



**NOUVEAU MULTIMEDIA LIMITED**

*22<sup>nd</sup> Annual Report*

**2010**

**BOARD OF DIRECTORS**

Mr. Krishan Khadaria -Managing Director  
Mr. Shyam Makhija  
Mr. Manoj Bhatia  
Mr. Narendra Gupta  
Mrs. Asha Khadaria

**COMPANY SECRETARY**

Miss. Rupali Sawant

**AUDITORS**

M/s. Singrodia Goyal & Co.  
Chartered Accountants, Mumbai

**COMPLIANCE OFFICER**

Mr. Manoj Bhatia

**BANKERS**

Axis Bank Limited

**REGISTERED OFFICE**

A/401, Pearl Arcade,  
Opp. P. K. Jewellers,  
Dawood Baug Lane,  
Off. J. P. Road, Andheri (West),  
Mumbai - 400 058

**REGISTRAR & TRANSFER AGENT**

Bigshare Services Pvt. Ltd.  
E-2, Ansa Industrial Estate,  
Saki Vihar Road, Saki Naka,  
Andheri (East),  
Mumbai - 400 072

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## NOTICE

Notice is hereby given that the Twenty Second Annual General Meeting of The Members of Nouveau Multimedia Limited will be held at Conference Room, Axis Bank, Springfield's, Lokhandwala Complex, Andheri (West), Mumbai - 400 053 on Thursday, 30<sup>th</sup> September 2010 at 11:00 a.m. to transact the following business: -

### ORDINARY BUSINESS

- 1) To receive, consider and adopt the Audited Balance Sheet as on 31<sup>st</sup> March 2010 and the Profit & Loss Account for the year ended together with the report of the Director's and the Auditor's Report thereon.
- 2) To appoint a Director in place of Mr. Narendra Gupta, who retires by rotation and being eligible offers himself for reappointment.
- 3) To appoint a Director in place of Mr. Shyam Makhija, who retires by rotation and being eligible offers himself for reappointment.
- 4) To re-appoint M/s. Singrodia Goyal & Co., Chartered Accountants, Mumbai, Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

### SPECIAL BUSINESS

- 5) To consider and if thought fit to pass, with or without modifications, the following resolution as an Ordinary resolution:

**"RESOLVED THAT** Mrs. Asha Khadaria who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on December 15, 2009 and who holds office as such up to the date of the Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose Mrs. Asha Khadaria as a candidate for the office of the Director of the Company be and is hereby appointed as the Director of the Company and she shall be liable to retire by rotation."

**"RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to digitally sign and file E form 32 and complete the other formalities in this regard."

- 6) To consider and if thought fit to pass, with or without modifications, the following resolution as an Ordinary resolution:

**"RESOLVED THAT** pursuant to the provisions of section 198, 269, 302, 309, 310 read with Schedule XIII of the Companies Act, 1956 and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of such other authorities, as may be required, the consent of the Company be and is hereby accorded to increase the remuneration of Mr. Krishan Kumar Khadaria, Managing Director of the Company with effect from October 01, 2010 for his remaining tenure as MD i.e. till March 1, 2012 and any amendment thereto.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient or desirable and to settle any question or doubt that may arise in relation thereto and the Board shall have absolute power to decide breakup of the remuneration within the above said maximum permissible limit and in order to give effect to the forgoing resolution, or as may be otherwise considered by it to be in the best interest of the Company."

## NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING MAY APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
2. PROXIES IN ORDER TO BE VALID MUST REACH THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE MEETING.
3. The Register of Members and Share Transfer Book of the Company will remain closed from Thursday, September 23, 2010 to Thursday September 30,2010 (both days inclusive).
4. Members are requested to notify immediately any change in their address to the R & T agent quoting folio no.
5. Members attending the meeting should bring their copy of Annual Report for reference at the meeting.
6. As required by listing agreement the particulars of Director who is proposed to be appointed are as follows:

<b>i.</b>	<b>Name</b>	Mrs. Asha Khadaria
	<b>Designation</b>	Non Executive Promoter Director
	<b>Date of Birth</b>	11/07/1964
	<b>Qualification</b>	Bachelor of Arts
	<b>Director in Company since</b>	15/12/2009

### **Other Directorships**

<b>Name of the Company</b>	<b>Committee Directorship</b>	<b>Status</b>
Golden Medow Export Pvt. Ltd.	NIL	Director
Kashish Multitrade Pvt. Ltd.	NIL	Director
Laxmiramuna Investments Pvt. Ltd.	NIL	Director
Nouveau Shares and Securities Ltd.	NIL	Director

<b>ii.</b>	<b>Name</b>	Mr. Narendra Gupta
	<b>Designation</b>	Non-Executive Independent Director
	<b>Date of Birth</b>	19/12/1958
	<b>Qualification</b>	B.Com
	<b>Director in Company since</b>	31/03/2008

### **Other Directorships**

<b>Name of the Company</b>	<b>Committee Directorship</b>	<b>Status</b>
Metro Publishers Pvt. Ltd.	NIL	Director

<b>iii.</b>	<b>Name</b>	Mr. Shyam Makhija
	<b>Designation</b>	Non-Executive Independent Director

	<b>Date of Birth</b>	01/10/1933
	<b>Qualification</b>	B.Sc., Post Graduate in Business Management and Industrial/Value Engineer and NLM Practitioner
	<b>Director in Company since</b>	12/04/1994

#### Other Directorships

Name of the Company	Committee Directorship	Status
Omni Strategic Management Consultants Pvt. Ltd.	NIL	Director

#### Shareholding of Non Executive Directors

<b>Name of Director</b>	<b>No. of Shares held</b>
Mrs. Asha Khadaria	4,20,000
Mr. Narendra Gupta	--
Mr. Shyam Malpani	--

7. As required under Section 173 (2) of the Companies Act, 1956 the explanatory statement is annexed hereto.

By and on behalf of the Board  
for **NOUVEAU MULTIMEDIA LIMITED**

**Krishan Khadaria**  
**Managing Director**

#### Registered Office:

A/401, Pearl Arcade,  
Opp. P. K. Jewellers,  
Daut Baug Lane,  
Off J. P. Road, Andheri (W),  
Mumbai-400058

**Place: Mumbai**

**Date: 30<sup>th</sup> August 2010**

## ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of resolutions under special business mentioned in the Notice of the Annual General Meeting of the Company.

### Item No.5

Mrs. Asha Khadaria was appointed as an additional director in the meeting of the Board of Directors of the Company held on December 15, 2009. Her tenure of office expires at the commencement of the ensuing Annual General meeting.

