH	13.7	16.5	17.8	18.2	19.3	5.9%	21.2	23.1	25.2	27.5	30.0	9.2%
Animation and VFX	20.1	23.7	31.0	35.3	39.7	12.5%	45.0	51.7	60.0	70.2	82.9	15.9%
Gaming	8.0	10.0	13.0	15.3	19.2	25.5%	23.5	28.0	32.3	36.1	40.6	16.2%
Digital Advertising	8.0	10.0	15.4	21.7	30.1	38.7%	41.2	55.1	69.7	88.1	102.2	27.7%
Total	587	652	728	821	918	11.8%	1039	1201	1390	1580	1786	14.2%

Courtesy : FICCI-KPMG Report for 2014

for regional content, focus on socio political issues related to particular regions and stronger engagement with customers in contrast to national Hindi programming.

Increase in mobile and internet users:

With a number of smartphones available in the market at various price range and also accessibility of mobile data plans at reduced rates, use of data is likely to increase. Increasing competition and upgradation, sharing of network infrastructure by telecom operators are just two of the factors expected to propel growth in data use. This is leading to a rapid increase in internet based consumption of music, radio, TV programming, video gaming, video-on-demand services and even full – length films.

Company Overview:

Radaan Mediaworks India Limited, India and it's wholly owned subsidiary, Radaan Media Ventures Pte. Limited, Singapore are in the Entertainment Industry, majorly operating in southern regional languages. Television content production is prime activity, though diversified into other sections. The company's success is built on the relationships cultivated over the past decade with leading talents, broadcasting channels, distributors, exhibitors and other key industry participants.

Content producers rank first in the industry value chain. During the year the company along with the subsidiary company had successfully produced many television series and events.

TV programs during 2013-14:

Program name and language	Channel / Client	Category
Elavarasi, Tamil	SUN TV	Daily series
Vaani Rani, Tamil	SUN TV	Daily series
Shiva Shankari, Tamil	SUN TV	Weekend series
Kannamoochi	SUN TV	Daily / Short Story
Sampradayam Mana Desam Mana Kosum, Telugu	GEMINI TV	Daily series
Eshwari, Telugu	GEMINI TV	Daily series
Vaani Rani, Telugu	GEMINI TV	Daily series
Vaani Rani, Malayalam	SURYA TV	Daily series
*Nadule Kuncham Dukata Kanam, Tamil	Vasantham TV, Singapore	Daily / Short Story
*Puriyamal Purintham, Tamil	Vasantham TV, Singapore	Daily / Short Story
Tamizhan Awards	Puthiya Thalaipurai	Award Event

* Radaan Media Ventures Pte. Ltd

Celebrity Cricket League (CCL):

Radaan is one among the promoters of the "Celebrity Cricket League (CCL)", a cricketing tournament in T20 format. Fourth season of the league was recently completed between teams from Telugu, Tamil, Kannada, Malayalam, Bhojpuri, Hindi, Marathi and Bengali film industries.

Content Repurposing:

During the year the company has not taken any additional step in New Media front, however the initiations of launching Youtube - channels during previous year had given good results. The subscribers are increasing, also the digital revenue. With the extensive and growing content library in various languages, the company may expect further growth in this revenue. The company has also continued exploiting the archived contents by re-telecast.

Financial Overview:

Share Capital:

Share capital of the company has not undergone any change during the year. As on 31st March 2014 paid-up share capital was Rs.10,83,23,080/- comprising of 5,41,61,540 equity shares of Rs. 2/- each.

Reserves and Surplus:

a) Securities Premium:

The Securities Premium on standalone basis had remained unchanged at Rs.7,53,65,634/- as on 31st March 2014 and on consolidated basis the securities premiums as on 31st March 2014 was Rs.7,53,65,634/-

b) Foreign Currency Translation Reserve:

On consolidated basis, there was a negative balance of Rs.85,917/- as at 31st March 2014

c) Surplus:

The accumulated losses as at 31st March 2014, on a standalone basis were Rs.35,78,238/- and on consolidated basis were Rs.57,22,032/-

Secured Loans:

On a standalone basis , secured loans were increased from Rs.6,71,72,073/- as on 31st March 2013 to Rs.7,11,91,281/- as on 31st March 2014, comprising of Long Term Borrowings, Short Term Borrowings and Current maturities of long term debts under other current liabilities.

On consolidated basis the secured loans as on 31st March 2014 were at Rs.7,11,91,281/-, comprising of Long Term Borrowings Rs.1,54,582/-, Short Term Borrowings Rs.6,89,13,040/- and current maturities of long term debts under other current liabilities Rs. 21,23,659/-

Deferred Tax Liabilities:

Net deferred tax liability on a standalone basis, as on 31st March 2014 was Rs.47,82,515 as against Rs.60,33,657/- as on 31st March 2013 and on consolidated basis as on 31st March 2014 was Rs.47,82,515

Other long term liabilities:

Other long term liabilities, comprising of advances received from clients / customers and gratuity, leave encashment

obligations were reduced on standalone basis from Rs.7,04,74,641/- as on 31st March 2013 to Rs.5,07,90,745/- as on 31st March 2014 and on consolidated basis as on 31st March 2014 it was Rs.5,07,90,745/-

Trade payables:

On standalone basis the trade payables were increased from Rs.85,93,022/- as on 31st March 2013 to Rs.1,58,57,006/- as on 31st March 2014 and on consolidated basis the trade payables as on 31st March 2014 was Rs.1,63,09,595/-

Other current liabilities:

Other current liabilities, on standalone basis was reduced from Rs.1,15,26,761/- as on 31st March 2013 to Rs.98,04,352/- as on 31st March 2014 and on consolidated basis it was at Rs.98,04,352/- as on 31st March 2014

Fixed Assets:

On standalone basis, the gross block of fixed assets was increased from Rs.17,29,21,686/- as on 31st March 2013 to Rs.17,42,54,074/- as on 31st March 2014 and on consolidated basis the gross block of fixed assets as on 31st March 2014 was Rs.17,42,54,074/-

Investments:

During the year, the company had made an investment of Rs.9,34,956/- in the wholly owned subsidiary Radaan Media Venture Pte. Ltd., Singapore for the purpose of operation and expansion. With this the total investments in the standalone balance sheet as on 31st March 2014 was increased from Rs.75,06,044/- to Rs.84,41,000/- and in the consolidated balance sheet as on 31st March 2014 the investments were at Rs.75,06,000/-

Long term loans and advances:

On standalone basis the long term loans and advances were increased from Rs.6,34,00,028/- as on 31st March 2013 to Rs.7,03,45,261/- as on 31st March 2014 and on consolidated basis it was Rs.7,03,45,261/- as on 31st March 2014

Other non-current assets:

Other non-current assets, on standalone basis increased from Rs.9,50,34,677/- as on 31st March 2013 to Rs.9,65,69,791/- as on 31st March 2014 and on consolidated basis it was Rs.9,65,69,791/- as on 31st March 2014.

Current Assets:

On standalone basis, inventories were decreased from Rs.2,66,10,428/- to Rs.1,79,85,269/-, trade receivables were decreased from Rs.9,49,88,641/- to Rs.6,79,36,609/-, cash and cash equivalents were increased from Rs.52,10,811/- to Rs.3,05,14,377/-, short term loans and advances were increased from Rs.24,45,059/- to Rs.75,38,567/- as on 31st March 2014 as compared to 31st March 2013.

On consolidated basis as on 31st March 2014 the current assets were Rs.12,31,32,700/- comprising of inventories Rs.1,79,85,269/-, trade receivables Rs.6,79,36,609/-, cash and cash equivalents Rs.3,06,78,968/-, short term loans and advances Rs.65,31,854/-

Revenues:

On standalone basis the total revenue was decreased by 9% from Rs.33,09,66,664/- in financial year ended 31st March 2013 to Rs.30,10,70,549/- for the financial year ended 31st March 2014.

On consolidated basis the total revenue for the financial year ended 31st March 2014 was Rs.32,00,52,338/-

Expenses:

The operating expenses on standalone basis has dropped by 8.6 % from Rs.30,04,22,420/- in previous financial year to Rs.27,45,68,872/- for the financial year ended 31st March 2014 and on consolidated basis the operating expenses were Rs.29,56,82,279/- for the financial year ended 31st March 2014

The finance cost on standalone basis had almost remained static at Rs.1,12,92,654/- for the year ended 31st March 2014 as against Rs.1,12,83,522/- during the previous year ended 31st March 2013 and on consolidated basis the finance cost for the year ended 31st March 2014 was Rs.1,13,18,754/-

On standalone basis the depreciation and amortizations expenses were reduced by 39% from Rs.1,01,89,306/- in the previous financial year to Rs.62,01,930/- for the current year ended 31st March 2014 and on consolidated basis the depreciation and amortization expenses were Rs.62,01,930/-

Profitability:

On standalone basis, for the year ended 31st March 2014, the company had earned Rs.2,65,01,677/- at an EBITDA margin of 8.80 % as compared to Rs.3,05,44,244/- at the EBITDA margin of 9.23 % in previous year. On consolidated basis the company had earned Rs.2,43,70,059/- at the EBITDA margin of 7.61%

The standalone profit before tax for the year ended 31st March 2014 has remained almost static at Rs.90,07,093/- as against Rs.90,71,416/- for the previous year and the consolidated profit before tax for the year ended 31st March 2014 was Rs.68,49,375/-

The net profit margin for the year ended 31st March 2014 on standalone basis has increased from 3.17% to 3.41% to earn profit after tax of Rs.1,02,58,235/- and on consolidated basis the net profit margin for the year ended 31st March 2014 was 2.53 % and the company had earned Rs.81,00,517/-.

The standalone EPS for the year has remained unchanged at Re.0.19 as compared to previous year and the consolidated EPS for the year was Re.0.15

Internal Control System

There is a strong internal control culture in the company. Highest standard of internal control is ensured by regular audit by the Internal Auditors. The principal aim of internal control system is the management of business risks, with a view to enhance the value of shareholders' wealth and safeguarding assets. A reasonable assurance against material misstatement or loss is being obtained through the

internal audit. The significant observations made in internal audit reports on internal control deficiencies, if any, and the status on implementation of recommended remedial measures, are presented and reviewed by the Audit Committee of the Board.

Human Resources

The company fosters a performance oriented work culture and offers amongst the best opportunities in the industry for professional as well as personal growth of its employees. Over the years the company has built up a strong human resource structure. The company has qualified and experienced team of professionals in Creative, Production, Marketing, Finance, Legal & Secretarial, HR & Administration etc.

Infrastructure

Radaan has own post production facilities to serve its projects. These facilities comprise of seven edit suites including one film edit, five voice studios including one RR & FX and one exclusively for Ad posting and Final Mastering. Its hardware and software have been sourced from reputed international vendors like Sony, MAC, JVC, Steinberg, Protocols and Nuendo among others. The company's state of the art non linear editing suites from Matrix and discreet Logic run on powerful SGI and IBM workstations connected by a sophisticated Broadband network.

SCOT Analysis

Strengths: a. Strong human resources among others highly talented Creative Team b. State of the art infrastructure c. Successful Track Record in Tele-serials d. Brand Value e. Fully integrated operations	Challenges: a. Controlling cost of production b. Augmentation of customer base c. Dependence on limited people for creative content d. Retention of talent e. Changing tastes of the viewers / audience
Threats: a. Non-availability of adequate skilled Technicians b. Non-availability of fully reliable viewership rating system c. Low entry barriers d. Changing government policies e. Piracy	Opportunities: a. Growing no of channels b. Increased no of TV households / viewers c. Improved technology thereby increased access d. Increasing Indian Diaspora across the world e. Interest for exchange of culture between countries

Risks and concerns

The company depends on relationships with broadcasting channels, mainly the SUN TV Network, marketing agencies

and other industry participants to produce and exploit our television content. Any disputes with them could have a material adverse effect on its ability or willingness to produce and telecast the programs.

Company generates revenues from sale of advertising spots during telecast of its program, which by large depend on popularity of the program. Any failure to maintain the viewership could harm business or prevent from growing, which could have a material adverse effect on the business prospects, financial condition and results of operations. The viewership rating may also dependant on measurement methodologies which is an external factor to the company.

The company's business depends in part on the adequacy, enforceability and maintenance of intellectual property rights in the entertainment products and services. Piracy of the Company's content, products and intellectual property could result in a reduction of the revenues that the Company receives from the legitimate sale, licensing and distribution of its content and products. The Company devotes substantial efforts to protecting its content, products and intellectual property, but there can be no assurance that the Company's efforts to enforce its rights and combat piracy will be successful.

The Company derives substantial revenues from the sale of advertising spots, and a decrease in advertising expenditures overall or reduced demand for the Company's offerings could lead to a reduction. Declines in consumer spending due to weak economic conditions could also indirectly negatively impact the Company's advertising revenues by causing downward pricing pressure on advertising because advertisers may not perceive as much value from advertising if consumers are purchasing fewer of their products or services.

The Company's businesses are subject to a variety of laws and regulations. The Company could incur substantial costs to comply with new laws, regulations or policies or substantial penalties or other liabilities if it fails to comply with them. In addition, if there are changes in laws that provide protections that the Company relies on in conducting its business, it would subject the Company to greater risk of liability and could increase its costs of compliance.

Outlook

The Company has maintained its undisputed leadership position in television content space. We are constantly breaking fresh ground in producing TV content, earning lasting and loyal viewership, and are also carving a unique niche for ourselves in the television industry. The aim is to focus on quality, meeting audience expectations and maintaining a perfect balance between the delivery platforms. Going forward, we expect for substantial growth with continued focus on television channels and new media to bring in overall revenues.

REPORT ON CORPORATE GOVERNANCE

INTRODUCTION

Corporate Governance sets out the framework and process by which institutions, through their board of directors and senior management, regulate their business activities. These principles balance safe and sound business operations while complying with relevant laws and regulations. Your Board is committed to applying and maintaining high standards of corporate governance to safeguard and promote the interests of the shareholders and to enhance the long term value of the company. To this end, it has been complying with the mandatory requirements of the Code of Corporate Governance introduced by the Securities and Exchange Board of India (SEBI) and incorporated in Clause 49 of the Listing Agreement in all material aspects. The company is in the continued pursuit of strengthening its governance practices and the company's compliance with the code is given below:

1. Board of Directors

a) Composition of the Board of Directors

The Board consists of optimum combination of executive and nonexecutive/ independent directors. Present strength of the board is 5 (five) members. More than 50% of the board members are nonexecutive/ independent directors. All directors including the nonexecutive directors are suitably qualified, experienced and competent.

None of the directors are related to any other director, except Mr.R Sarathkumar and Mrs.R Radikaa Sarathkumar being spouse.

Mrs.R Radikaa Sarathkumar

Mrs.R Radikaa is holding degree in Home Science. She has remained well reputed actor throughout her career spanning more than three decades. She is one of the select few who have made both film and television careers very successful. She has acted in more than 300 films and a number of prime time television serials. She has won many awards including National Awards, Film Fare Awards, Tamil Nadu State Awards, Malaysian Film Association Awards, for acting and contribution to the industry. She is also, as creative head of the company, taking care of entire pre-production work like selection of story, concept, artistes and other related matters.