The Company has received notice under Section 257 of the Companies Act, 1956 along with the fees of Rs. 500/- signifying the intention of a member to propose Mrs. Asha Khadaria as a candidate for the office of the Director of the Company.

Mrs. Asha Khadaria has rich experience in media activities. Her experience and her advise would be of great advantage to the Company.

Your directors recommend the appointment of Mrs. Asha Khadaria. Except Mrs. Asha Khadaria and Mr. Krishan Khadaria none of the other directors are interested in the resolution.

### Item No.6

The present terms of appointment of Mr. Krishan Kumar Khadaria is for a period of 5 years from March 1, 2007 to March 1, 2012. The Board at its meeting held on September 9, 2010 has resolved to enhance the basic salary payable to Mr. Krishan Kumar Khadaria from Rs. 50,000/- to Rs. 80,000/- per month for his remaining tenure as MD i.e. till March 1,2012. This may be treated as an abstract of agreement between Company and Mr. Krishan Kumar Khadaria pursuant to section 302 of the Companies Act, 1956.

Your directors recommend the increase of basic salary of Mr. Krishan Kumar Khadaria. Except Mrs. Asha Khadaria and Mr. Krishan Khadaria none of the other directors are interested in the resolution.

**By and on behalf of the Board**  
**for NOUVEAU MULTIMEDIA LIMITED**

**Krishan Khadaria**  
**Managing Director**

**Registered Office:**

A/401, Pearl Arcade,  
Opp. P. K. Jewellers,  
Dawood Baug Lane,  
Off J. P. Road, Andheri (W),  
Mumbai-400058

**Place: Mumbai**

**Date: 30<sup>th</sup> August 2010**

## DIRECTOR'S REPORT

**To,  
The Shareholders**

Your Directors have pleasure in presenting their Twenty Second Annual Report on the business and operations of the Company together with the Audited Statements of Accounts for the year ended on 31<sup>st</sup> March 2010.

### FINANCIAL HIGHLIGHTS

(Amt. In Lakhs)

Particulars	31 <sup>st</sup> March 2010	31 <sup>st</sup> March 2009
Profit before interest, depreciation, tax and Extra Ordinary Items		61.81
Depreciation/amortization		3.23
Profit before interest, tax and Extra Ordinary Items		58.58
Finance Costs		1.68
Profit before tax and Extra Ordinary Items		56.90
Less: Provision for taxes on income		
--Current tax		18.90
--Fringe benefit tax		0.78
--Deferred tax liability / (asset)		2.52
Profit before Extra Ordinary Items		34.70
Extra Ordinary Items (Net of Tax)		-
Profit for the year		34.70

### PERFORMANCE AND FUTURE PROSPECTS

Pre tax profit from the operations of the Company amounted to Rs. 40.77 Lakh in this fiscal as compared to Rs. 56.90 Lakh last year. This performance ought to be seen in the context of the fact that Indian Economy has suffered to the great extent due to recession..

The Film Magazines published by the Company, by the name 'Bhojpuri City' and 'Maza Cinema' has received overwhelming response and the numbers of subscribers are increasing with each additional issue. The Company is expanding in the segment of media and entertainment activities and the Company has also actively engaged in the business of acquisition and trading of media telecast rights over national and regional TV Channels. The Company has also entered into agreements with Lakshya Entertainment Private Limited for trading of Films and Media Rights.

The business of trading in Software and Hardware started by the Company has also proved profitable to the Company and substantial to the profitability of the Company. There is plenty of exciting business opportunities in India for the IT segment. We have started a list of business ideas for those entrepreneurs who are interested in Internet ventures, outsourcing technology, e-

commerce opportunities, software development opportunities, business trends and other business ideas. We hope to add to this list as we uplift towards the upper ladder.

With the unprecedented rise in talent cost, the year ahead for the Company and for the Indian media and entertainment industry as a whole could be a complex mix of opportunities and threats. Your Company however remains committed to redefine the global standing of commercial Indian Cinema.

## **SUBSIDIARIES**

The Statement pursuant to Section 212 of the Companies Act, 1956 relating to subsidiary companies forms part of the financial statement. As required under Clause 32 of the Listing Agreement with the BSE, the financial statements of the Company have been consolidated with the Nouveau Shares and Securities Ltd. being the subsidiary of the Company.

## **DIVIDEND**

For conservation of resources your Directors do not recommend any dividend for the year 2009-2010.

## **LISTING WITH THE STOCK EXCHANGES**

The Equity Shares of the Company continue to remain listed with Bombay Stock Exchange Ltd. (BSE) and Ahmedabad Stock Exchange Limited (ASE). The listing fees payable to both the stock exchanges for the year 2010-2011 have been paid.

## **DIRECTORS**

Mr. Anil Gaggar and Mr. Vinay Sarawgi resigned as Directors of the Company during the year due to pre occupation. The Board of Directors sincerely appreciates the advice given by them during the tenure of their office.

Mr. Narendra Gupta and Mr. Shyam Makhija who retire from the Board by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. Their brief profile is furnished in the explanatory statement to the notice of the ensuing Annual General Meeting.

Mrs. Asha Khadaria who was appointed as an Additional Director on December 15,2009 is proposed to be appointed as a Director of the Company under Section 257 of the Companies Act, 1956 at the ensuing Annual General Meeting. Her brief profile is furnished in the explanatory statement to the notice of the ensuing Annual General Meeting.

## **DIRECTOR'S RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, your Directors hereby confirm:

- i. that in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with the proper explanation relating to material departures ;
- ii. that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period ;
- iii. that the Directors had taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act ,1956, for



- safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. that the Directors had prepared the Annual Accounts on a going concern basis.

## **AUDITOR'S REPORT**

Your Directors confirm that the observations made by the Auditors in their Report have been duly clarified in the Notes to the accounts forming part of the Balance sheet and Profit and Loss Account, which are self-explanatory.

## **AUDITORS**

M/s. Singrodia Goyal & Co., Chartered Accountants appointed as the Auditors of the Company, retire at the conclusion of this Annual General Meeting and being eligible, offer themselves for re-appointment. The Board recommends their re-appointment.

A certificate has been received from the Auditors to the effect that their appointment, if made, would be within the limits prescribed under section 224 (1B) of the Companies Act, 1956. The Auditors have advised that they have subjected themselves to the peer review process of the Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the Peer Review Board of the ICAI.

## **MANAGEMENT DISCUSSION AND ANALYSIS**

A detailed report on Management Discussion and Analysis is enclosed as an annexure to this report.

## **PERSONNEL**

During the year under review there were no employees who were in receipt of the remuneration beyond the limits prescribed under Section 217 (2A) of the Companies Act, 1956. Therefore, the details as required by the provisions of the aforesaid Section of the Companies Act, 1956, read with the Companies (Particulars of Employees) (Amendment) Rules, 2002 are not applicable.

## **CORPORATE GOVERNANCE**

The Company complies with Clause 49 of the Listing Agreement, as amended from time to time.

The Board of Directors of the Company has adopted a Corporate Governance Policy meant to ensure fair and transparent practices and a Code of Conduct for its Directors and senior management.

A separate report on Corporate Governance alongwith the Auditors Certificate on the compliance of corporate governance requirements of Clause 49 of the Listing Agreement is given elsewhere in this Report.

## **CONSERVATION OF ENERGY, TECHNOLOGICAL ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTING**

The Company is not engaged in any manufacturing activity and therefore there are no particulars to be disclosed under the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988.

There has been no foreign exchange out flow/inflow during the year.

## **ACKNOWLEDGEMENT**

The Board wishes to thank all the stakeholders in the Company, clients, business associates & bankers for their continued support during the year. The Board wishes to record its appreciation of all the efforts put in by the staff and associates of the Company who have contributed to the growth and success of the Company.

By and on behalf of the Board  
*for* **NOUVEAU MULTIMEDIA LIMITED**

**Krishan Khadaria**  
**Managing Director**

**Place: Mumbai**

**Date: 30<sup>th</sup> August 2010**

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### INDUSTRY STRUCTURE AND DEVELOPMENTS

Multimedia: Multimedia is a rapidly evolving technology, which is bridging the gap between reality and magic. It is the Way to go for the New Millennium. Entertainment has undergone a complete facelift with the help of Multimedia. Emails and websites have been given an entirely new dimension by Multimedia. Internet has become the new Art of communication that has opened the gateway to the global community. Extensive knowledge of multimedia can equip you for unimaginable growth prospects in this field. Rising income levels and consumerism bred from the country's strong economic growth are creating a growing demand for entertainment. This coupled with technological advancements, policy initiatives taken by the Indian Government that are encouraging the inflow of investment and initiative by private media companies will prove to be the key drivers for the entertainment and media industry. The industry has been forecast, to outperform the economic growth till 2011.

Finance and dealing in shares and securities: The prevailing economic conditions, both domestic and global, suggest the Indian stock market is poised to continue to rally in the coming year.

Trading in computer software and hardware: The business of Software and Hardware started by the Company has proved profitable to the Company and adding substantial to the profitability of the Company. There is plenty of exciting business opportunities in India for the IT segment. The Company has started a list of business ideas for those entrepreneurs who are interested in Internet ventures, outsourcing technology, e-commerce opportunities, software development opportunities, business trends and other business ideas. The Company hopes to add to this list as we uplift towards the upper ladder.

### OPPORTUNITIES AND THREATS

The Indian Entertainment Industry has been witnessing some unprecedented dramatic changes of late.

These are being driven by the spectacular growth of the television industry, the new formats for film production and distribution, the privatisation and growth of radio in the country, the gradually liberalising attitude of government towards the sector, easier access to and for international companies.

With high ROI, 100 per cent FDI on automatic basis, co-production treaties, vast opportunities for investing in theatre/ multiplex infrastructure, increasing number of cable & satellite homes and opening up of foreign investments even in the print media, this segment is all set to script its own blockbuster in the days ahead.

A sector already marked by significant change in recent years, the combination of new digital distribution modalities and evolving audience consumption habits and demands will continue to challenge traditional media and entertainment (M&E) business models. It also could mark the beginning of a radical transformation that reshapes the entire M&E ecosystem.

### SEGMENT WISE / PRODUCT WISE PERFORMANCE

The Segment wise Performance of the Company is disclosed in Point No. 15 of the Notes to Accounts annexed to the Balance Sheet. The Company has performed well in the Multimedia activities. During the financial under review the software business has proved most profitable to the Company. The major output generated during the year is from the dealing in Software and Hardware. The segment of financing and dealing in Share Market has declined to a greater extent and very small portion of profit forms part of the same.

## **OUTLOOK**

The Company is expanding in the segment of media and entertainment activities and has also actively engaged in the business of acquisition and trading of media telecast rights over national and regional TV Channels. The Company has also entered into agreements with Lakhsya Entertainment Private Limited for trading of Films and Media Rights. The new segment of software and hardware dealing started by the Company has proved profitable to the Company and is forming a major portion of profitability of the Company.

## **RISKS AND CONCERNS**

The success of film production depends on our directors, scriptwriters, artists and technicians and their loss or unavailability could adversely affect our business. The Management believes that the major concern area in the business is the Video and audio piracy which has become high, high level of expenditure involved in creation/acquisition of content and development of artistes, astronomical remuneration coupled with the high rate of interest for financing the project. Competition from established and new players in the Industry; no standard valuation methodology in the media/entertainment industry; Lack of Screening Facilities in the Country, Lack of adequate infrastructure for film production, change in viewer's tastes and preferences are some of the other concerns. In the Finance segment the market volatility is major concern. Uncertain political policies and monsoons have their repercussions on the markets.

## **INTERNAL CONTROL SYSTEMS AND ADEQUACY**

Adherence to the systems and procedures is constantly assured and monitored through interaction between various functional departments. The Company has adequate internal control system which reviews the adherence and deviations of the procedures laid. The Company also believes in the importance of technology and systems in improving controls at various levels and strives to enhance them on a continuous basis.

## **FINANCIAL PERFORMANCE**

The Company's financial performance has been consistent. The Company's financial performance is discussed in detail under the head "Performance and Future prospects" in Directors Report to the Members.

## **RESOURCES / INDUSTRIAL RELATIONS**

The Company regards human resources as a valuable asset. The Company encourages its employees to participate in quality circle activities and has incentive schemes to reward exceptional performance. The training needs of the staff at all Divisions are periodically assessed and training programmes are conducted using internal resources and /or engaging external facilitators and trainers. The Company's employee relations continued to be good during the year under review.

By and on behalf of the Board  
**For NOUVEAU MULTIMEDIA LIMITED**

**Krishan Khadaria**  
**Managing Director**

**Place: Mumbai**  
**Date: 30<sup>th</sup> August 2010**

## CORPORATE GOVERNANCE REPORT

The Company is committed to maintaining high standards of corporate governance. It believes in fair dealing, ethical conduct and best practices that recognize the importance of all stakeholders.