Mr.R Sarathkumar

Mr.R Sarathkumar, is a Bachelor of Science in Mathematics. He has selected Acting as his profession and acted in more than 130 films. Throughout his career, he has remained a very popular and leading cine actor. He is one of the most experienced personalities in the industry. He has won several awards, notable among them Tamil Nadu State Government Awards for Best Actor, M.G.R. Awards, Film Fare Awards, Cinema Express Awards, Kalaimamani Awards and several

others. He is involved in operations management of the company. He is the Honorary President of the South Indian Artistes Association. He had earlier been a nominated member of the Parliament. Currently he has been elected to the Tamil Nadu Legislative Assembly for the term 2011-16.

Mr.Arunachalam Krishnamoorthy

Mr.Arunachalam Krishnamoorthy is an M.A (Public Administration) and M.B.A with specialization in Financial and Personnel Management. He is also an Associate Member of Indian Institute of Bankers. In his four decades of Banking experience, he held several territorial and functional senior posts. His wide experience and knowledge in Banking, enabled him to land his expertise as member of various Advisory Committees of Indian Banks Association, Reserve Bank of India etc. He has to his credit a lot of innovations like introducing credit card as a payment system and steering the activities of Self-Help Groups through Micro Finance. He has widely travelled and participated, presented papers at several International and National Seminars.

Mr.J Krishna Prasad

Mr.J Krishna Prasad is a Chartered Accountant by profession with nearly 30 years of corporate experience. He has served in various senior positions and the last two stints were as CFO in reputed organizations. He is well experienced in all facets of the business functions. He has taken up management consulting and providing advisory services to CFO/CEO of emerging companies. He has held membership in various Expert Committees of the Madras Chamber of Commerce and Industry.

Mr.V Selvaraj

After having obtained the degree of Master of Arts in Economics from Loyola College, Chennai, Mr.V Selvaraj joined the Indian Administrative Service in 1964. During his career in Government, he has held very important positions such as the Chairman of Madras Port Trust and later as the Secretary of the Industries Department in Tamil Nadu. He has been spending his retired life as a Business Consultant rendering Corporate Services and also serving as Director in the Board of various organisations.

b) Functioning of the Board and attendance by directors at meetings

The chairperson is responsible for Boards' effectiveness and conduct as well as having overall responsibility of operation, organisational effectiveness, formulation of strategies and implementation of policies and decisions. The non executive independent directors play a pivotal role in corporate accountability and provide unbiased and independent views and judgement to the Board's deliberation and decision making process. They ensure that the matters and issues brought up to the Board are fully discussed and examined, taking into account the interest of all stakeholders.

Composition of the Board of Directors:				
Name and designation	Category	No of directorships held in other Companies#	No of committee positions held in other companies##	
			Member*	Chairman
Mrs.R.Radikaa Sarathkumar, Chairperson & Managing Director	Executive Director	--	--	--
Mr. R Sarathkumar, Director –Operations	Executive Director	--	--	--
Mr.Arunachalam Krishnamoorthy, Director	Non-executive Independent Director	5	4	2
Mr.J Krishna Prasad, Director	Non-executive Independent Director	1	--	--
Mr.V Selvaraj, Director	Non-executive Independent Director	2	4	4

Directorships in Private Companies, Foreign Companies and Not for Profit Companies are excluded for this purpose.

For this purpose Audit Committee, Shareholders/Investors' Grievance and Remuneration Committee held in above stated companies are only considered.

* Includes the committees in which a director holds position as chairman.

Your Board has full and unrestricted access to all information pertaining to the businesses and affairs of the company as well as services of the Company Secretary to enable them to discharge their duties effectively. The Company Secretary also ensures that the Board is supplied with all necessary information in a reliable and timely manner and acts as communication link between the Board, the Committees and the senior management. The Board may also seek external independent professional advice at the company's expense.

The Board meets at least once in every quarter and on other occasions as and when necessary. Officers in senior management and external advisors are also invited to the board meetings and committee meetings to provide necessary information on relevant agenda. The agenda papers normally get circulated prior to the meeting. The Company Secretary attends all board meetings and committee meetings and ensures that proceedings of the meetings and resolutions passed thereat are properly recorded. Minutes of the meetings are circulated among the directors and committee members to provide an opportunity to review prior to confirmation.

During the financial year five (5) board meetings were held on 23rd May 2013, 26th June 2013, 14th August 2013, 14th November 2013 and 14th February 2014.

Directors' attendance:

Name	Last AGM	No of board meetings
Ms. R. Radikaa Sarathkumar	Yes	5
Mr.R.Sarathkumar	Yes	4
Mr.A Krishnamoorthy	Yes	5
Mr.J Krishna Prasad	Yes	4
Mr.V Selvaraj	Yes	5

c) Code of conduct for Board of Directors and Senior Management Personnel

The company has adopted a code of conduct ("The Code") for Board of Directors and Senior Management Personnel. The

code has been communicated to Directors and the members of the Senior Management. The code has also been displayed on the company's website, www.radaan.tv. Board members and senior management staff have confirmed compliance with the code for the year ended 31st March 2014. The Annual report contains a declaration to this effect signed by the Chairperson & Managing Director.

d) Insider Trading

In terms of SEBI (Prohibition of Insider Trading) Regulations, 1992, the company has framed a code of conduct.

2. Board Committees

To ensure the effective discharge of its fiduciary duties, the Board has delegated specific responsibilities to the following committees. The committees deliberate in greater detail and examine the issues within their terms of reference as set out by the Board and make the necessary recommendations to the Board which retains full responsibility.

a) Audit Committee

The Audit Committee provides direction to the audit and risk management function in the Company and monitors the quality of internal audit. The responsibilities of the Audit Committee include overseeing the financial reporting process to ensure proper disclosure of financial statements, recommending appointment / removal of statutory auditors and fixing their remuneration, reviewing the annual financial statements before submission to the Board, reviewing adequacy of internal control systems, recommending appointment and remuneration of internal auditors, reviewing findings in the internal audit report, discussing the scope of audit with auditors.

During the financial year the Audit Committee has met four (4) times, on 23rd May 2013, 14th August 2013, 14th November 2013 and 14th February 2014. Minutes of each

Audit Committee meeting were placed before the board and discussed. The Chief Executive Officer, Chief Financial Officer and representatives of Internal Auditors and Statutory Auditors were also invited to the meetings. Company Secretary acts as secretary to the committee.

Composition of the Audit Committee and attendance during the financial year:

Name	Designation	No of meetings attended
Mr.A Krishnamoorthy	Chairman	4
Mr.R Sarathkumar	Member	3
Mr.J Krishnaprasad	Member	3
Mr.V Selvaraj	Member	4

All the members of the Audit committee are financially literate, and the Chairman is equipped with sound knowledge in financial management and accounting.

b) Shareholders/Investors Grievances committee

The Shareholders/Investors Grievance Committee specifically looks into redressing of Shareholders and investors' complaints. The Committee also oversees the performance of the Registrars and Transfer agents and recommends measures for overall improvement in the quality of investor services.

During the year the committee has met only once, on 23rd May 2013, reviewed the redressal of shareholders grievances upto 31st March 2013 and expressed satisfaction.

Composition of the Shareholders' Grievances Committee and attendance during the year:

Name	Designation	No of meetings attended
Mr.J Krishnaprasad	Chairman	1
Mr.R Sarathkumar	Member	1
Mr.V Selvaraj	Member	1

Chairman of the committee is a nonexecutive independent director. As on closure of the year under report, no complaint was pending.

Name, Designation and address of Compliance Officer:

Mr. Kanhu Charan Sahu
Company Secretary & Compliance Officer
No.10, Paul Appasamy Street, T Nagar, Chennai –17
Phone – 04428345032; Fax – 04428345031
Email for investor grievances – investors@radaan.tv

c) Remuneration Committee:

The committee is entrusted with the role and responsible of reviewing and recommending payments to executive directors. At present the committee comprises of three (3) nonexecutive independent directors. During the year no meeting of the remuneration committee was held.

Composition of the Remuneration Committee :

Name	Designation
Mr.A Krishnamoorthy	Chairman
Mr.J Krishnaprasad	Member
Mr.V Selvaraj	Member

The company follows market linked remuneration policy which is aimed to attract, retain, motivate and incentivise the best talents in the industry /organisation. Whole-time executive directors only receive regular remuneration. Mrs.R Radikaa Sarathkumar is not entitled to any remuneration as Managing Director, she receives professional fees only for rendering services as Actor / Creative Head. The non-executive directors are incentivized by payment of sitting fees for attending board / committee meetings.

Details of payments to the directors for financial year ended 31st March 2014:

Name	Professional Fees / Remuneration in (Rs)	Sitting fees in (Rs)
Ms. R. Radikaa Sarathkumar	1,83,75,000	NIL
Mr.R.Sarathkumar	21,00,000	NIL
Mr.A Krishnamoorthy	NIL	1,40,000
Mr.J Krishna Prasad	NIL	1,20,000
Mr.V Selvaraj	NIL	1,50,000

3. General Body Meeting

a) Details of last three Annual General Meeting:

Year	Date	Time	Venue
2013	27 th September 2013	10.00A.M.	Guindy Lodge Madras Race Club, Guindy, Chennai
2012	17 th September 2012	10.00A.M.	Guindy Lodge Madras Race Club, Guindy, Chennai
2011	7 th September 2011	10.00A.M.	Guindy Lodge Madras Race Club, Guindy, Chennai

b) Details of the special resolution passed at the above stated meeting:

At the Annual General Meeting held on 27th September 2013

- Approval for appointment of Mr. M R Mohan Ratha, Brother of Chairperson and Managing Director as Vice President – Business Development

At the Annual General Meeting held on 17th September 2012

- Approval for reappointment of Mrs. R Radikaa Sarathkumar as Chairperson & Managing Director for further period from 18th September 2012 to 31st March 2016

- Approval of overall limit of professional fees to be paid to Mrs.R Radikaa Sarathkumar during financial year 2013-14, 2014-15 and 2015-16
- Approval for reappointment of Mr. R Sarathkumar as Whole-time Director for further period of three years with effect from 1st April 2013

At the Annual General Meeting held on 7th September 2011

- Approval for increase in remuneration of Mr. R Sarathkumar, Whole-time Director

4. Disclosures:

- a) Related party transactions
In the normal course of business, the company enters into transactions with related parties. The transactions are done at arm's length. Please refer "Related Parties Disclosure" under notes to the financial statements for details. None of the transactions was in conflict with interests of company.
- b) Compliances by the company
The company has taken enough care to comply with the requirements of the Stock Exchanges, SEBI and other Statutory Authorities. No penalties were imposed on any matter related to capital market during last three financial years.

- c) Whistle Blower Policy
Effective from November 2013 a formal Whistle Blower Policy has been adopted and published in the company's website. As per the policy the Chairman of the Audit Committee is the nodal point for receiving, assessing and placing complaints before the Audit Committee, and the Audit Committee disposes the complaint on a best suitable manner either by referring to a concerned department head or any member of the Audit Committee to investigate the matter. As on the reporting period no complaint had been received under the policy.
- d) Management Discussion and Analysis
A detailed Management Discussion and Analysis is published as a part of the Annual Report.
- e) CEO/ CFO Certification
Copy of the certificate submitted to the Board by the Chairperson & Managing Director and the Chief Financial Officer under Clause 49 of the Listing Agreement is included in this Annual Report.

5. Means of Communication

The financial results of the Company were published in English and Tamil Newspapers, posted on the Company's website www.radaan.tv and also disbursed through NSE and BSE.

6. General Shareholders Information

- a) Date, time and venue of Annual General Meeting : Monday, 29th September 2014, 10.00 a.m., Madras Race Club, Guindy, Chennai - 600032
- b) Financial Calendar 2014-15 :
 - i. First quarter (April – June) Result – by second week of August 2014
 - ii. Second quarter (July – September) Result – by second week of November 2014
 - iii. Third quarter (October – December) Result – by second week of February 2015
 - iv. Fourth quarter (January – March) Result – by fourth week of May 2015
- c) Date of Book Closure : 23rd September 2014 to 29th September 2014 (both days inclusive)
- d) Dividend payment date : No dividend is recommended
- e) Listing on Stock Exchanges : Shares of the company are listed in –
 - i. The National Stock Exchange of India Limited (NSE)
 - ii. Madras Stock Exchange Limited

Shares of the company are also traded in the Bombay Stock Exchange Limited (BSE) under permitted category
- f) Stock Code : BSE – 590070
NSE – RADAAN
MSE - RADAAN
- g) Listing Fees : Annual Listing Fees for the year 2014-15 has been paid to the Stock Exchanges
- h) Registered Office/Address for communication : No.10, Paul Appasamy Street, T.Nagar, Chennai - 600 017. India.
Phone – 04428345032; Fax – 04428345031

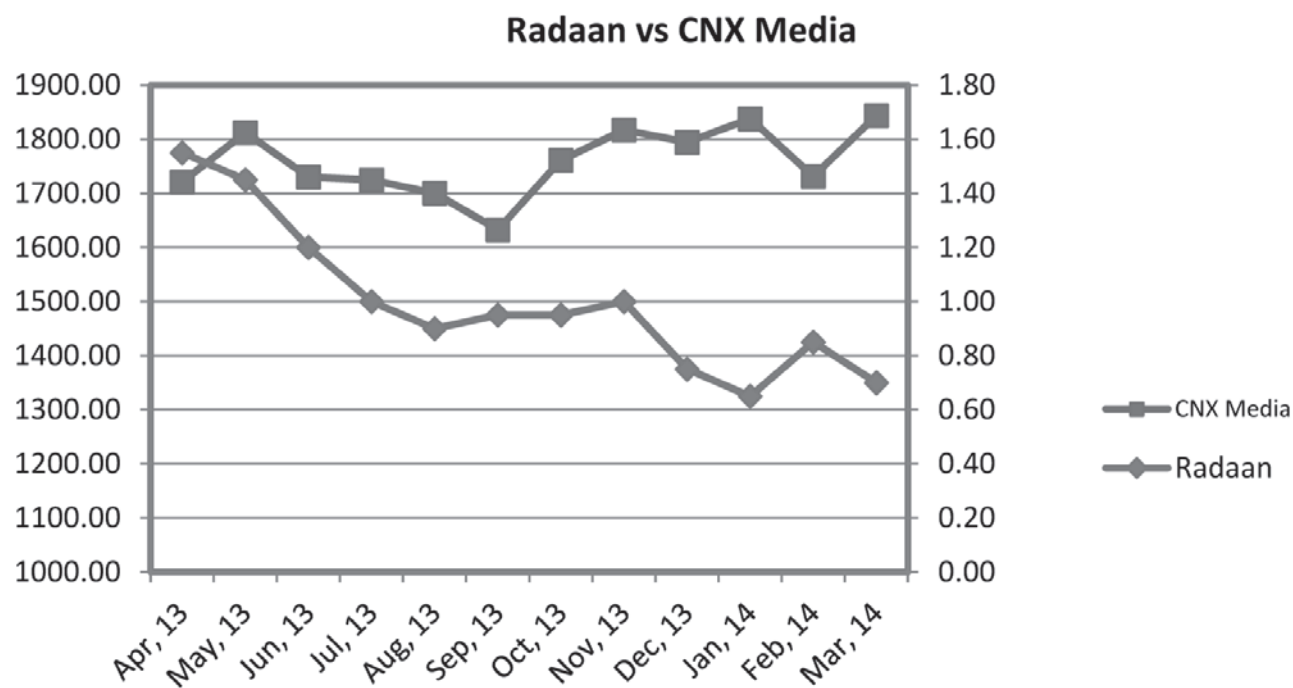
i) Stock Market Data:

Monthly high and low quotations as well as the volume of shares traded at NSE and BSE from April 2013 to March 2014:

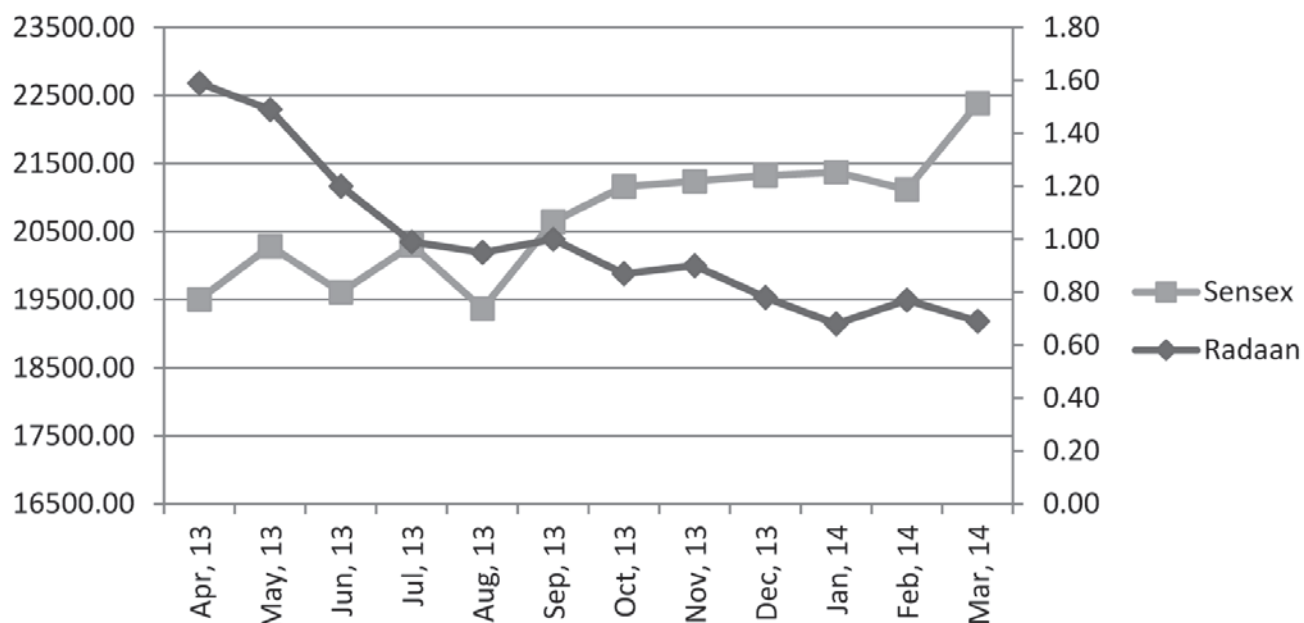
PERIOD	BSE			NSE		
	High Price (Rs.)	Low Price (Rs.)	No. of Shares traded	High Price (Rs.)	Low Price (Rs.)	No. of Shares traded
April, 2013	1.66	1.25	38,982	1.60	1.30	2,26,602
May, 2013	1.49	1.06	66,849	1.50	1.10	2,64,788
June, 2013	1.30	0.90	40,794	1.25	0.90	1,69,463
July, 2013	1.09	0.75	61,240	1.10	0.75	2,32,168
August, 2013	1.04	0.70	25,712	1.00	0.65	1,08,371
September, 2013	1.04	0.71	39,191	1.00	0.75	1,00,306
October, 2013	0.99	0.61	1,15,876	1.00	0.65	1,10,040
November, 2013	0.90	0.58	67,370	1.00	0.65	28,812
December, 2013	0.80	0.56	99,814	0.75	0.55	27,210
January, 2014	0.68	0.56	19,062	0.70	0.55	27,058
February, 2014	0.77	0.63	75,656	0.85	0.60	50,264
March, 2014	0.69	0.58	71,870	0.70	0.55	19,322

Sources: www.bseindia.com; www.nseindia.com

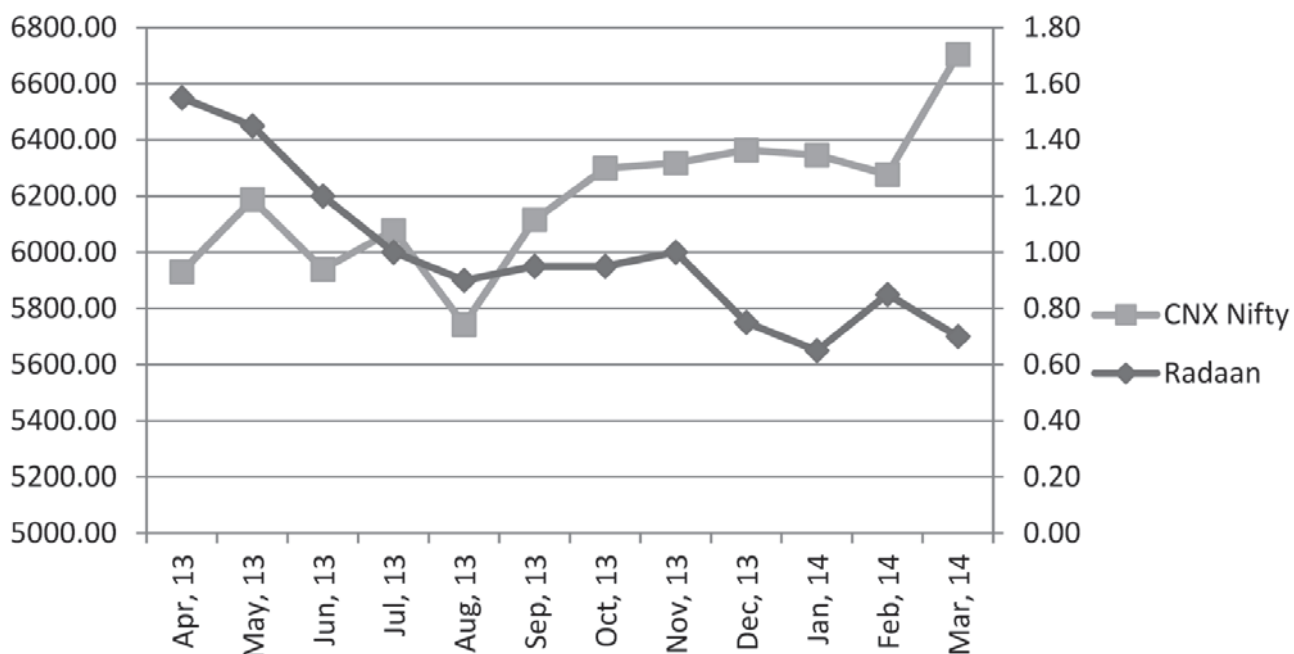
j) Performance in comparison to Stock Exchange Indexes (closing high)



Radaan vs Sensex



Radaan vs CNX Nifty



k) Registrar & Share Transfer Agent : M/s. Cameo Corporate Services Limited,
Subramanian Building,
No.1, Club House Road,
Chennai – 600002
Phone No.+91-44-28460390/91/92/93/94
Fax No. +91-44-2846 0129
e-mail – cameo@cameoindia.com

l) Share Transfer System

Transfer of shares held in electronic form is done through depositories without involvement of the company. In case of transfer of share held in physical form, the transfer documents can be lodged with the company's Registrar and Share Transfers Agents at the given address. If the documents lodged are complete in all respects, transfer of shares held in physical form, are normally effected within 15 days from the date of lodgment.

m) Shareholdings as on 31st March 2014

(i) Distribution of shareholding:

No. of Equity shares held	No. of shareholder accounts/ folios	% of total shareholder accounts/ folios	No. of shares	% of total holding
Upto 2500	10504	88.589	5993868	11.067
2501 – 5000	710	5.988	2774527	5.123
5001 – 10000	338	2.851	2635673	4.866
10001 – 15000	120	1.012	1490118	2.751
15001 – 20000	48	0.405	859588	1.587
20001 – 25000	29	0.244	670219	1.237
25001 – 50000	62	0.523	2126837	3.927
50001 and above	46	0.388	37610710	69.442
Total	11857	100.000	54161540	100.000

(ii) Category-wise Shareholding Pattern:

Category	No of shares	Voting Strength (%)
Promoters & Promoters Group	2,78,49,790	51.42
Foreign Institutional Investors	1,50,000	0.28
Bodies Corporate	68,55,255	12.66
NRIs/ OCBs/ Foreign Nationals	2,45,601	0.45
Individuals and others general public	1,90,60,894	35.19
TOTAL	5,41,61,540	100.00

(iii) Shareholding by directors/ promoters and their relatives:

Name	Number of shares	Percentage
Mrs. R Radikaa Sarathkumar	2,78,49,790	51.42
Mr.R Sarathkumar	Nil	0
Mr.A Krishnamoorthy	Nil	0
Mr.J Krishna Prasad	Nil	0
Mr. V Selvaraj	Nil	0
Total	2,78,49,790	51.42

- n) Dematerialization of Shares and Liquidity
Equity shares of the company are regularly traded on NSE and BSE in electronic form. As on 31st March 2014 total no of shares in dematerialized form was 5,39,84,106 representing 99.67% of the total share capital. These shares are available for trading on both the depositories in India viz. National Securities Depository Limited and Central Depositories Services (India) Limited. The International Securities Identification Number (ISIN) allotted to equity shares of the company is INE874F01027.

- o) Green Initiative in Corporate Governance
Ministry of Corporate Affairs ("MCA") vide its circulars dated 21st April, 2011 and 29th April, 2011 has taken a "Green Initiative in the Corporate Governance", thereby allowing companies to serve documents to its shareholders through electronic mode. Your Company supports the initiative for environment conservation. Accordingly, henceforth, documents such as notices of general meeting(s), annual report and other communications to the shareholders shall be sent

through e-mail. Please note that all such documents shall be available on the Company's website www.radaan.tv and shall also be kept open for inspection at the registered office of the Company during office hours.

- p) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity
The company has not issued any Global depository receipt/American Depository Receipt /warrant or any convertible instrument which is likely to have impact on the company's equity.

- q) Plant Locations
The Company is into Media and Entertainment Industry and operates from its Registered office at No.10, Paul Appasamy Street, T. Nagar, Chennai – 600017

Place : Chennai
Date : 8th August 2014

For and on behalf of the Board
-sd-
R Radikaa Sarathkumar
Chairperson & Managing Director

Declaration pursuant to Clause 49 of the Listing Agreement regarding adherence to the Code of Conduct by the Board Members and Senior Management Personnel

This is to confirm that the company had adopted a Code of Conduct for its board members and senior employees including the Managing Director and Executive Directors. The Code is available on the Company's website.

I confirm that the Company has in respect of the financial year ended 31st March 2014, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

-sd-

Place : Chennai R.Radikaa Sarathkumar
Date : 8th August 2014 Chairperson & Managing Director

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

We have examined compliance of conditions of Corporate Governance by M/s.Radaan Mediaworks India Limited for the year ended 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement of the said company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statement of the company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the company has 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 no investor grievances were pending for a period exceeding one month against the company as per the records maintained by the shareholders / Investor's Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the company.

For CNGSN & ASSOCIATES
Chartered Accountants
F.R.No.004915S
-sd-
C N GANGADARAN
Partner
Memb.No.11205

Place : Chennai
Date : 30th May 2014

Certification by the Chairperson & Managing Director and the Chief Financial Officer

To,

The Board of Directors,
Radaan Mediaworks India Limited

We, R Radikaa Sarathkumar, Chairperson & Managing Director and M. Kaviramani, Chief Financial Officer of M/s. Radaan Mediaworks India Limited, certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended 31st March 2014 and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements together present a true and fair view of the company's affairs and are in compliance with applicable accounting standards, laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting. This is monitored by Internal Audit, which encompasses the examination and evaluation of the adequacy and effectiveness of internal control systems of the company pertaining to financial reporting. Internal Audit reports significant issues to the Audit Committee. The Auditors and Audit Committee are apprised of any corrective action taken with regard to significant deficiencies and material weaknesses.
4. We indicate to the Auditors and the Audit committee:
 - a) significant changes in internal control over financial reporting during the year;
 - b) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

-sd-

R. Radikaa Sarathkumar
Chairperson & Managing Director

-sd-

M. Kaviramani
Chief Financial Officer

Place : Chennai
Date : 30th May 2014

INDEPENDENT AUDITOR'S REPORT

To the Members of RADAAN MEDIAWORKS INDIA LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **RADAAN MEDIAWORKS INDIA LIMITED** ("the Company"), which comprise the Balance sheet as at 31st March 2014, the Statement of Profit and Loss and the 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 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. 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 judgement, including the assessment of the risks of material misstatements 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, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. 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 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 Companies Act, 1956 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 31st March 2014;
- (b) in the case of the Statement of Profit and Loss, of the **PROFIT** 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 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956 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 Companies Act, 1956 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;
 - 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;
 - d. in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13 September 2013 of Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013; and
 - e. on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For CNGSN & ASSOCIATES
Chartered Accountants
F.R.No.004915S

-sd-
C N GANGADARAN
Partner
Memb.No.11205

Place : Chennai
Date : 30th May 2014

Annexure to the Auditor's Report

Annexure referred to in paragraph 1 of the report of even date of the Auditors to the members of **RADAAN MEDIAWORKS INDIA LIMITED** on the accounts for the year ended 31st March 2014.

1. In respect of its Fixed Assets:

- a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
- b. The company has done a physical verification of its fixed assets during the year. Material discrepancies between the book balance and physical verification have been properly dealt with in the books of accounts.
- c. The fixed assets disposed of during the year do not constitute a substantial part of the fixed assets of the Company and such disposal, in our opinion has not affected the going concern status of the Company.

2. In respect of its inventories:

- a. The inventories have been physically verified during the year by the management. In our opinion the frequency of verification is reasonable.
- b. In our opinion and according to the information and explanations given to us, the physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c. The Company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventories as compared to the book records.

3. The company has neither taken nor given loans, during the year secured or unsecured from/to companies, firms or other parties listed in the Register maintained under Section 301 of the Companies Act, 1956.

4. In our opinion, and according to the information and explanation given to us, there are adequate internal control systems commensurate with the size of the company and the nature of its business with regards to purchase of fixed assets and income from operations.

5. In respect of contracts or arrangements referred to in section 301 of Companies Act, 1956

- a. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that need to be entered in the register maintained under Section 301 of the Companies Act, 1956 have been so entered.

b. in our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 and exceeding the value of Rs. 5 lakhs in respect of each party during the year have been made at prices which appear reasonable having regard to the prevailing market prices at the relevant time, as per information available with the Company.

6. The company has not accepted any Fixed Deposits from the public during the year and therefore, the question of compliance with the directives issued by the Reserve Bank of India and the provision of section 58A and 58AA or any other relevant provisions of the Act and the rules framed there under does not arise.

7. In our opinion, the company has an adequate internal audit commensurate with its size and nature of its business.

8. Maintenance of cost records under 209(1)(d) of the Companies Act, 1956 is not applicable to the company.

9. In respect of statutory dues:

a. According to the records of the company, undisputed statutory dues including provident fund, employees state insurance fund, income-tax, wealth tax, service tax, sales tax, customs duty, excise duty and other statutory dues have been deposited regularly during the year with the appropriate authorities. There are no undisputed taxes outstanding beyond 6 months.

b. Unpaid disputed taxes are as follows.