This means ensuring accountability, efficiency, compliance. The Company believes that its actions must reflect a sense of social responsibility, and incorporate the importance of values in all transactions.

Therefore, a systematic approach has been followed for proper internal controls, timely dissemination of information to investors, compliance with listing norms. Information to investors is being provided through the web sites of the Company and through the stock exchanges, as well as by publication of quarterly financial results in newspapers and through the annual report and accounts to shareholders.

### 1. THE COMPANY'S CORPORATE GOVERNANCE PHILOSOPHY

Good Corporate Governance practices are essential to achieve long-term corporate goals and enhance shareholder value. The Company is committed to strive for continuous improvement in all spheres of its business activities and focus on accountability and transparency, which are key drivers to sustainable corporate growth.

The Company has and shall always focus on long-term value creation for all its shareholders, employees, customers, creditors and regulatory bodies.

At the core of the Company's corporate governance practice is the Board, which oversees how the management serves and protects the long-term interests of its stakeholders. Your Company believes an active, well-informed, independent Board is crucial to ensure high standards of corporate governance.

A report on the implementation of the Corporate Governance requirements stipulated by Clause 49 of the Listing Agreement by the Company is furnished herewith.

### 2. BOARDS OF DIRECTORS

The Companies Act, 1956 and the Listing Agreement with the Stock Exchanges where the shares of the Company are listed govern the composition of the Board of Directors of the Company. The Board has 5 Directors as on March 31, 2010, of whom 3 Directors are Non-Executive and Independent. The composition of the Board in detail is as follows:

Sr. No.	Name Of The Directors	Category	No. of Other Company Directorships* Committee memberships and Chairmanship		
			Director	Committee Member	Committee Chairman
1	Mr. Krishan Khadaria (Managing Director)	Executive Promoter Director	15	-	-
2.	Mrs. Asha Khadaria	Non-executive and Promoter	4	-	-
3	Mr. Shyam Makhija	Non-executive and	1	-	-

		Independent			
4	Mr. Manoj Bhatia	Non-executive and Independent	4	-	-
5	Mr. Narendra Gupta	Non-executive and Independent	1	-	-

- *Including Directorships of Private Limited Companies*

As required under Clause 49 of the Listing Agreement, no Director on the Board is a member of more than 10 committees and Chairman of more than 5 committees across all the companies in which he or she is a Director. All the directors have made necessary disclosures regarding committee positions occupied by them in other companies.

## **RESPONSIBILITIES OF THE BOARD**

The Board discharges the duties and responsibilities as required under the applicable statute(s) including the Companies Act, 1956, Guidelines issued by SEBI and other regulatory bodies from time to time. Among others, the Board reviews periodically the performance of the Company, Financial aspects etc.

The Board of Directors ensures that other responsibilities do not have any material impact on their responsibilities as Directors of the Company.

## **ROLE OF THE INDEPENDENT DIRECTORS**

The Independent Directors play an important role & participate in all the deliberation of the Board and contribute to the decision making process with their rich knowledge and expertise in the areas of Media and Communications, Accounts, Financial, Law, & other professional areas.

## **MEETINGS OF THE BOARD**

Normally the meetings of the Board are held at Mumbai, dates of which are decided in advance. The members of the Boards have access to all information and records of the Company. Senior officials are invited to attend the meeting and provide clarification as and when required. The Board met 12 times on April 1, 2009, April 30, 2009, June 29, 2009, July 7, 2009, July 31, 2009, September 18, 2009, October 30, 2009, December 10, 2009, December 15, 2009, January 4, 2010, January 30, 2010, and February 26, 2010. The time gap between any two meetings was not more than 4 calendar months. The following table gives details of Directors, their attendance at Board meetings and at the last annual general meeting, number of memberships held by Directors on the Board and committees of various companies as on March 31, 2010:

<b>Sr No.</b>	<b>Name Of The Directors</b>	<b>No of Meetings attended</b>	<b>Attendance at the last AGM</b>
1	Mr. Krishan Khadaria (Managing Director)	12	Yes
2	Mrs. Asha Khadaria appointed on December 15, 2009	3	N.A.
3	Mr. Anil Gaggar resigned on February 26, 2010	10	Yes
4	Mr. Vinay Sarawgi resigned on December 15, 2009	8	No
5	Mr. Shyam Makhija	10	No
6	Mr. Manoj Bhatia	10	Yes
7	Mr. Narendra Gupta	8	Yes

## DIRECTOR'S REMUNERATION

Sr No.	Name of The Directors	Designation	Salary per month	Bonus
1	Mr. Krishan Khadaria	Managing Director	Rs. 50,000/-	-

## CHANGES IN DIRECTORS

Mr. Anil Gaggar and Mr. Vinay Sarawgi resigned as Directors of the Company during the year due to pre occupation. The Board of Directors sincerely appreciates the advice given by them during the tenure of their office.

Mr. Narendra Gupta and Mr. Shyam Makhija who retire from the Board by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

Mrs. Asha Khadaria who was appointed as an Additional Director on December 15, 2009 is proposed to be appointed as a Director of the Company under Section 257 of the Companies Act, 1956.

## 3.COMMITTEES OF THE BOARD

With a view to enable more focused and timely attention on the affairs of the Company, the Board has constituted the following committees with delegation in particular areas.

### 1) AUDIT COMMITTEE

The Audit Committee has been constituted under Clause 49 of the listing agreement and Section 292 A of the Companies Act 1956.

The role of the audit committee includes the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
  - b. Changes, if any, in accounting policies and practices and reasons for the same
  - c. Major accounting entries involving estimates based on the exercise of judgment by management
  - d. Significant adjustments made in the financial statements arising out of audit findings
  - e. Compliance with listing and other legal requirements relating to financial statements
  - f. Disclosure of any related party transactions
  - g. Qualifications in the draft audit report.
  - f. Review of consolidated Financial Results
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval
6. Reviewing, with the management, performance of statutory and adequacy of the internal control systems.
7. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

8. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.
9. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

The Audit Committee reviews the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;

During the year the Committee met 5 times on May 19, 2009, June 29, 2009, July 31, 2009, October 31, 2009 and January 30, 2010 and the composition and the attendance of Directors at these meeting are as follows:

Name of Member	Status	Category of Directors	No. of Committee meetings attended
Mr. Krishan Khadaria	Member	Executive Promoter	5
Mr. Anil Gaggar resigned on 26 <sup>th</sup> February 2010	Chairman up to 26 <sup>th</sup> February 2010	Non Executive and Independent	4
Mr. Manoj Bhatia appointed on 26 <sup>th</sup> February 2010	Chairman from 26 <sup>th</sup> February 2010	Non Executive and Independent	1
Mr. Shyam Makhija	Member	Non Executive and Independent	5

## 2) REMUNERATION COMMITTEE:

A Remuneration Committee has been constituted by the Board of directors to review and / or determine the remuneration package of the executive Directors of the Company in accordance with the guidelines laid out by statute and the listing agreement with the Stock Exchanges. The committee met once on December 15, 2009. The composition and the attendance of Directors at these meeting are as follows:

Name of Member	Status	Category of Directors	No. of Committee meetings attended
Mr. Narendra Gupta	Member	Non Executive Independent	0
Mr. Anil Gaggar resigned on February 26, 2010	Chairman up to February 26, 2010	Non Executive Independent	1
Mr. Shyam Makhija	Member	Non Executive and Independent	1
Mr. Manoj Bhatia appointed on February 26, 2010	Chairman from February 26, 2010	Non Executive and Independent	1



Details of remuneration of the Directors for the financial year ended 31st March 2010.

Directors.		
Name	Salary (per annum)	Perquisites & Allowance
Mr. Krishan Khadaria	Rs. 600,000/-	-

Non Executive Directors:

The Non Executive directors are paid Rs. 500/- per meeting as sitting fees. The total amount of sitting fees paid to Non executive Directors during the year was Rs. 24,500/-

### 3) SHAREHOLDERS/INVESTOR GRIEVANCES COMMITTEE:

The Shareholders/Investor Grievances Committee has been delegated authority by the Board to approve transfers/transmission of shares, issue of share certificates etc. The committee meets as and when there are requests for transfers/transmission of shares etc. The committee meetings were held on June 26, 2009, September 28, 2009, December 11, 2009, February 26, 2010, March 26, 2010 and March 31, 2010.

Mr. Manoj Bhatia is the Compliance Officer of the Company.

The composition and the attendance of Directors at these meeting are as follows:

Name of Member	Status	Category of Directors	No. of Committee meetings attended
Mr. Shyam Makhija	Chairman	Non Executive Independent	5
Mr. Krishan Khadaria	Member	Executive Promoter	5
Mr. Anil Gaggar Resigned on February 26, 2010	Member	Non Executive Independent	3
Mrs. Asha Khadaria Appointed on December 15, 2009	Member	Non Executive Promoter	2

The committee also reviews the queries and complaints received from the shareholders and the steps taken for their redressal. The Company received 1 complaint during the year, which was satisfactorily resolved, and there were no pending complaints as on 31st March 2010.

### 4) MANAGEMENT COMMITTEE:

The Management Committee of the Board of Directors delegated with the power to review and recommend on expansion of existing business and venturing into a new segments of business to widen the areas of business and increase the profitability of the Company.

The committee has met 7 times during the year ended 31st March 2010 on April 24, 2009, May 13, 2009, August 17, 2009, September 22, 2009, December 10, 2009, January 21, 2010 and March 13, 2010.

The composition and the attendance of Directors at these meeting are as follows:

Name of Member	Status	Category of Directors	Number of meetings
Mr. Krishan Khadaria	Chairman	Executive Promoter	7
Mr. Shyam Makhija	Member	Non Executive Independent	7
Mr. Vinay Sawargi resigned on December 15, 2009	Member	Non Executive Independent	5
Mrs. Asha Khadaria Appointed on December 15,2009	Member	Non Executive Promoter	2

The Management Committee has constantly reviewed the business operations of the Company. The Committee has been looking for the new eras of business activities and ventures.

#### 4. ANNUAL GENERAL MEETING (AGMS):

The particulars of Annual General Meeting held during the last three years are as follows:

Year	Date	Time	Venue
31 <sup>st</sup> March 2007	30 <sup>th</sup> September 2007	10.30. a.m.	Axis Bank, Springfields, Lokhandwala Complex, Andheri West, Mumbai 400053.
31 <sup>st</sup> March 2008	30 <sup>th</sup> September 2008	11.00 a.m.	Axis Bank, Springfields, Lokhandwala Complex, Andheri West, Mumbai 400053.
31 <sup>st</sup> March 2009	29 <sup>th</sup> September 2009	11.00 a.m.	Axis Bank, Springfields, Lokhandwala Complex, Andheri West, Mumbai 400053.

Special Resolutions passed during last three years:

- The members passed the Special Resolution at 19<sup>th</sup> Annual General Meeting to appoint Mr. Krishan Kumar Khadaria as a Managing Director of the Company.
- No special resolution was put through postal ballot during the year ended 31<sup>st</sup> March 2008.
- The members passed the Special Resolution by way of postal ballot and results were declared on 03<sup>rd</sup> June 2008 for change in object clause of Memorandum of Association of the Company under Section 17 of the Companies Act, 1956.
- No Special Resolution was passed during the year ended 31<sup>st</sup> March 2010.

#### 5. DISCLOSURES

The disclosure of related party transactions has been made in the Point No. 13 of the Notes to Accounts annexed to the Balance sheet as on 31<sup>st</sup> March 2010.

No penalties or strictures have been imposed on the Company on any matter relating to the capital market by any regulatory authority for non-compliance for any laws during the last three years.

#### 6. COMMUNICATION TO SHAREHOLDERS

The main source of the information to the Shareholder is the Annual Reports, which include, interalia, the Director's report, the report of Board of Directors on Corporate Governance, Management Discussion and analysis Report and the Auditor's Report. The Unaudited

quarterly/Audited results, Notices of General Meetings are published for the information of the Shareholders in Free Press Journal national and Navshakti, regional daily newspapers and intimation to the Stock Exchanges as required under the Listing Agreements.

## **7. CODE OF CONDUCT**

All the Directors and Senior Management Personnel have affirmed Compliance with the Code of Conduct.

Declaration by the Managing Director under Clause 49 of the Listing Agreement regarding adherence to Code of Conduct:

In accordance with Clause 49 (1) (D) of the listing agreement all the Directors and Senior Management personnel have affirmed compliance with the code of conduct for the year ended on 31<sup>st</sup> March 2010.