Nature of Dues	Amount Rs.	Period to which the amount relates (Fin. year)	Forum where dispute is pending
Service tax	19,30,27,340	Oct 2004 – Sep 2007	CESTAT, Chennai
	4,68,55,299	Oct 2007 – Sep 2010	-do-
	3,60,84,169	Oct 2010 – Sep 2012	-do-
Sales tax	48,40,18,098	April 2001 to March 2006	Rs.2,28,60,665 before Appellate Deputy Commissioner (CT) Rs.46,11,57,433 – interim stay granted by Hon'ble High Court of Madras.

- | | |
|--|---|
| <p>10. The accumulated losses of the company are not more than 50% of net worth. The company has not incurred cash losses in the current year and immediately preceding financial year.</p> <p>11. On the basis of examination of books of accounts carried out by us and according to information and explanations given to us, the company has not defaulted in repayment of dues to banks during the year.</p> <p>12. According to the information and explanation given to us, the company has not granted any loans & advances on the basis of security by way of pledge of shares, debentures and other securities.</p> <p>13. In our opinion and to the best of our information and according to the explanations provided by the management, 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 (as amended) do not apply to the Company.</p> <p>14. According to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, clause 4(xiv) of Companies (Auditor's Report) Order, 2003 is not applicable.</p> <p>15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.</p> <p>16. According to the information and explanations given to us, no term loans have been obtained during the year.</p> | <p>17. According to the information and explanation given to us by the management, the funds raised on short-term basis have not been used for long-term investment.</p> <p>18. During the year, the company has not made any preferential allotment of shares to the parties and companies covered in the register maintained under section 301 of the Companies Act 1956. Accordingly, clause 4(xviii) of Companies (Auditor's Report) Order 2003 is not applicable.</p> <p>19. The company has not issued any debentures during the year and therefore the question of creation of securities does not arise.</p> <p>20. The Company has not raised any money by way of public issue during the period. Hence, in our opinion Clause 4(xx) of the Companies (Auditor's Report) Order 2003 (as amended) is not applicable to the Company</p> <p>21. According to the information and explanations given to us, no fraud on / by the Company was noticed / reported during the year that causes the financial statements to be materially misstated.</p> |
|--|---|

For CNGSN & ASSOCIATES
Chartered Accountants
F.R.No.004915S

-sd-
C N GANGADARAN
Partner
Memb.No.11205

Place : Chennai
Date : 30th May 2014

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STANDALONE BALANCE SHEET

PARTICULARS	NOTE	AS AT 31-03-2014 Amount in Rs.	AS AT 31-03-2013 Amount in Rs.
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2.1	10,83,23,080	10,83,23,080
(b) Reserves and Surplus	2.2	7,17,87,396	6,15,29,161
(2) Non-Current Liabilities			
(a) Long term Borrowings	2.3	1,54,582	19,26,024
(b) Deferred Tax Liabilities	2.4	47,82,515	60,33,657
(c) Other Long term Liabilities	2.5	5,07,90,745	7,04,74,641
(3) Current Liabilities			
(a) Short term Borrowings	2.6	6,89,13,040	6,21,21,220
(b) Trade Payables	2.7	1,58,57,006	85,93,022
(c) Other Current Liabilities	2.8	98,04,352	1,15,26,761
Total		33,04,12,716	33,05,27,566
II. ASSETS			
(1) Non Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	2.9	3,04,81,842	3,44,31,878
(ii) Intangible Assets	2.9	6,00,000	9,00,000
(iii) Capital Work-in-progress	2.9	-	-
(b) Non-Current Investments	2.10	84,41,000	75,06,044
(c) Long-term Loans and Advances	2.11	7,03,45,261	6,34,00,028
(d) Other non-current Assets	2.12	9,65,69,791	9,50,34,677
(2) Current Assets			
(a) Inventories	2.13	1,79,85,269	2,66,10,428
(b) Trade Receivables	2.14	6,79,36,609	9,49,88,641
(c) Cash and Cash equivalents	2.15	3,05,14,377	52,10,811
(d) Short-term loans and advances	2.16	75,38,567	24,45,059
(e) Other Current Assets	2.17	-	-
Total		33,04,12,716	33,05,27,566

Significant accounting policies and notes on accounts 1 & 2

On behalf of the Board of Directors

-sd-

R. Radikaa Sarathkumar
Chairperson & Managing Director

-sd-

M.Kaviramani
Chief Financial Officer
Place : Chennai
Date : 30th May 2014

-sd-

A.Krishnamoorthy
Director

-sd-

Kanhu Charan Sahu
Company Secretary

As per our report attached
For CNGSN & ASSOCIATES
Chartered Accountants
F.R.No.004915S

-sd-

C.N. GANGADARAN
Partner
Memb.No.: 11205

STANDALONE PROFIT & LOSS STATEMENT

PARTICULARS	NOTE	YEAR ENDED 31-03-2014 Amount in Rs.	YEAR ENDED 31-03-2013 Amount in Rs.
INCOME			
Income from Teleserial / Films / Events & Shows / Digital Income	2.18	29,77,58,147	32,27,20,111
Other Income	2.19	33,12,402	82,46,553
Total Income - A		30,10,70,549	33,09,66,664
EXPENDITURE			
Expenses on Tele-serials, events etc.,	2.20	23,82,16,300	27,44,11,021
Changes in Inventories & Work-in-progress	2.21	9,27,502	(1,80,58,886)
Employee Benefit Expenses	2.22	1,64,83,445	1,74,79,593
Other expenses	2.23	1,89,41,625	2,65,90,692
Finance Cost	2.24	1,12,92,654	1,12,83,522
Depreciation and amortization Expenses	2.09	62,01,930	1,01,89,306
Total Expenditure - B		29,20,63,456	32,18,95,248
Profit Before Exceptional and Extraordinary Items & Tax (A - B)		90,07,093	90,71,416
Exceptional Items		-	-
Profit Before Extraordinary Items		90,07,093	90,71,416
Extraordinary Items		-	-
Profit Before Tax		90,07,093	90,71,416
Tax Expenses : (1) Current Tax		-	-
(2) Deferred Tax		(12,51,142)	(14,37,913)
Profit After Tax		1,02,58,235	1,05,09,329
Earnings per Equity Share:	2.25		
(1) Basic		0.19	0.19
(2) Diluted		0.19	0.19
Significant accounting policies and notes on accounts 1 & 2			

On behalf of the Board of Directors

-sd-

R. Radikaa Sarathkumar
Chairperson & Managing Director

-sd-

A. Krishnamoorthy
Director

-sd-

M. Kaviramani
Chief Financial Officer

-sd-

Kanhu Charan Sahu
Company Secretary

**As per our report attached
For CNGSN & ASSOCIATES
Chartered Accountants**

F.R.No.004915S

-sd-

C.N. GANGADARAN
Partner
Memb.No.: 11205

Place : Chennai

Date : 30th May 2014

STANDALONE CASH FLOW STATEMENT

PARTICULARS	YEAR ENDED 31-03-2014		YEAR ENDED 31-03-2013	
	Amount in Rs.		Amount in Rs.	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before Tax		90,07,093		90,71,416
Add: Finance Charges	1,12,92,654		1,12,83,522	
Depreciation	62,01,930		1,01,89,306	
Loss on sale of fixed assets	-	1,74,94,584	17,83,062	2,32,55,890
		2,65,01,677		3,23,27,306
Less: Interest Received	541		-	
Dividend Received	3,660		3,300	
Profit on sale of fixed assets	89,522		-	
Profit on Sale of IPR rights	-	93,723	22,00,000	22,03,300
Operating Profit before Working Capital Changes		2,64,07,954		3,01,24,006
(Increase) / Decrease in Inventories & Work In Progress	86,25,159		(50,75,636)	
(Increase) / Decrease in Trade Receivables	2,70,52,032		(2,20,60,137)	
(Increase) / Decrease in Value of FCT's/Teleserial rights, staff benefit plans and other non current assets	(15,35,114)		(94,66,032)	
Increase / (Decrease) in Marketing advance, staff plan obligations and Long Term liabilities	(1,96,83,896)		91,05,586	
(Increase) / Decrease in Long Terms Loans & Advances	(69,45,234)		(40,55,878)	
(Increase) / Decrease in Short term Loans & Advances & Other Current Assets	(50,93,508)		20,29,669	
Increase / (Decrease) in Trade payables	72,63,984		(27,97,568)	
Increase / (Decrease) in Current Liabilities	(17,22,365)	79,61,059	14,75,458	(3,08,47,538)
Cash Generated from Operating Activities (A)		3,43,69,013		(7,23,532)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Cash Outflow				
Purchase of Fixed Assets	(21,22,372)		(81,00,396)	
Investment in equity capital of subsidiary company	(9,35,000)		-	
Cash Inflow				
Sales proceeds of Fixed Assets	2,60,000		49,80,000	
Interest Received	541		-	
Dividend Received	3,660		3,300	
Net Cash from Investing Activities (B)		(27,93,171)		(31,17,096)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Increase / (Decrease) in Bank Borrowings	(17,71,442)		1,08,07,426	
Increase / (Decrease) in Other Secured Loans	67,91,820		5,53,644	
Finance Charges	(1,12,92,654)		(1,12,83,522)	
Net Cash from Financing Activities (C)		(62,72,276)		77,548
Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)		2,53,03,566		(37,63,080)
Cash & Cash Equivalents at the beginning of the year		52,10,811		89,73,891
Cash & Cash Equivalents at the end of the year		3,05,14,377		52,10,811
Net Increase / (Decrease) in Cash & Cash equivalents		2,53,03,566		(37,63,080)

Note: The above cash flow statement has been prepared under the indirect method as set out in the Accounting Standard 3 issued by the Institute of Chartered Accountants of India on Cash Flow Statements.

On behalf of the Board of Directors

-sd-
R. Radikaa Sarathkumar
Chairperson & Managing Director

-sd-
A. Krishnamoorthy
Director

-sd-
M. Kaviramani
Chief Financial Officer

-sd-
Kanhua Charan Sahu
Company Secretary

As per our report attached
For CNGSN & ASSOCIATES
Chartered Accountants
F.R.No.004915S

-sd-
C.N. GANGADARAN
Partner
Memb.No. 11205

Place: Chennai
Date : 30th May 2014

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS:

1. SIGNIFICANT ACCOUNTING POLICIES:

a. Basis of Accounting and Preparation of Financial Statements:

The Financial Statements have been prepared on historical cost convention and in accordance with the normally accepted accounting principles on a going concern basis.

b. Fixed Assets:

Fixed Assets are stated at cost less depreciation.

c. Depreciation / Amortization:

- Depreciation on Fixed Assets, other than Computer, are provided on Straight Line Method at the rates laid down in Schedule XIV of the Companies Act, 1956. In respect of Computer depreciation is provided on Written down Value Method at the rate of 25%.
- Brand Equity, Goodwill and Software Library were depreciated over a period of their effective life as determined by the management not exceeding ten years from the date of acquisition.
- Intangible assets in the nature of copyrights etc., are amortized over a period of 5 years.
- Improvements effected on premises taken on lease are amortized over remaining period of lease.
- Cost of Tele-Series / Tele-Films not having any repeat telecast value and other future exploitation benefits are written off in full in the year of telecast.
- Cost of Tele-Series / Tele-Films / Events / Game shows having repeat telecast value and other future exploitation benefits and in respect of which the company holds right of exploitation – 80% of the cost is written off in the year of telecast and balance 20% is written off equally over the next two years calculated under absorption method.
- Cost of film production:
 - In the case of exploitation rights assigned on an Outright / Minimum Guarantee basis:-
 - Entire expenditure incurred for production of the film is charged to the profit & loss account.
 - In the case of exploitation rights held for own release or assigned on distribution basis or with a combination of outright, minimum guarantee and distribution basis:-
 - Expenditure incurred for the production of the film is charged to profit & loss account equally over the period of 3 financial years commencing from the date of release of the film(s).

d. Inventories / Value of Unsold FCTs and Work-in-progress:

Stock of unused cassettes, unsold free commercial times banked on programs telecasted are valued at cost. Work-in-progress is calculated based on absorption method valued at cost or market price whichever is less.

e. Revenue Recognition:

Television content:

Income from Tele-Series / Tele-Films / Game shows / Events is recognized on accrual basis as per the terms of the Agreement entered into for telecasting / exploitation.

- In case of Domestic telecast, Revenue is recognized on the telecast of the concerned program.
- In case of overseas telecast, Revenue is recognized at the point, when the tapes are delivered.

Film – own production:

- In the case of outright / minimum guarantee assignment:
 - Income is recognized on accrual basis as per terms of agreement entered into for release / exploitation.
- In the case of own exploitation / Distribution assignment:
 - Income is recognized on receipt basis during the period of receipt.

Film – Distribution:

Distribution margin income is recognized on accrual basis as per

terms of agreement entered into for release / exploitation.

f. Foreign Currency Transactions:

Transactions pertaining to income and expenditure are accounted at the rate prevailing on the date of transaction. Outstanding balances of Current Assets and Current Liabilities relating to Foreign Currency transactions are restated in rupees by adopting the rate of exchange prevailing on the date of Balance Sheet and the resultant exchange gain / loss is recognized / written off in the Profit & Loss Account accordingly.

g. Investments

The long term non-current investments are shown at cost in accordance with AS-13 –Accounting for Investments.

h. Leave Encashment:

Company has formalized the existing rules for leave encashment under a scheme administered by Life Insurance Corporation of India. The contributions will be made annually based on leave credit available to the employees at the end of each financial year and the Company will report its status in accordance with AS – 15 Employees Benefits issued by the Institute of Chartered Accountants of India.

i. Retirement Benefits:

Company formed a trust named 'Radaan Mediaworks India Limited Employees Group Gratuity Assurance Scheme' for the benefit of the employees and to administer the funds in respect of gratuity of employees with intent to enter into a approved scheme of group gratuity with Life Insurance Corporation of India. The contributions will be made through trust and the Company will report its status in accordance with AS – 15 – Employee Benefits issued by the Institute of Chartered Accountants of India.

j. Earnings Per Share:

The Company reports Basic and Diluted Earnings per Share (EPS) in accordance with Accounting Standard 20 - Earnings per Share - issued by the Institute of Chartered Accountants of India. The Basic / Diluted EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares (including Bonus Shares, if any) during the accounting period.

k. Accounting for Taxes on Income:

Current tax is determined on the basis of the amount of tax payable on taxable income for the year. In accordance with the Accounting Standard-22 Accounting for Taxes on Income issued by the Institute of Chartered Accountants of India, Deferred Tax is calculated at current statutory income tax rates and is recognized on timing differences between taxable income and accounting income that originated in one period and are capable of reversal in one or more subsequent periods.

l. Impairment of Assets

The Company has a policy of comparing the recoverable value with the carrying cost and charging impairment when required.

m. Accounting for media receivables

The Company has formulated a system of evaluating receivables and advances lying with marketing agencies and other significant vendors and assessing the recoverability. The recoverability thereof shall be reviewed periodically for suitable provision considered necessary. Provisions so made shall be written off from the books of account equally over the period of six years.

n. Provisioning for unsold FCTs

The Company has decided to provide as a conservative measure, a minimum of 1% on total value of sales related to Free Commercial Time (FCT) with a view to accommodate the risk involved in the value on liquidation of unsold FCTs held.

o. Contingent Liabilities & Provisions

All known liabilities & Provisions of material nature, if any, have been provided for in the accounts in accordance with AS 29 - Provisions, Contingent Liabilities & Contingent Assets.

2. NOTES

PARTICULARS	AS AT 31.03.2014 Amount in Rs.	AS AT 31.03.2013 Amount in Rs.
2.1 Share Capital		
Authorised Capital		
5,57,50,000 Equity Shares of Rs.2/- each	11,15,00,000	11,15,00,000
Issued Capital		
5,42,29,040 Equity Shares of Rs.2/- each	10,84,58,080	10,84,58,080
Subscribed & Paid-up Capital		
5,41,61,540 Equity Shares of Rs. 2/- each	10,83,23,080	10,83,23,080
Of the Above:		
- 58,73,890 Shares of Rs.10 each (since subdivided) allotted for consideration other than cash as fully Paid-up		
- 6,19,898 equity shares of Rs.10 each (since subdivided) allotted as fully Paid-up Bonus Shares by way of capitalisation of profits.		
- The Company has only one class of shares referred to as equity shares having a par value of Rs.2/- each. The equity share holders are entitled to one vote per share.		
- The Reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2014 and March 31,2013 is set below:		
Shares outstanding at the beginning & end of the year		
Number of shares	5,41,61,540	5,41,61,540
Amount	10,83,23,080	10,83,23,080
- Shares held by each shareholder holding more than 5 % shares is as follows:		
Mrs.R.Radikaa Sarathkumar	2,78,49,790 shares	2,78,49,790 shares
2.2 Reserves & Surplus		
Securities Premium Reserve - on Equity Shares - A	7,53,65,634	7,53,65,634
Surplus		
Opening Balance	(1,38,36,473)	(2,43,45,802)
Add : Net profit after tax transferred from statement of Profit & Loss	1,02,58,235	1,05,09,329
Closing Balance - B	(35,78,238)	(1,38,36,473)
Total (A+B)	7,17,87,396	6,15,29,161
2.3 Long Term Borrowings		
Term Loans - Secured - From Banks		
- Vehicle	1,54,582	19,26,024
Secured by hypothecation of respective assets together with personal guarantee of Chairperson & Managing Director to be repaid over 36 equated monthly instalments.		
	1,54,582	19,26,024
2.4 Deferred Tax Liability		
The Net Deferred Tax Liability comprise of the following :		
Depreciation on Fixed Assets	56,97,046	56,87,424
Amortisation of Teleserial cost	(9,14,531)	3,46,233
Closing Deferred Tax Liability	47,82,515	60,33,657
Less : Opening Deferred Tax Liability	60,33,657	74,71,570
Net Deferred Tax Liability Reversed	12,51,142	14,37,913
The details of deferred tax liability reversal for the year are as follows:	As At 31.03.2014	As At 31.03.2013
	Depreciation on Fixed Assets	Amortisation of Teleserial cost
As per Books of account (A)	62,01,930	3,06,69,680
As per Income tax Act (B)	62,30,236	2,69,60,461
(A - B)	(28,306)	37,09,219
Reversal of Deferred Tax Liability for the year	(9,621)	12,60,764
Net Deferred Tax Liability Reversed	12,51,142	14,37,913

PARTICULARS	AS AT 31.03.2014 Amount in Rs.	AS AT 31.03.2013 Amount in Rs.
2.5 Other Long Term Liabilities		
a) Advances received for film line production	2,18,24,640	2,18,24,640
b) Gratuity & Leave encashment Obligation - (<i>Refer Note 2.29 & 2.30</i>)	25,61,382	19,23,319
c) Advances received from customers (1) on assignment of rights for sale of Free commercial time for various tele-serials (2) other programs	2,64,04,723	4,67,26,682
	5,07,90,745	7,04,74,641
2.6 Short Term Borrowings		
Secured		
Credit Limits from Bank	6,89,13,040	6,21,21,220
Secured by way of first charge on the Book Debts, Stock in trade including movable properties of the company and additionally secured by mortgage of immovable properties & Pledge of equity shares held by Chairperson & Managing Director together with personal guarantee.		
	6,89,13,040	6,21,21,220
2.7 Trade Payables		
Sundry creditors for expenses	1,58,57,006	85,93,022
	1,58,57,006	85,93,022
2.8 Other Current Liabilities		
Current Maturities of long-term debts From Banks		
- Vehicle	21,23,659	26,16,828
- Equipment	-	5,08,001
	21,23,659	31,24,829
Salaries & other employee's Benefits	15,93,890	16,59,340
Provision for Expenses	7,85,156	5,59,035
Retention Money	50,000	50,000
Withholding & other taxes Payable	23,40,754	26,31,993
Advances received from distributors / suppliers	20,29,992	27,50,000
Telecast fee payable	8,80,901	7,51,520
Share subscription payable	--	44
	98,04,352	1,15,26,761
2.10 Non Current Investments		
Long Term Investment - at cost		
Trade - Unquoted		
Investments in equity instruments 7,50,000 equity shares of Rs.10/- each in Celebrity Cricket League Private Limited (<i>Refer Note No. 2.27</i>)	75,00,000	75,00,000
20,000 equity shares of singapore dollar 1/- each in Radaan Media Ventures Pte.Ltd. (Previous year 1 equity share) (<i>Refer Note No.2.26</i>)	9,35,000	44
Others - Quoted		
Investments in equity instruments		
600 equity shares of Rs.10/- each in Andhra Bank	6,000	6,000
Market value as on 31.03.2014 is Rs.38,370/- (<i>Previous year - Rs.56,790/-</i>)	84,41,000	75,06,044
2.11 Long Term Loans & Advances		
Unsecured, Considered Good		
Electricity & other Deposits	7,00,438	6,59,208
Rental Deposits	36,14,184	38,50,000
Telecast fee Security Deposit with Channel	51,96,650	41,20,508
Lease Advance - (<i>Refer Note 2.28</i>)	2,00,00,000	2,00,00,000
Other Loans & Advances	-	34,595
Prepaid taxes incl. tax credits (net of provisions)	3,58,23,588	2,97,25,316
Deposits with sales tax authorities	50,10,401	50,10,401
	7,03,45,261	6,34,00,028

2.9. FIXED ASSETS SCHEDULE UNDER THE COMPANIES ACT, 1956

Sl. NO	Particulars	Rate of Depreciation	GROSS BLOCK			DEPRECIATION			NET BLOCK			
			As At 01.04.2013	Additions	Deletions	As At 31.03.2014	As At 01.04.2013	For the Period	Deletions/ Withdrawals	As At 31.03.2014	As At 31.03.2013	
I. Tangible Assets												
1	Leasehold Rights & Improvements		1,49,80,180	-	-	1,49,80,180	94,00,791	7,60,826	-	1,01,61,617	55,79,389	48,18,563
2	Camera Equipments	25.00%	33,00,050	-	-	33,00,050	19,64,345	8,25,012	-	27,89,357	13,35,705	5,10,693
3	Computer	25.00%	48,80,955	10,46,320	-	59,27,275	38,61,884	4,40,770	-	43,02,654	10,19,071	16,24,621
4	Software / Content Library	10.00%	8,37,20,000	-	-	8,37,20,000	8,37,20,000		-	8,37,20,000	-	-
5	Studio Lights	100.00%		5,17,769	-	5,17,769		1,86,580	-	1,86,580	-	3,31,189
6	Vehicles	9.50%	1,28,02,645	-	7,89,984	1,20,12,661	25,10,478	12,01,858	6,19,506	30,92,830	1,02,92,167	89,19,831
7	Studio Equipments	7.07%	2,84,36,623	-	-	2,84,36,623	1,73,47,670	20,10,469	-	1,93,58,139	1,10,88,953	90,78,484
8	Furniture & Fittings	6.33%	35,80,626	-	-	35,80,626	15,29,325	2,26,654	-	17,55,979	20,51,301	18,24,647
9	Office Equipments	4.75%	25,05,469	-	-	25,05,469	8,31,323	1,19,010	-	9,50,333	16,74,146	15,55,136
10	Airconditioner	4.75%	10,51,155	39,180	-	10,90,335	3,04,653	51,750	-	3,56,403	7,46,502	7,33,932
11	Generator	4.75%	6,10,000	5,19,103	-	11,29,103	2,16,567	52,687	-	2,69,254	3,93,433	8,59,849
12	Stabilizer & UPS	4.75%	5,53,983	-	-	5,53,983	3,02,772	26,314	-	3,29,086	2,51,211	2,24,897
		Total I	15,64,21,686	21,22,372	7,89,984	15,77,54,074	12,19,89,808	59,01,930	6,19,506	12,72,72,232	3,44,31,878	3,04,81,842
II. Intangible Assets												
1	Brand Equity	10%	75,00,000	-	-	75,00,000	75,00,000	-	-	7,500,000	-	-
2	Goodwill	20%	75,00,000	-	-	75,00,000	75,00,000	-	-	7,500,000	-	-
3	IPR / Remake Rights	20%	15,00,000	-	-	15,00,000	6,00,000	3,00,000	-	9,00,000	900,000	6,00,000
		Total II	1,65,00,000	-	-	1,65,00,000	1,56,00,000	3,00,000	-	1,59,00,000	900,000	6,00,000
	GRAND TOTAL	Total (I + II)	17,29,21,686	21,22,372	7,89,984	17,42,54,074	13,75,89,808	62,01,930	6,19,506	14,31,72,232	3,53,31,878	3,10,81,842

PARTICULARS	AS AT 31.03.2014 Amount in Rs.	AS AT 31.03.2013 Amount in Rs.
2.12 Other Non Current Assets		
a) Value of unsold FCT's - (<i>Refer significant accounting policy d</i>)		
Opening Balance	3,73,58,816	2,43,75,566
Add / (Less) : Additions / (utilisation) during the year	76,97,657	1,29,83,250
	4,50,56,473	3,73,58,816
Less: Provided & Written off - (<i>Refer Note 2.32 a</i>)	1,47,86,901	1,21,59,007
Total A	3,02,69,572	2,51,99,809
b) Tele-serial Rights (<i>Refer significant accounting policy c 6</i>)		
Opening	4,51,76,290	4,59,11,948
Add : 20% to be written off equally over next two years	2,69,60,461	2,90,13,210
	7,21,36,751	7,49,25,158
Less : Proportionate amount to be written off relating to earlier years	3,06,69,680	2,97,48,868
Total B	4,14,67,071	4,51,76,290
c) Gratuity & Leave encashment plan assets (<i>Refer Note 2.29 & 2.30</i>)	Total C	15,08,974
d) Film Line Production - Advances	Total D	2,17,36,362
e) other assets	59,25,800	64,16,052
Less : Provisions made	49,27,810	50,02,810
Total E	9,97,990	14,13,242
(Total A+B+C+D+E)	9,65,69,791	9,50,34,677
2.13 Inventories		
(<i>Refer significant accounting policy d</i>)		
Stock of unused cassettes	-	8,550
Work in progress - teleserials	1,79,85,269	1,89,04,221
Value of unsold FCT's for the year	-	76,97,657
	1,79,85,269	2,66,10,428
2.14 Trade Receivables		
Debts outstanding for a period exceeding six months		
Unsecured		
Considered Good	3,17,77,901	5,02,23,579
Considered Doubtful	4,42,10,682	5,36,46,696
	7,59,88,583	10,38,70,275
Less : i) Provision for Doubtful debts	3,41,76,449	4,39,13,935
ii) Written off during the period (<i>Refer Note 2.32.b</i>)	1,00,34,234	97,32,761
Total A	3,17,77,901	5,02,23,579
Other debts		
Unsecured Considered Good	3,61,58,708	4,47,65,062
Unsecured Considered Doubtful	-	2,96,747
	3,61,58,708	4,50,61,809
Less : Provided for	-	2,96,747
Total B	3,61,58,708	4,47,65,062
(Total A+B)	6,79,36,609	9,49,88,641
2.15 Cash and Cash Equivalents		
Cash on Hand	3,74,278	2,90,211
Balance with Banks in current Accounts	3,01,40,099	49,20,600
	3,05,14,377	52,10,811
2.16 Short - Term Loans and Advances		
Unsecured, Considered Good		
Loans and advances to employees	8,39,011	2,07,780
Advances to Artists	35,645	1,80,000
Advances to Technicians	1,50,500	4,550
Advance - others	-	6,62,476

PARTICULARS	AS AT 31.03.2014 Amount in Rs.	AS AT 31.03.2013 Amount in Rs.
Reimbursables from wholly owned subsidiary	10,06,713	22,000
Prepaid Insurance	28,056	60,137
Prepaid expenses	1,37,513	1,06,751
Advances to supplier	53,40,635	10,00,000
Other taxes credits	494	2,01,365
Total A	75,38,567	24,45,059
Unsecured, Considered doubtful		
Loans and advances to employees & Technicians	6,65,003	6,65,003
Less: Provision made	6,65,003	6,65,003
Total B	-	-
(Total A+B)	75,38,567	24,45,059
2.17 Other Current Assets		
Line Production - Pictures	1,04,01,906	1,04,01,906
Less : Provisions made	1,04,01,906	1,04,01,906
	-	-
2.18 Revenue from Teleserials / Films / Events & Shows		
Income from teleserials / Events & shows etc.,	27,98,96,595	32,03,53,128
Digital Income	78,61,552	1,66,983
Film Revenue / Profit on sale of Film Remake rights	1,00,00,000	22,00,000
	29,77,58,147	32,27,20,111
2.19 Other Income		
Gain on foreign currency reinstatement	3,68,502	1,10,280
Profit on sale of assets	89,522	-
Dividend income from Andhra Bank	3,660	3,300
Training Course Income	18,77,380	59,26,308
Production Services	2,00,000	17,40,000
Other misc. Income	7,73,338	4,66,665
	33,12,402	82,46,553
2.20 Expenses on television shows etc.,		
Payments to Artists	2,78,83,636	3,39,66,810
Payments to Dubbing Artists etc.,	42,19,150	35,05,810
Telecast Charges	12,48,75,500	14,29,58,000
Art & Set Properites Rent	10,20,506	14,05,157
Payments to Technicians	2,36,53,946	3,18,32,361
Other Production Expenses	99,44,463	87,53,678
Titling & Effect Charges	3,23,250	4,43,550
Wages & Batta	1,06,50,990	1,04,34,484
Costumes & Makeup	6,88,568	10,02,629
Lighting & Generator Hire Charges	58,37,404	34,97,231
Equipment Hire & Maintenance Charges	5,36,306	3,32,771
Music Composing Expenses	72,600	2,41,500
Travelling Expenses - Production	37,40,891	48,71,006
Vehicles Maintenance & Hire Charges	35,94,655	50,73,054
Cassettes & Negatives	2,17,381	4,44,230
Unsold FCT Written off - (Refer Note 2.32 a)	26,27,894	29,28,916
Production Expenses	40,60,875	90,20,113
Location Rent	61,18,743	72,02,868
Catering Expenses	44,40,323	57,61,195
Amorisation of Tele Serial rights	3,06,69,680	2,97,48,868
	26,51,76,761	30,34,24,231
Less: Teleserial Expenses deferred	2,69,60,461	2,90,13,210
	23,82,16,300	27,44,11,021