## **8. SHAREHOLDERS INFORMATION:**

### **i. Annual General Meeting**

The Annual General Meeting of the Company for the year ended 31<sup>st</sup> March 2010 will be held at Conference Room, Axis Bank, Spring Fields, Lokhandwala Complex, Andheri (West), Mumbai - 400 053 on Thursday, 30<sup>th</sup> September 2010 at 11:00 a.m.

### **ii. Financial Calendar for 2010-2011 (Provisional)**

<b>1</b>	Results for the Quarter ended 30 <sup>th</sup> June 2010	By August 14, 2010
<b>2</b>	Results for the Quarter ended 30 <sup>th</sup> September 2010	By November 14, 2010
<b>3</b>	Results for the Quarter ended 31 <sup>st</sup> December 2010	By February 14, 2011
<b>4</b>	Results for the Quarter ended 31 <sup>st</sup> March 2011	By May 25, 2011
<b>5</b>	Results for the Year ended 31 <sup>st</sup> March 2011	By end of August 2011
<b>6</b>	Annual General Meeting for the year ended 31 <sup>st</sup> March 2011	By end of September 2011

### **iii. Book Closure**

The Register of Members and Share Transfer books are closed keeping in view the proposed dates of Annual General Meeting. For the year reference the above registers/books would be closed from Thursday, September 23, 2010 to Thursday, September 30, 2010 (both days inclusive)

### **v. Dematerialization of Shares:**

The Equity Shares of the Company are to be traded compulsorily in Dematerialised form. About 78.37% of paid-up Equity Capital has been dematerialised as on 31<sup>st</sup> March 2010.

The Company has entered in to agreements with the National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL) for the purpose.  
ISIN number for NSDL & CDSL: INE317B01018

### **vi. Dividend Payment:**

No dividend has been recommended for the year 2009-2010.

### **vii. Listing With The Stock Exchanges**

The Equity Shares of the Company continue to remain listed with Bombay Stock Exchange Ltd. (BSE) and Ahmedabad Stock Exchange Limited (ASE). The listing fees payable to both the stock exchanges for the year 2010-2011 have been paid.

### viii. Stock Code

The Stock code of the Company is  
BSE- 531465  
ASE- 41035

### ix. Stock Market Price on BSE

Month	Amt. (₹)	
	High	Low
April 2009	13.99	10.75
May 2009	18.41	12.50
June 2009	22.75	16.90
July 2009	23.60	16.15
August 2009	21.95	15.25
September 2009	25.80	13.70
October 2009	22.05	15.60
November 2009	31.85	19.10
December 2009	50.80	28.10
January 2010	53.00	42.30
February 2010	75.85	40.95
March 2010	110.05	70.40

### ix. Registrar & Transfer Agent

Bigshare Services Pvt. Ltd.  
E-2, Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri (East),  
Mumbai – 400 072

### x. Share Transfer System

With a view to provide prompt and efficient services to the investors the Company has entered into an agreement with Bigshare Services Limited, Registrar & Transfer Agents registered with SEBI.

To supplement to the prompt services given by the Registrar & Transfer Agent the Shareholders and Investors Grievance Committee meets as and when there are transfers/transmission of shares for the approvals of periodical transfers, issue of share certificates, splitting of shares etc. All requests for dematerialization of shares are processed and confirmation thereof is sent to the shareholders within 7 to 15 days of the receipt thereof.

### xi. (A) Distribution schedule of the Shareholding as on 31<sup>st</sup> March 2010

Range (In Rs.)	Total Holders	% of Total Holders	Total Holding in Rupees	% of Total Capital
Up to 5000	1037	65.43	1795820.00	1.16
5001 - 10000	90	5.68	733740.00	0.48
10001 - 20000	84	5.30	1303910.00	0.85
20001 - 30000	52	3.28	1379990.00	0.89
30001 - 40000	20	1.26	739200.00	0.48
40001 - 50000	44	2.78	2092010.00	1.36
50001 - 100000	87	5.49	7587390.00	4.92
100001 and above	171	10.79	138647940.00	89.87
<b>TOTAL</b>	<b>1585</b>		<b>154280000.00</b>	

### xii. (B) Shareholding Pattern as on 31<sup>st</sup> March 2010

<b>SHAREHOLDING PATTERN</b>	
-----------------------------	--

	CATEGORY	Nos. of Equity Shares	TOTAL %age
<b>A</b>	<b>Promoters Holding</b>		
<b>1</b>	<b>Indian Promoters</b>	6894100	44.69
<b>2</b>	<b>Foreign Promoters</b>	00	00.00
	<b>SUB TOTAL</b>	<b>6894100</b>	<b>44.69</b>
<b>B.</b>	<b>Public Shareholding</b>		
<b>3.</b>	<b>Institutional Investors</b>	00	00.00
<b>4.</b>	<b>Non-Institutional Investors</b>		
	Bodies Corporate	1123961	7.29
	Individuals Having Nominal Share Capital up to Rs. 1 Lakh.	1388044	8.99
	Having Nominal Share Capital in excess of Rs. 1 Lakh.	5718024	37.06
	<b>SUB TOTAL</b>	<b>8230029</b>	<b>53.34</b>
<b>4.</b>	<b>Others</b>		
a.	NRI's/ OCB's	9300	0.06
b.	Any other (Clearing Member)	294571	1.91
	<b>SUBTOTAL</b>	<b>303871</b>	<b>1.97</b>
	<b>TOTAL</b>	<b>15428000</b>	<b>100.00</b>

**xiii. Address for correspondence**

A/401, Pearl Arcade,  
Opp. P. K. Jewellers,  
Dawood Baug Lane,  
Off J. P. Road, Andheri (W),  
Mumbai-400058

By and on behalf of the Board

*for* NOUVEAU MULTIMEDIA LIMITED

**Krishan Khadaria**  
**Managing Director**

**Place: Mumbai**

**Date: 30<sup>th</sup> August 2010**

**Declaration of compliance with the Code of conduct as provided in Clause 49 of the Listing Agreement with the Exchanges**

The Company has obtained from all the members of the Board and Senior Management affirmation that they have complied with the Code of Business conduct and Ethics for Directors and Senior Management in respect of the financial year 2009-2010

By and on behalf of the Board  
*for* NOUVEAU MULTIMEDIA LIMITED

**Krishan Khadaria**  
**Managing Director**

**Place: Mumbai**

**Date: 30<sup>th</sup> August 2010**

**Chief Executive Officer CEO and Chief Financial Officer CFO certification**

**To the Board of Directors of Nouveau Multimedia Limited**

Dear Sirs,

**Sub: CEO/CFO Certificate**  
**(Issue in accordance with provisions of Clause 49 of the Listing Agreement)**

- (a) The Company has reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief, we state that:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) 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.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting.
- (d) We have indicated to the auditors and the Audit committee:
- (i) That there are no significant changes in accounting policies during the year; and
  - (ii) That there were no instances of significant fraud of which we have become aware.