PARTICULARS	AS AT 31.03.2014 Amount in Rs.	AS AT 31.03.2013 Amount in Rs.
2.21 Changes in Inventories & Work-in-progress		
Opening Balance:		
Stock of cassettes	8,550	5,676
Work in progress - television shows	1,89,04,221	85,45,866
tele-serial - FCT	-	-
Total A	1,89,12,771	85,51,542
Closing Balance:		
Stock of cassettes	-	8,550
Work in progress - television shows	1,79,85,269	1,89,04,221
Current tele-serial - FCT	-	76,97,657
Total B	1,79,85,269	2,66,10,428
(Total A - B)	9,27,502	(1,80,58,886)
2.22 Employee Benefit Expenses		
Salaries	1,47,35,081	1,62,34,918
Contribution to PF & ESI and other funds	11,20,997	8,58,487
Staff Welfare	6,27,367	3,86,188
	1,64,83,445	1,74,79,593
2.23 Other expenses		
Salary to whole time director - (Refer Note 2.33)	21,00,000	21,00,000
Insurance Charges	5,36,468	5,65,040
Loss on exchange variation	1,82,609	1,11,441
Loss on Sale of Fixed asset	-	17,83,062
Other Administrative Charges	17,26,250	19,81,992
Sitting Fees	4,10,000	3,82,000
Pooja Expenses	2,39,928	2,02,803
Postage, Telephone charges	10,50,318	12,22,744
Printing & Stationery	3,17,181	4,68,411
Professional & Consultancy Charges	11,19,156	24,81,430
Auditor's fees - (Refer Note 2.34)	5,00,000	5,00,000
Listing fees	1,52,276	1,55,029
Rent, Rates & Taxes	45,05,864	47,64,043
Repairs & Maintenance	16,05,211	16,94,505
Traveling & Conveyance	14,53,765	15,68,340
Marketing commission	-	5,27,325
Provision for Unrecoverable	-	2,96,747
Vehicle Maintenance	3,51,038	3,95,403
Advertisement Expenses	2,38,832	3,58,820
Training Course Expenses	24,52,729	50,31,557
	1,89,41,625	2,65,90,692
2.24 Finance Cost		
Interest & Finance Charges	1,10,17,221	1,11,66,396
Bank Charges	2,75,433	1,17,126
	1,12,92,654	1,12,83,522

2.25. Earnings per Equity Share:

Sl. No	Particulars	2013-14 (in Rs)	2012-13 (in Rs)
1	Profit / (Loss) before Extraordinary items	1,02,58,235	1,05,09,329
2	Profit / (Loss) after Extraordinary items	1,02,58,235	1,05,09,329
3	Weighted Average No. of equity shares (including bonus) for Basic/ Diluted Earnings per share	5,41,61,540	5,41,61,540
4	Basic & Diluted E.P.S before extraordinary items	0.19	0.19
5	Basic & Diluted E.P.S after extraordinary items	0.19	0.19

2.26 Subsidiary Company in Singapore

Company had incorporated a wholly owned subsidiary company – Radaan Media Ventures Pte Limited in Singapore to engage in media & entertainment activities. During the year, Company has invested Sing \$ 20,000 including 1 Sing \$ subscribed at the time of incorporation. Company had also extended interest free loan of Sing \$ 90,000 and received the same during the year. As on 31-03-2014, reimbursement due payable by subsidiary was Sing \$ 21,218. Other details are provided separately along with consolidated information.

2.27 Investments in CCL

During the year 2010 – 11, Company had entered into a share subscription agreement with Celebrity Cricket League Private Limited ('CCL') and had invested Rs.75 Lacs consists of 7,50,000 equity shares of Rs.10/- each and the same is shown at cost under the Non current Investment.

2.28 The Company had entered into leasehold agreements with Managing Director for acquiring leasehold rights for a period of 20 years in respect of properties at No.8 & 10, Paul Appasamy Street, Chennai - 17.

The consideration for lease deposit was Rs. 200 Lakhs out of which a sum of Rs. 75 Lakhs was discharged by way of allotment of 7,50,000 equity shares of Rs. 10/- each as fully paid and out of the remaining deposit the sum of Rs.125 lacs was discharged in the form of cash. The registration formalities in respect of lease agreements are yet to be completed.

As per Accounting Standard 19 - Leases, issued by Institute of Chartered Accountants of India, the Operating Lease entered into by the Company is given below:

- a. The total of future minimum lease payments under non-cancellable operating leases for each of the following periods;
 - (i) Not later than one year – Rs.18,00,000
 - (ii) Later than one year and not later than five years – Rs.72,00,000
 - (iii) Later than five years – Rs.24,00,000 (upto july 2020)
- b. The total of future minimum sublease payments expected to be received under non-cancellable subleases at the balance sheet date – NIL
- c. Lease payments recognized in the statement of profit and loss for the period, with separate amounts for minimum lease payments and contingent rents – Rs. 18,00,000/-
- d. Sub-lease payments received (or receivable) recognized in the statement of profit and loss for the period – NIL
- e. A general description of the lessee's significant leasing arrangements including, but not limited to, the following:
 - (i) The basis on which contingent rent payments are determined – NIL
 - (ii) The existence and terms of renewal or purchase options and escalation clauses – Lease for period of 20 years renewable on the basis of completion of 11 months.
 - (iii) Restrictions imposed by lease arrangements, such as those concerning dividends, additional debt, and further leasing –
 - (a) Improvement to be made with the written consent of the Lessor,
 - (b) In case of vacation by lessee on its own before the expiry of the lease period, the cost of improvement made to leasehold property to be borne by the lessee.
 - (c) In the case of vacation at instance of the lessor before the expiry of the lease period, the written down value as on date of vacation to be borne by the lessor.

2.29 The company formed a trust named 'Radaan Mediaworks India Limited Employees Group Gratuity Assurance Scheme' with intent to enter into an approved scheme of group gratuity with Life Insurance Corporation of India and to administer for the benefit of the employees. The gratuity report provided by LIC of India as at 31st March 2014 under AS-15 in respect of gratuity of employees of the Company is given below:

1. Assumption:

Discount Rate	-	8%
Salary Escalation	-	6%

2. Table showing changes in present value of obligation:

Particulars	(In Rupees)
Present Value of obligations as at beginning of year	14,55,579
Interest Cost	1,16,446
Current Service Cost	4,53,982
Benefits Paid (Benefits that fell due in case of resignations, death & retirements) (Enter as a negative value)	-----
Actuarial (Gain) / Loss - (Balancing item)	(1,73,855)
Present Value of the Defined Benefit Obligations at March 31, 2014	18,52,152

3. Table showing changes in the fair value of plan assets:

Fair value of plan assets at beginning of year	11,69,099
Expected Return on Plan Assets	1,34,375
Contributions	3,91,271
Benefits Paid	-----
Actuarial gain / (loss) on plan assets	-----
Fair Value of Plan Assets at the end of year	16,94,745

4. Table showing fair value of plan assets:

Fair value of plan assets at beginning of year	11,69,099
Actual return on plan assets	1,34,375
Contributions	3,91,271
Benefits Paid	-----
Fair Value of plan assets at the end of year	16,94,745
Fund status	(1,57,407)
Excess of actual over estimated return on plan assets	----

5. Actuarial Gain / Loss recognized

Actuarial (gain) / loss on obligations	(1,73,855)
Actuarial (gain) / loss for the year – plan assets	-----
Actuarial (gain) / loss on obligations	(1,73,855)
Actuarial (gain) / loss recognized in the year	(1,73,855)

6. The amounts to be recognized in the balance sheet and statement of profit and loss:

Present value of obligations as at the end of year	18,52,152
Fair value of plan assets as at end of the year	16,94,745
Funded status	(1,57,407)
Net asset / (liability) recognized in balance sheet	(1,57,407)

7. Expenses recognized in statement of profit and loss:

Current Service cost	4,53,982
Interest Cost	1,16,446
Expected return on plan assets	(1,34,375)
Net Actuarial (gain) / loss recognized in the year	(1,73,855)
Expenses recognized in statement of profit and loss	2,62,198

2.30 Leave Encashment:

Company has taken an insurance policy with LIC of India for Group Leave Encashment Assurance Scheme for the benefit of employees. The report provided by an Independent valuer as at 31st March 2014 under AS 15 in respect of Group Leave Encashment of employees of the Company is given below:

- Assumption:

Discount Rate	-	9.10%
Salary Escalation	-	7%

1. Table showing changes in present value of obligation:

Particulars	(In Rupees)
Present Value of obligations as at beginning of year	4,67,740
Interest Cost	32,230
Current Service Cost	1,95,639
Benefits Paid (Benefits that fell due in case of resignations, death & retirements) (Enter as a negative value)	(1,29,738)
Actuarial (Gain) / Loss - (Balancing item)	1,43,359
Present Value of the Defined Benefit Obligations at March 31, 2014	7,09,230

2. Table showing changes in the fair value of plan assets:

Fair value of plan assets at beginning of year	3,39,875
Expected Return on Plan Assets	31,817
Contributions	1,57,040
Benefits Paid	(1,29,738)
Actuarial gain / (loss) on plan assets	5,057
Fair Value of Plan Assets at the end of year	4,04,051

3. Table showing fair value of plan assets:

Fair value of plan assets at beginning of year	3,39,875
Actual return on plan assets	36,874
Contributions	1,57,040
Benefits Paid	(1,29,738)
Fair Value of plan assets at the end of year	4,04,051
Fund status	-----
Excess of actual over estimated return on plan assets	-----

4. Actuarial Gain / Loss recognized

Actuarial (gain) / loss on obligations	(1,43,359)
Actuarial (gain) / loss for the year – plan assets	5,057
Actuarial (gain) / loss on obligations	----
Actuarial (gain) / loss recognized in the year	1,38,303

5. The amounts to be recognized in the balance sheet and statement of profit and loss:

Present value of obligations as at the end of year	7,09,230
Fair value of plan assets as at end of the year	4,04,051
Funded status	-----
Net asset / (liability) recognized in balance sheet	3,05,179

6. Expenses recognized in statement of profit and loss:

Current Service cost	1,95,639
Interest Cost	32,230
Expected return on plan assets	(31,817)
Net Actuarial (gain) / loss recognized in the year	1,38,303
Expenses recognized in statement of profit and loss	3,34,354

2.31. The cost of episodes of tele-serial(s) / tele-film(s) / feature film(s) in progress or completed and pending telecast / release as on date of Balance Sheet has been considered as work-in-progress and calculated based on absorption method and the same is valued at cost or market price, whichever is less.

2.32. a.As per accounting policy d., the value of unsold FCT accumulated and held for more than 12 months has been classified under 2.12 Non Current Assets. As per accounting policy n. Company has so far written off a sum of Rs.1,47,86,901/- which includes write off of Rs.26,27,894/- for the F.Y.2013 – 14 held under Non Current Assets.

b.As per accounting policy m. Accounting for media receivables, the company has written off a sum of Rs.1,00,34,234 for financial year 2013-14. This however, has not affected the financial results for the current period.

2.33. Managerial Remuneration:

Particulars of salary to Whole Time Director:

Sl. no	Name	Designation	2013-14 (in Rs.)	2012-13 (in Rs.)
1	R. Sarath Kumar	Director – Operation	21,00,000	21,00,000

The overall managerial remuneration is within maximum ceiling limit laid down pursuant to section 198, 269,309 & 310 read with schedule XIII, Part II, Section II of the Companies Act, 1956.

2.34. Auditor's Remuneration: (excluding Service Tax)

Sl.No.	Particulars	31.03.2014 (in Rs.)	31.03.2013 (in Rs.)
1	Audit Fee	4,00,000	4,00,000
2	Tax Audit	1,00,000	1,00,000
3	Certification fees	62,500	37,500
4	Out of pocket expenses	11,080	7,955

2.35. Related Parties Disclosure:

As per the Accounting Standard 18 – Related Party Disclosures issued by the Institute of Chartered Accountants of India, the Company's related parties and transactions are listed below:

a. Party(ies) having control:

Mrs.R.Radikaa Sarathkumar - Chairperson & Managing Director - Holding more than 50% of paid-up capital

Sl.No	Name of the Person	Nature of Relationship	(Amount in Rs.) (excluding service tax)	Particulars
1	Mrs.R.Radikaa Sarathkumar	Chairperson & Managing Director	1,11,75,000 72,00,000 18,00,000	Artist Payment Creative Head payment Both in her professional capacity. Lease Rent
Outstanding amount payable as at 31.3.2014 - Rs. 19,29,659				

b. Other related parties / key management personnel with whom transactions have taken place during the year

Sl. No	Name of the Person	Nature of Relationship	Amount (in Rs.)	Particulars	Outstanding amount payable as at 31.03.2014 (in Rs.)
1	R.Sarathkumar	Director - Operation	21,00,000	Directors' Remuneration	13,55,166
2	M.R.Mohan Ratha	Brother of Mrs. R Radikaa, Sarathkumar, Chairperson & Managing Director	13,67,742	Salary - Vice President Business Development	1,16,107

c. Transactions with Wholly owned subsidiary company – Radaan Media Ventures Pte Ltd, Singapore

Particulars	Transaction during the 2013 -14		Outstanding as at 31.03.2014	
	In Rupees	In Singapore Dollar	In Rupees	In Singapore Dollar
Investment in Share Capital	9,35,000	20,000	9,35,000	20,000
Interest Free Loan granted	43,28,200	90,000	NIL	NIL
Interest Free Reimbursable Expenses	30,31,323	61,218	10,06,713	21,218

2.36. Segment Reporting

The company operates in the area of producing content for tele-serials, events, game shows, etc., apart from producing films, undertaking distribution activities, theatrical plays and setting up of training course comprise of acting, dance, martial arts, yoga etc., Management believes that it is not practical to provide segment disclosures relating to those costs and expenses as operational activities are intertwined. Therefore, it has been decided by the management to report its functional operations under one segment - 'media & entertainment' with effect from April 1, 2011 and continue to report accordingly.

2.37. There are no dues to small and micro enterprises during the year ended March 2013 & March 2014.

2.38 . Contingent Liabilities:

Particulars	31.03.2014 (in Rs.)	31.03.2013 (in Rs.)
Claims against the company not acknowledged as debts		
Service Tax		
- October 2004 to September 2007(inclusive of penalty of Rs.10 crore)	19,30,27,340	19,30,27,340
- October 2007 to September 2010 (excluding penalty)	4,68,55,299	4,68,55,299
- October 2010 to September 2012 (including of penalty of Rs.10 lacs)	3,60,84,169	-----
Sales Tax		
- April 2001 to March 2006 (including of penalty of Rs.29,04,10,859)	48,40,18,098	48,40,18,098

Service Tax:

Service tax demand was contested before CESTAT, Chennai and a stay was granted without any pre-deposit condition for the period October 2004 to September 2010. In respect of service tax demand of similar nature for the period October 2010 to September 2012, an appeal will be filed before CESTAT.

Sales Tax:

Hon'ble High Court of Madras granted interim stay order against sales tax demand for the period 2001 – 02 to 2004 – 05 and partially for the year 2005 – 06 as prayed by the Company. Company has filed an appeal before Appellate Deputy Commissioner (CT) III, Chennai for the part of the disputed demand for the year 2005 – 06 amounting to Rs.2,28,60,665/- not covered under the stay order of Hon'ble High Court and as a condition have deposited a sum of Rs.50,10,401/-and also furnished personal bond by Chairperson & Managing Director for Rs. 1,78,50,265/- for stay of collection of tax.

In the above referred cases, Management firmly believes that its stand is likely to be upheld in the appellate process.

2.39 Licensed and Installed capacity - Not Applicable

		31.03.2014	31.03.2013
2.40	Earnings in Foreign Currency -	US \$ 1,71,227 Equivalent to Rs.1,01,76,228	US \$ 2,43,295 Equivalent to Rs. 1,31,05,207
			British Pound £ 18,000 Equivalent to Rs. 14,91,800
		US \$ 1,930 Sing Dollar 824 Equivalent to Rs. 1,60,638	US \$ 1,17,642 British Pound £ 2,000 Sing Dollar 2,305 Equivalent to Rs.69,32,570

2.41 Figures of Previous year have been re-grouped and re-classified, wherever necessary to conform to those of the current year.

2.42 Figures have been rounded off to the nearest rupee.

On behalf of the Board of Directors

-sd-
R. Radikaa Sarathkumar
Chairperson & Managing Director

-sd-
A.Krishnamoorthy
Director

-sd-
M.Kaviramani
Chief Financial Officer
Place : Chennai
Date : 30th May 2014

-sd-
Kanhu Charan Sahu
Company Secretary

For CNGSN & ASSOCIATES
Chartered Accountants
F.R.No.004915S

-sd-
C.N. GANGADARAN
Partner
Memb.No.: 11205

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To the Members of RADAAN MEDIAWORKS INDIA LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **RADAAN MEDIAWORKS INDIA LIMITED** ("the Holding Company") and its subsidiary **Radaan Media Ventures Pte. Limited** ("the Subsidiary Company"), which comprise the Balance sheet as at 31st March 2014, the Statement of Profit and Loss and the 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated 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 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. 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 judgement, including the assessment of the risks of material misstatements 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, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. 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 financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

We did not audit the financial statements of subsidiary, whose financial statements as on 31st March 2014 reflect total assets of Rs. 1.64 lakhs, total revenues Rs 189.81 lakhs and net cash outflow of Rs.75.78 lakhs for the year ended 31.03.2014. These financial statements have been audited by auditors in the respective countries whose reports have been furnished to us by the Management and our opinion, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, is based solely on those reports.

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 Companies Act, 1956 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 Consolidated Balance Sheet, of the state of affairs of the Company as at 31st March 2014;
- (b) In the case of the consolidated Statement of Profit and Loss, the **RESULTS** for the year ended on that date; and
- (c) In the case of the consolidated cash flow statement, of the cash flows for the year ended on that date.

For CNGSN & ASSOCIATES
Chartered Accountants
F.R.No.004915S

-sd-

C N GANGADARAN
Partner
Memb.No.:11205

Place : Chennai
Date : 30th May 2014

CONSOLIDATED BALANCE SHEET

PARTICULARS	NOTE	AS AT 31-03-2014 Amount in Rs.
I. EQUITY AND LIABILITIES		
(1) Shareholder's Funds		
(a) Share Capital	4.1	10,83,23,080
(b) Reserves and Surplus	4.2	6,95,57,685
(2) Non-Current Liabilities		
(a) Long term Borrowings	4.3	1,54,582
(b) Deferred Tax Liabilities	4.4	47,82,515
(c) Other Long term Liabilities	4.5	5,07,90,745
(3) Current Liabilities		
(a) Short term Borrowings	4.6	6,89,13,040
(b) Trade Payables	4.7	1,63,09,595
(c) Other Current Liabilities	4.8	98,04,352
Total		32,86,35,594
II. ASSETS		
(1) Non Current Assets		
(a) Fixed Assets		
(i) Tangible Assets	4.9	3,04,81,842
(ii) Intangible Assets	4.9	6,00,000
(iii) Capital Work-in-progress	4.9	-
(b) Non-Current Investments	4.10	75,06,000
(c) Long-term Loans and Advances	4.11	7,03,45,261
(d) Other non-current Assets	4.12	9,65,69,791
(2) Current Assets		
(a) Inventories	4.13	1,79,85,269
(b) Trade Receivables	4.14	6,79,36,609
(c) Cash and Cash equivalents	4.15	3,06,78,968
(d) Short-term loans and advances	4.16	65,31,854
(e) Other Current Assets	4.17	-
Total		32,86,35,594
Significant accounting policies and notes on accounts 3 & 4		

On behalf of the Board of Directors

As per our report attached
For CNGSN & ASSOCIATES
Chartered Accountants
F.R.No.004915S

-sd-
R. Radikaa Sarathkumar
Chairperson & Managing Director

-sd-
A.Krishnamoorthy
Director

-sd-
C.N. GANGADARAN
Partner
Memb.No.: 11205

-sd-
M.Kavirmani
Chief Financial Officer

-sd-
Kanhu Charan Sahu
Company Secretary

Place : Chennai
Date : 30th May 2014

CONSOLIDATED PROFIT AND LOSS STATEMENT

PARTICULARS	NOTE	YEAR ENDED 31-03-2014 Amount in Rs.
INCOME		
Income from Teleserial / Films / Events & Shows / Digital Income	4.18	31,67,39,936
Other Income	4.19	33,12,402
Total Income - A		32,00,52,338
EXPENDITURE		
Expenses on Tele-serials, events etc.,	4.20	25,84,49,382
Changes in Inventories & Work-in-progress	4.21	9,27,502
Employee Benefit Expenses	4.22	1,64,83,445
Other expenses	4.23	1,98,21,950
Finance Cost	4.24	1,13,18,754
Depreciation and amortization Expenses	4.09	62,01,930
Total Expenditure - B		31,32,02,963
Profit Before Exceptional and Extraordinary Items & Tax (A - B)		68,49,375
Exceptional Items		-
Profit Before Extraordinary Items		68,49,375
Extraordinary Items		-
Profit Before Tax		68,49,375
Tax Expenses : (1) Current Tax		-
(2) Deferred Tax		(12,51,142)
Profit After Tax		81,00,517
Earnings per Equity Share:	4.27	
(1) Basic		0.15
(2) Diluted		0.15
Significant accounting policies and notes on accounts 3 & 4		

On behalf of the Board of Directors

-sd-

R. Radikaa Sarathkumar

Chairperson & Managing Director

-sd-

A. Krishnamoorthy

Director

-sd-

M. Kaviramani

Chief Financial Officer

-sd-

Kanhu Charan Sahu

Company Secretary

As per our report attached
For CNGSN & ASSOCIATES
Chartered Accountants

F.R.No.004915S

-sd-

C.N. GANGADARAN

Partner

Memb.No.: 11205

Place : Chennai

Date : 30th May 2014

CONSOLIDATED CASH FLOW STATEMENT

PARTICULARS	YEAR ENDED 31-03-2014	
	Amount in Rs.	
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before Tax		68,49,375
Add: Finance Charges	1,13,18,754	
Depreciation	62,01,930	
Capital Reserve on investment in Subsidiary	13,924	1,75,34,608
		2,43,83,983
Less: Interest Received	541	
Dividend Received	3,660	
Profit on sale of fixed assets	89,522	
Foreign Exchange Translation Reserve	85,917	1,79,640
Operating Profit before Working Capital Changes		2,42,04,343
(Increase) / Decrease in Inventories & Work In Progress	86,25,159	
(Increase) / Decrease in Trade Receivables	2,70,52,032	
(Increase) / Decrease in Value of FCTS/Teleserial rights, Staff benefit plans and other non current assets	(15,35,114)	
Increase / (Decrease) in Marketing advance, Staffs Plan obligations and Long term liabilities	(1,96,83,896)	
(Increase) / Decrease in Long term Loans & Advances	(69,45,234)	
(Increase) / Decrease in Short term Loans & Advances & Other Current Assets	(40,86,795)	
Increase / (Decrease) in Trade payables	77,16,574	
Increase / (Decrease) in Other Current Liabilities	(17,22,365)	94,20,361
Cash Generated from Operating Activities (A)		3,36,24,704
B. CASH FLOW FROM INVESTING ACTIVITIES		
Cash Outflow		
Purchase of Fixed Assets	(21,22,372)	
Cash Inflow		
Sales proceeds of Fixed Assets	2,60,000	
Interest Received	541	
Dividend Received	3,660	
Net Cash from Investing Activities (B)		(18,58,171)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase / (Decrease) in Long term Bank Borrowings	(17,71,442)	
Increase / (Decrease) in Secured short term bank borrowings	67,91,820	
Finance Charges	(1,13,18,754)	
Net Cash from Financing Activities (C)		(62,98,376)
Net Increase in Cash & Cash Equivalents (A+B+C)		2,54,68,157
Cash & Cash Equivalents at the beginning of the year		52,10,811
Cash & Cash Equivalents at the end of the year		3,06,78,968
Net Increase / (Decrease) in Cash & Cash equivalents		2,54,68,157

Note: The above cash flow statement has been prepared under the indirect method as set out in the Accounting Standard 3 issued by the Institute of Chartered Accountants of India on Cash Flow Statements

On behalf of the Board of Directors

-sd-

R. Radikaa Sarathkumar

Chairperson & Managing Director

-sd-

A.Krishnamoorthy

Director

-sd-

M.Kaviramani

Chief Financial Officer

-sd-

Kanhu Charan Sahu

Company Secretary

As per our report attached
For CNGSN & ASSOCIATES
Chartered Accountants

F.R.No.004915S

-sd-

C.N. GANGADARAN

Partner

Memb.No.: 11205

Place : Chennai

Date : 30th May 2014

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

3. SIGNIFICANT ACCOUNTING POLICIES

I BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

A Basis of Preparation:

The Financial statements are prepared under the historical cost convention in accordance with the Generally Accepted Accounting Principles (GAAP) and materially comply with the mandatory Accounting Standards issued by the Institute of Chartered Accountants of India and noticed under the Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956. All income and expenditure having a material bearing on the financial statements are recognized on accrual basis.

B Use of Estimates:

The preparation of financial statements in accordance with the generally accepted accounting principles requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates in the future periods.

II PRINCIPLES OF CONSOLIDATION:

The consolidated financial statements have been prepared on the following basis:

The financial statements of subsidiaries have been combined on a line by line basis by adding together the book values of like item of assets, liabilities, income and expenditure after eliminating intra-group balances and intra-group transactions resulting in unrealized profits or losses. The cost of investments by Parent / Holding Company in a subsidiary company is less than its share of the equity of the subsidiary company is recognized as 'Capital Reserve (on Consolidation)'. The consolidated financial statements are prepared by adopting uniform accounting policies for like transactions or other events in similar circumstances and are presented to the extent possible, in the same manner as the Parent Company's financial statements.

III TRANSLATION TO INDIAN RUPEES:

The functional currency of the Parent Company is Indian Rupee. The functional currency of the subsidiary is Singapore Dollar. Subsidiary accounts are converted from Singapore Dollar to Indian Rupees in the following manner: All income and expense items are translated at the average rate of exchange applicable for the year. All monetary and non-monetary assets and liabilities are translated at the closing rate as on Balance Sheet date. The equity share capital is stated at the exchange rate at the date of investment. The exchange difference arising out of the year end translation is debited or credited to Foreign Currency Translation Reserve Account and is being classified under Reserves and Surplus Account.

IV OTHER SIGNIFICANT ACCOUNTING POLICIES:

These are set out in the note no. 1 under notes of the stand-alone financial statement of Radaan Mediaworks India Limited

V GENERAL INFORMATION

Radaan Media Ventures Pte Ltd ('subsidiary') has been incorporated as wholly owned subsidiary of Radaan Mediaworks India Limited (Parent / Holding Company) on 21-09-2012. As there was no commencement of commercial operations and significant financial transactions during the period ending 31.03.2013, the financial statements were not consolidated. However, on commencement of commercial operations, the capital investment, interest free loan and interest free advance towards reimbursable nature have been extended to the subsidiary by the Parent / Holding Company. The book of accounts of the subsidiary was closed for the period ending 30.09.2013 and 31.03.2014 and accordingly the consolidated financial statement is prepared covering the said periods in compliance with section 212 (2) (d) of the Companies Act, 1956 and 'AS 21 – Consolidated Financial Statements' issued by the Institute of Chartered Accountants of India. Since, this is first year of consolidation of financial statement; comparative figure for the previous year is not available.

4. Notes on consolidated accounts for the year ended 31.03.2014

PARTICULARS	AS AT 31.03.2014 Amount in Rs.
4.1 Share Capital	
<u>Authorised Capital</u>	
5,57,50,000 Equity Shares of Rs.2/- each	11,15,00,000
<u>Issued Capital</u>	
5,42,29,040 Equity Shares of Rs.2/- each	10,84,58,080
<u>Subscribed & Paid-up Capital</u>	
5,41,61,540 Equity Shares of Rs. 2/- each	10,83,23,080
Of the Above:	
- 58,73,890 Shares of Rs.10 each (since subdivided) allotted for consideration other than cash as fully Paid-up	
- 6,19,898 equity shares of Rs.10 each (since subdivided) allotted as fully Paid-up Bonus Shares by way of capitalisation of profits.	
- The Company has only one class of shares referred to as equity shares having a par value of Rs.2/- . Each holder of equity shares is entitled to one vote per share.	
Shares outstanding at the beginning & end of the year	
Number of shares	5,41,61,540
Amount	10,83,23,080
Shares held by each shareholder holding more than 5 % shares is as follows:	2,78,49,790
Mrs.R.Radikaa Sarathkumar	shares
4.2 Reserves & Surplus	
Securities Premium Reserve - on Equity Shares	Total - A
<u>Surplus</u>	7,53,65,634
Opening Balance	(1,38,36,473)
Add : Net profit after tax transferred from consolidated P & L	81,00,517
Add : Capital reserve on account of investment in subsidiary	13,924
Closing Balance	Total - B
<u>Foreign Currency Translation Reserve</u>	(57,22,032)
Opening Balance	-
Add: Translation difference during the period	(85,917)
Closing Balance	Total - C
	(85,917)
	Total (A + B + C)
	6,95,57,685
4.3 Long Term Borrowings	
Term Loans - Secured - From Banks	
- Vehicle	1,54,582
Secured by hypothecation of respective assets together with personal guarantee of Chairperson & Managing Director to be repaid over 36 equated monthly instalments.	1,54,582
4.4 Deferred Tax Liability	
The Net Deferred Tax Liability comprise of the following :	
Depreciation on Fixed Assets	56,97,046
Amortisation of Teleserial cost	(9,14,531)
Closing Deferred Tax Liability	47,82,515
Less: Opening Deferred Tax Liability	60,33,657
Net Deferred Tax Liability Reversed	12,51,142

The details of deferred tax liability reversal for the year are as follows:	Depreciation on Fixed Assets	Amortisation of Teleserial cost
As per Books of account (A)	62,01,930	3,06,69,680
As per Income tax Act (B)	62,30,236	2,69,60,461
(A - B)	(28,306)	37,09,219
Reversal of Deferred Tax Liability for the year	(9,621)	12,60,764
Net Deferred Tax Liability Reversed		12,51,142

4.9. FIXED ASSETS SCHEDULE UNDER THE COMPANIES ACT, 1956

(Amount in Rupees)