Yours Sincerely,

**Krishan Kumar Khadaria**  
Managing Director

**Rajesh Agarwal**  
Finance (VP)

**Place: Mumbai**

**Date: 30<sup>th</sup> August 2010**

**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of  
Nouveau Multimedia Ltd.

We have examined the compliance of conditions of Corporate Governance Procedures implemented by Nouveau Multimedia Ltd. for the year ended on 31st March, 2010 as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was carried out in accordance with the Guidance note on certification of Corporate Governance (as stipulated in clause 49 of the Listing Agreement) issue by the I.C.A.I. & was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement during the year 2009-2010.

On the basis of records maintained by the company we state that as at 31st March, 2010, there were no investor grievances pending with the company.

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

For Singrodia Goyal & Co.  
Chartered Accountants

**(Narayan Pasari)**  
Partner  
Mem. No. 38095  
Place : Mumbai  
Date : 31st July, 2010

**AUDITORS' REPORT**

To the Members of  
Nouveau Multimedia Limited

We have audited the attached Balance Sheet of Nouveau Multimedia Limited as at 31st March, 2010, the Profit and Loss Account and the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

1. As required by the Companies (Auditors' Report) Order, 2003 as amended by the Companies (Auditors' Report) amendment order 2004 issued by the Central Government in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in the paragraphs 4 and 5 of the said Order.
2. Further to our comments on the Annexure referred to in paragraph 1 above, we report that: -
  - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion, proper books of 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 and the Profit and Loss

Account and the Cash Flow Statement dealt with by this report are in agreement with the books of account;

- d) In our opinion, the Balance Sheet and Profit and Loss Account and the Cash Flow Statement dealt with by this report comply with Accounting Standards referred to in the sub-section (3C) of section 211 of the Companies Act, 1956;
- e) On the basis of the written representations received from the Directors, as on 31st March, 2010 and taken on record by the Board, we report that none of the directors is disqualified as on 31st March, 2010 from being appointed as a Director in terms of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the notes thereon 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;
  - i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2010,
  - ii) in the case of Profit and Loss Account, of the Profit for the year ended on that date and
  - iii) in the case of the Cash Flow Statement, of the Cash Flows for the year ended on that date.

**For Singrodia Goyal & Co.**  
Chartered Accountants  
Firm Regn. No.: 112081W

**Narayan Pasari**  
Partner  
Mem. No. 38095

Place : Mumbai  
Date: 30th August 2010



**ANNEXURE TO THE AUDITORS' REPORT**

Referred to in paragraph (1) of our Report of even date

As required by the Companies (Auditors Report) Order, 2003 and amendments thereto and according to the information and explanations given to us during the course of the audit and on the basis of such checks of the books and records as were considered appropriate we report that:

- (i) a) The Company has generally maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- b) All the assets have been physically verified by the Management in accordance with a phased programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- c) No substantial part of fixed assets has been disposed off during the year, which has a bearing on the going concern assumption.
- (ii) a) Inventories held in custody of the Company have been physically verified by the management at reasonable intervals. For shares held with the custodian and depository participant, statement from them has been obtained on a regular basis.
- b) The procedures of verification of inventory 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 is maintaining proper records of inventory. No discrepancies have been noticed on reconciliation of physical inventories with the custodian and depository participant as compared to the book records.
- (iii) a) The Company has granted unsecured loans to two parties, including a subsidiary company covered in the register maintained u/s 301 of the Companies Act, 1956 on call basis. The maximum amount outstanding during the year was Rs. 153.68 lacs and the year-end balance was Rs. 43.68 lacs.
- b) The said loans are interest free. Other terms and conditions of such loans are prima facie not prejudicial to the interest of the Company.
- c) In view of our comments in para (iii)(a) and (b) above, clauses 4(iii)(c) and (d) of the said Order are not applicable.
- d) The Company has taken unsecured loans from four parties covered in the register maintained under Section 301 of the Companies Act, 1956 on call basis. The maximum amount outstanding during the year was Rs. 202.00 lacs and the year-end balance was Rs. Nil.
- e) The said loans are interest free. Other terms and conditions of such loan are prima facie not prejudicial to the interest of the Company.
- f) In view of our comments in para (iii) (d) & (e) above, clauses 4 (iii) (g) of the said Order is not applicable.
- (iv) There are adequate internal control systems commensurate with the size of the Company and the nature of its business with regard to the purchase of fixed assets and inventory and sale of goods and services. During the course of our audit, we have not observed continuing failure to correct any major weaknesses in internal control system of the company.
- (v) a. The particulars of contracts or arrangements referred to in Section 301 of the Companies Act, 1956 that needs to be entered into the register maintained under that section have been so entered.
- b. The transactions made in pursuance of such contracts or arrangements have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) The Company has not accepted any deposits from the public.
- (vii) The Company does not have a formal internal audit system commensurate with its size and

## Nouveau Multimedia Limited

nature of business but its financial and other internal checks, ensures proper recording of financial transactions.

(viii) The Central Government has not prescribed for maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 for the Company.

(ix) a) In our opinion and according to the information and explanations given to us, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty and cess with the appropriate authorities except the following:

1. Service Tax Rs. 152,049/- (since paid),
2. Profession Tax Rs. 13,450/- which is deposited on yearly basis and
3. Rs. 9,495/- towards Investor Education and Protection Fund which is outstanding at the year end for a period of more than six months from the date it became payable.

b) According to the records of the Company, dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited on account of any dispute are as under:-

**Name of Statute :** Income Tax Act, 1961

**Nature of dues :** Income Tax for A.Y. 2006-07 and A.Y. 2007-08.

**Amount :** Rs. 1,76,381/- and Rs. 93,447/- respectively.

**Forum while dispute is pending :**  
Commissioner of Income Tax Appeals and Assessing officer.

(x) The Company does not have accumulated losses as at the end of the financial year and has not incurred cash losses during the financial year and the immediately preceding financial year.

(xi) In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution or bank.

(xii) The Company has not granted loan and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) The provisions of any special statute applicable to chit fund, nidhi or mutual benefit fund / societies are not applicable to the Company.