Sl. NO	Particulars	Rate of Depreciation	GROSS BLOCK			DEPRECIATION			NET BLOCK			
			As At 01.04.2013	Additions	Deletions	As At 31.03.2014	As At 01.04.2013	For the Period	Deletions/ Withdrawals	As At 31.03.2014	As At 31.03.2013	
I. Tangible Assets												
1	Leasehold Rights & Improvements		1,49,80,180	-	-	1,49,80,180	94,00,791	7,60,826	-	1,01,61,617	55,79,389	48,18,563
2	Camera Equipments	25.00%	33,00,050	-	-	33,00,050	19,64,345	8,25,012	-	27,89,357	13,35,705	5,10,693
3	Computer	25.00%	48,80,955	10,46,320	-	59,27,275	38,61,884	4,40,770	-	43,02,654	10,19,071	16,24,621
4	Software / Content Library	10.00%	8,37,20,000	-	-	8,37,20,000	8,37,20,000		-	8,37,20,000	-	-
5	Studio Lights	100.00%		5,17,769	-	5,17,769		1,86,580	-	1,86,580	-	3,31,189
6	Vehicles	9.50%	1,28,02,645	-	7,89,984	1,20,12,661	25,10,478	12,01,858	6,19,506	30,92,830	1,02,92,167	89,19,831
7	Studio Equipments	7.07%	2,84,36,623	-	-	2,84,36,623	1,73,47,670	20,10,469	-	1,93,58,139	1,10,88,953	90,78,484
8	Furniture & Fittings	6.33%	35,80,626	-	-	35,80,626	15,29,325	2,26,654	-	17,55,979	20,51,301	18,24,647
9	Office Equipments	4.75%	25,05,469	-	-	25,05,469	8,31,323	1,19,010	-	9,50,333	16,74,146	15,55,136
10	Airconditioner	4.75%	10,51,155	39,180	-	10,90,335	3,04,653	51,750	-	3,56,403	7,46,502	7,33,932
11	Generator	4.75%	6,10,000	5,19,103	-	11,29,103	2,16,567	52,687	-	2,69,254	3,93,433	8,59,849
12	Stabilizer & UPS	4.75%	5,53,983	-	-	5,53,983	3,02,772	26,314	-	3,29,086	2,51,211	2,24,897
		Total I	15,64,21,686	21,22,372	7,89,984	15,77,54,074	12,19,89,808	59,01,930	6,19,506	12,72,72,232	3,44,31,878	3,04,81,842
II. Intangible Assets												
1	Brand Equity	10%	75,00,000	-	-	75,00,000	75,00,000	-	-	7,500,000	-	-
2	Goodwill	20%	75,00,000	-	-	75,00,000	75,00,000	-	-	7,500,000	-	-
3	IPR / Remake Rights	20%	15,00,000	-	-	15,00,000	6,00,000	3,00,000	-	9,00,000	900,000	6,00,000
		Total II	1,65,00,000	-	-	1,65,00,000	1,56,00,000	3,00,000	-	1,59,00,000	900,000	6,00,000
	GRAND TOTAL	Total (I + II)	17,29,21,686	21,22,372	7,89,984	17,42,54,074	13,75,89,808	62,01,930	6,19,506	14,31,72,232	3,53,31,878	3,10,81,842

PARTICULARS	AS AT 31.03.2014 Amount in Rs.
4.5 Other Long Term Liabilities	
a) Advances received for Film Line production	2,18,24,640
b) Gratuity & Leave encashment Obligation - (<i>Refer Note 2.29 & 2.30</i>)	25,61,382
c) Advances received from customers (1) on assignment of rights for sale of FCT's for various tele-serials (2) other programs	2,64,04,723
	5,07,90,745
4.6 Short Term Borrowings	
Secured	
Credit Limits from Bank	6,89,13,040
Secured by way of first charge on the Book Debts, Stock in trade including movable properties of the company and additionally secured by mortgage of immovable properties & Pledge of equity shares held by Chairperson & Managing Director together with personal guarantee.	
	6,89,13,040
4.7 Trade Payables	
Sundry creditors for expenses	1,63,09,595
	1,63,09,595
4.8 Other Current Liabilities	
Salaries & other employee's Benefits	15,93,890
Current Maturities of long-term debts	
From Banks	
- Vehicle	21,23,659
Provision for Expenses	7,85,156
Retention Money	50,000
Withholding & other taxes Payable	23,40,754
Advances received from distributors / suppliers	20,29,992
Telecast fee payable	8,80,901
	98,04,352
4.10 Non Current Investments	
Long Term Investment - at cost	
Trade - Unquoted	
Investments in equity instruments - (<i>Refer Note 2.27</i>)	
7,50,000 equity shares of Rs.10/- each in Celebrity Cricket League Private Limited	75,00,000
Others - Quoted	
Investments in equity instruments	
600 equity shares of Rs.10/- each in Andhra Bank	6,000
Market value as on 31.03.2014 is Rs.38,370/-	
	75,06,000
4.11 Long Term Loans & Advances	
Unsecured, Considered Good	
Electricity & other Deposits	7,00,438
Rental Deposits	36,14,184
Telecast fee Security Deposit with Channel	51,96,650
Lease Advance (<i>Refer Note 2.28</i>)	2,00,00,000
Other Loans & Advances	
Prepaid taxes incl. tax credits (net of provisions)	3,58,23,588
Deposits with sales tax authorities	50,10,401
	7,03,45,261
4.12 Other Non Current Assets	
a) Value of unsold FCT's - (<i>Refer significant accounting policy 1 d</i>)	
Opening Balance	3,73,58,816
Add / (Less) : Additions / (utilisation) during the year	76,97,657
	4,50,56,473
Less: Provided & Written off - (<i>Refer note 2.32 a</i>)	1,47,86,901
Closing Balance	3,02,69,572
Total - A	3,02,69,572

PARTICULARS	AS AT 31.03.2014 Amount in Rs.	
b) Tele-serial Rights <i>(Refer significant accounting policy c 6)</i>		
Opening	4,51,76,290	
Add : 20% to be written off equally over next two years	2,69,60,461	
Less : Proportionate amount to be written off relating to earlier years	(3,06,69,680)	
Closing		4,14,67,071
c) Gratuity & Leave encashment plan assets <i>(Refer Note 2.29 & 2.30)</i>	Total B	20,98,796
d) Film Line Production - Advances	Total C	2,17,36,362
e) other assets	Total D	
Less : Provisions made	59,25,800	
	49,27,810	
	Total E	9,97,990
4.13 Inventories	(Total A+B+C+D+E)	9,65,69,791
<i>(Refer significant accounting policy d)</i>		
Work in progress - teleserials		1,79,85,269
		1,79,85,269
4.14 Trade Receivables		
Debts outstanding for a period exceeding six months		
Unsecured:		
Considered Good	3,17,77,901	
Considered Doubtful	4,42,10,682	
	7,59,88,583	
Less : Provision for Doubtful debts	3,41,76,448	
Written off during the period <i>(Refer Note 2.32 b)</i>	1,00,34,234	3,17,77,901
Other debts		
Unsecured - Considered Good		3,61,58,708
		6,79,36,609
4.15 Cash and Cash Equivalents		
Cash on Hand		3,78,928
Balance with Banks in current Accounts		3,03,00,040
		3,06,78,968
4.16 Short - Term Loans and Advances		
Unsecured, Considered Good		
Loans and advances to employees	8,39,011	
Advances to Artists	35,645	
Advances to Technicians	1,50,500	
Prepaid Insurance	28,056	
Prepaid expenses	1,37,513	
Advances to supplier	53,40,635	
Other taxes credits	494	65,31,854
Unsecured, Considered doubtful		
Loans and advances to employees & Technicians	6,65,003	
Less: Provision made	6,65,003	-
		65,31,854
4.17 Other Current Assets		
Line Production - Pictures		1,04,01,906
Less : Provisions made		1,04,01,906
		-
4.18 Revenue from Teleserials / Films / Events & Shows		Y.E.31.03.2014
Income from teleserials / Events & shows etc.,		Amount in Rs.
Digital Income		29,88,78,384
Film Revenue / Profit on sale of Film Remake rights		78,61,552
		1,00,00,000
		31,67,39,936

PARTICULARS	Y.E.31.03.2014 Amount in Rs.
4.19 Other Income	
Gain on foreign currency reinstatement	3,68,502
Profit on sale of assets	89,522
Dividend income from Andhra Bank	3,660
Training Course Income	18,77,380
Production Services	2,00,000
Other misc. Income	7,73,338
	33,12,402
4.20 Expenses on television shows etc.,	
Payments to Artists	3,10,42,096
Payments to Dubbing Artists etc.,	42,19,150
Telecast Charges	12,48,75,500
Art & Set Properites Rent	10,43,458
Payments to Technicians	2,54,97,370
Other Production Expenses	1,12,46,358
Titling & Effect Charges	6,74,596
Wages & Batta	1,45,10,590
Costumes & Makeup	8,37,639
Lighting & Generator Hire Charges	66,61,195
Equipment Hire & Maintenance Charges	30,18,540
Music Composing Expenses	72,600
Travelling Expenses - Production	63,03,615
Vehicles Maintenance & Hire Charges	49,37,708
Cassettes & Negatives	2,17,381
Unsold FCT Written off - (Refer Note 2.32 a)	26,27,894
Production Expenses	40,60,875
Location Rent	74,39,711
Catering Expenses	54,53,887
Amorisation of Tele Serial rights	3,06,69,680
	28,54,09,843
Less: Teleserial Expenses deferred	2,69,60,461
	25,84,49,382
4.21 Changes in Inventories & Work-in-progress	
Opening Balance:	
Stock of cassettes	8,550
Work in progress - television shows	1,89,04,221
	Total A 1,89,12,771
Closing Balance:	
Stock of cassettes	-
Work in progress - television shows	1,79,85,269
	Total B 1,79,85,269
	(A - B) 9,27,502
4.22 Employee Benefit Expenses	
Salaries	1,47,35,081
Contribution to PF & ESI and other funds	7,57,289
Staff Welfare	9,91,075
	1,64,83,445
4.23 Other expenses	
Salary to whole time director - (Refer Note 2.33)	21,00,000
Insurance Charges	5,36,468
Loss on exchange variation	1,82,609
Other Administrative Charges	17,50,981
Sitting Fees	4,10,000
Pooja Expenses	2,39,928

PARTICULARS	Y.E.31.03.2014 Amount in Rs.
Postage, Telephone charges	10,86,228
Printing & Stationery	4,51,742
Professional & Consultancy Charges	14,15,746
Auditor's fees	7,96,590
Listing fees	1,52,276
Rent, Rates & Taxes	45,97,123
Repairs & Maintenance	16,05,895
Traveling & Conveyance	14,53,765
Vehicle Maintenance	3,51,038
Advertisement Expenses	2,38,832
Training Course Expenses	24,52,729
	1,98,21,950
4.24 Finance Cost	
Interest & Finance Charges	1,10,17,221
Bank Charges	3,01,533
	1,13,18,754

4.25 The note no.2.27 to 2.39 under notes on accounts of the stand-alone financial statement of Radaan Mediaworks India Limited is to be read along with consolidated financial statement.

4.26 In addition to the note no. 2.35 a, of the stand-alone financial statement, the significant related party transactions of the Subsidiary – Radaan Media Ventures Pte Ltd., Singapore, is stated hereunder:

(a) with Key Management Personnel - Mrs.R.Radikaa Sarathkumat, Director of Radaan Media Ventures Pte Ltd

Particulars	Amount	Outstanding as at 31-03-2014
Artist Payment	Sing \$ 28,900 (INR 13,18,687)	NIL

4.27 Earnings per Equity Share:

Sl. No	Particulars	2013-14 (in Rs)
1	Profit / (Loss) before Extraordinary items	81,00,517
2	Profit / (Loss) after Extraordinary items	81,00,517
3	Weighted Average No. of equity shares (including bonus) for Basic/ Diluted Earnings per share	5,41,61,540
4	Basic & Diluted E.P.S before extraordinary items	0.15
5	Basic & Diluted E.P.S after extraordinary items	0.15

4.28 INFORMATION WITH REGARD TO SUBSIDIARY COMPANY:

The ministry of Corporate Affairs (MCA) had issued a General Circular No.2/2011 dated 8th February, 2011, granting exemption to all companies from the provisions of section 212, subject to compliance with conditions mentioned in the said Circular, pursuant to that, the following information are provided: (Amount in Rs.)

Name of the Subsidiary : Radaan Media Ventures Pte. Ltd.		
Period	Period Ending 30-09-2013	1-10-2013 to 31-03-2014
Capital	9,48,924	9,48,924
Reserves	(19,50,242)	(21,57,718)
Total assets	77,43,315	1,64,591
Total Liabilities	77,43,315	1,64,591
Investment	-----	-----
Turnover	1,89,81,789	-----
Profit before taxation	(19,50,242)	(2,07,476)
Provision for taxation	-----	-----
Profit after taxation	(19,50,242)	(2,07,476)
Proposed Dividend	-----	-----
Exchange Rate used (Rs. Per unit of Singapore Dollar)	For Balance sheet - 47.4462 For Profit & Loss - 45.6293	

4.29 Figures have been rounded off to the nearest rupee.

On behalf of the Board of Directors

-sd-

R. Radikaa Sarathkumar

Chairperson & Managing Director

-sd-

M.Kaviramani

Chief Financial Officer

Place : Chennai

Date : 30th May 2014

-sd-

A.Krishnamoorthy

Director

-sd-

Kanhu Charan Sahu

Company Secretary

For CNGSN & ASSOCIATES
Chartered Accountants

F.R.No.004915S

-sd-

C.N. GANGADARAN

Partner

Memb.No.: 11205

FORM OF PROXY

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

RADAAN MEDIAWORKS INDIA LIMITED

CIN : L92111TN1999PLC043163

No.10, Paul Appasamy Street, T Nagar, Chennai - 600 017.

15th Annual General Meeting – 29th September 2014

Name of the member(s)					
Registered Address					
Email ID					
Folio No / Client ID*		DP ID*		No of shares held	

*Applicable for investors holding shares in Electronic form.

I/We, being a member / members of the above company hereby appoint:

Name of the member(s)		
Registered Address		
Email ID		

(signature of the Proxy)

or failing him/her

Name of the member(s)		
Registered Address		
Email ID		

(signature of the Proxy)

or failing him/her

Name of the member(s)		
Registered Address		
Email ID		

(signature of the Proxy)

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 15th Annual General Meeting of the Company to be held on 29th September 2014 at 10.00 am, at Madras Race Club, Guindy, Chennai - 600032 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
Ordinary business				
1	To receive, consider and adopt the audited Balance Sheet as at 31st March 2014, Profit & Loss Statement for the year ended 31st March 2014 together with the Reports of the Board of Directors and the Auditors thereon.			
2	To appoint statutory auditors of the company			
Special Business				
3	To appoint Mr J Krishna Prasad (DIN 03397294) as an Independent Director			
4	To appoint Mr A Krishnamoorthy (DIN 00386122) as an Independent Director			
5	To appoint Mr V Selvaraj (DIN 00052444) as an Independent Director			
6	To approve the appointment of Ms.Rayane as Executive Trainee			

Signed this day of 2014.

Signature (s) of Member(s)

1. _____
2. _____
3. _____

Revenue Stamp

Notes:

1. The Proxy to be effective should be deposited at the Registered office of the company not less than FORTY EIGHT HOURS before the commencement of the Meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate.

RADAAN MEDIAWORKS INDIA LIMITED

CIN : L92111TN1999PLC043163

No.10, Paul Appasamy Street, T Nagar, Chennai - 600 017.

15th Annual General Meeting – 29th September 2014

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER
AT THE ENTRANCE OF THE MEETING HALL

Name and Address of the attending member/proxy _____

DP Id.* _____ Client Id* _____

_____ Folio No.** _____ No.of Share(s) held _____

I/we hereby register my/our presence at the Fifteenth Annual General Meeting of the Company held on Monday, the 29th September 2014 at 10.00 AM at the the Madras Race Club, Guindy, Chennai - 600 032.

Signature of Member/ Proxy

*Applicable for members holding shares in electronic form.

** Applicable for members holding shares in physical form.

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