(xiv) The Company has maintained proper records of transactions and contracts in respect of dealing in shares and timely entries have been made therein. All the shares have been held by the Company in its own name except to the extent of exemption granted under section 49 of the Act.

(xv) The Company has not given any guarantee for loans taken by others from bank or financial institutions.

(xvi) The Company has not raised any term loans during the year.

(xvii) According to the information and explanations given to us and on an overall examination of balance sheet of the company, funds raised on short-term basis have not been used for long-term investments.

(xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year.

(xiv) The Company has not issued any debentures during the year.

(xx) We have verified the end use of money raised by right issues as disclosed in the Note II (18) of Schedule "S".

(xxi) According to the information and explanation given to us, no fraud on or by the Company has been noticed or reported by the Company during the course of audit.

For Singrodia Goyal & Co.  
Chartered Accountants  
Firm Regn. No.: 112081W

**Narayan Pasari**  
Partner  
Mem. No. 38095

Place : Mumbai  
Date: 30th August 2010

**BALANCE SHEET AS AT MARCH 31, 2010**

Particulars	Schedules	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
<b><u>Sources of Funds</u></b>			
<b><u>Shareholders' Funds:</u></b>			
Share Capital	A	154,280,000	61,712,000
Reserves & Surplus	B	49,717,612	47,935,612
<b><u>Loan Funds:</u></b>			
Secured Loans	C	20,045,234	-
Deferred Tax Liabilities (net)		252,527	117,328
		<u>224,295,373</u>	<u>109,764,940</u>
<b><u>Application of Funds</u></b>			
<b><u>Fixed Assets:</u></b>			
Gross Block	D	22,273,254	5,164,436
Less: Depreciation		3,257,664	2,827,817
		19,015,590	2,336,619
Investments	E	15,000,000	15,000,000
<b><u>Current Assets, Loans and Advances:</u></b>			
Inventories	F	5,403,810	14,623,260
Sundry Debtors	G	404,697,345	9,662,288
Cash & Bank Balances	H	19,962,661	21,806,660
Loans & Advances	I	183,543,635	70,627,144
		613,607,451	116,719,352
<b><u>Less: Current Liabilities &amp; Provisions</u></b>			
(a) Current Liabilities	J	422,855,102	19,602,031
(b) Provisions	K	472,565	4,689,000
		423,327,667	24,291,031
Net Current Assets		190,279,783	92,428,321
		<u>224,295,373</u>	<u>109,764,940</u>
Significant Accounting Policies & Notes to Accounts	S		

The Schedules referred above and Notes to Accounts form an integral part of the Balance Sheet As per our report of even date attached

**For Singrodia Goyal & Co.**

Chartered Accountants

**For Nouveau Multimedia Limited**

**Narayan Pasari**

Partner

Mem. No. 38095

Place : Mumbai

Date: 30th August 2010

**Krishan Khadaria**

Managing Director

Place : Mumbai

Date: 30th August 2010

**Manoj Bhatia**

Director

**Rupali Sawant**

Company Secretary

*Nouveau Multimedia Limited*

**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2010**

Particulars	Schedules	Year ended 31-3-2010 Amount (Rs.)	Year ended 31-3-2009 Amount (Rs.)
<b>Income</b>			
Income from Operations	L	1,350,214,945	48,615,681
Other Income	M	720,111	38,649
		<b>1,350,935,056</b>	<b>48,654,330</b>
<b>Expenses</b>			
(Increase) / Decrease in Stocks	N	9,219,450	21,563,439
Purchases		1,322,517,408	11,750,000
Direct Expenses (Multimedia)	O	5,781,196	3,576,499
Personnel Costs	P	3,647,135	2,363,185
Administrative & Other Expenses	Q	4,932,784	2,988,350
Finance Costs	R	802,370	399,596
Depreciation		429,847	323,220
		<b>1,347,330,190</b>	<b>42,964,289</b>
<b>Profit before Tax</b>		<b>3,604,866</b>	<b>5,690,041</b>
Less : Provision for Tax :			
- Current Tax		1,685,000	1,890,000
- Deferred Tax (Liability) / Asset		135,199	251,793
- Fringe Benefit Tax		-	78,000
- Short provision for Tax		2,666	-
<b>Profit after Tax before prior period items</b>		<b>1,782,001</b>	<b>3,470,248</b>
Less: Prior Period Expenses		-	71,500
<b>Profit after Tax</b>		<b>1,782,001</b>	<b>3,398,748</b>
Balance brought forward from previous year		47,935,612	44,536,864
<b>Balance carried to Balance Sheet</b>		<b>49,717,612</b>	<b>47,935,612</b>
Basic earning per share (Rs.)		0.16	0.56
Diluted earning per share (Rs.)		0.16	0.56
Nominal value per share Rs.10/-			
Significant Accounting Policies & Notes to Accounts	S		

The Schedules referred above and Notes to Accounts form an integral part of the Balance Sheet  
As per our report of even date attached

**For Singrodia Goyal & Co.**  
Chartered Accountants

**For Nouveau Multimedia Limited**

**Narayan Pasari**  
Partner  
Mem. No. 38095  
Place : Mumbai  
Date: 30th August 2010

**Krishan Khadaria**  
Managing Director  
Place : Mumbai  
Date: 30th August 2010

**Manoj Bhatia**  
Director  
**Rupali Sawant**  
Company Secretary

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2010**

Sr. No.	Particulars	Amount (Rs.)	
		For the year ended 31-03-2010	For the year ended 31-03-2009
A.	<b>Cash Flow from Operating Activities:</b>		
	Net profit before tax & extra ordinary items		
	<u>Adjustment for:</u>		
	- Depreciation	3,604,866	5,690,041
	- Prior period expenses	429,847	323,220
	- Share Issue Expenses	-	(71,500)
	- Interest received	1,790,815	305,511
	Operating profit before working capital changes	(653,981)	(38,553)
	<u>Adjustment for:</u>		
	Loans & Advances	5,171,547	6,208,719
	Trade Receivables	(117,304,808)	(10,249,081)
	Inventories	(395,035,057)	779,463
	Trade Payables	9,219,450	21,563,439
		403,725,636	11,159,323
	Cash Generated from Operations	(99,394,778)	23,253,144
	Taxes Paid	(94,223,231)	29,461,863
	Net Cash from Operating activities	(1,988,350)	(1,572,159)
B.	<b>Cash Flow From Investing Activities:</b>		
	Purchase of fixed assets	(96,211,581)	27,889,704
	Interest received	(17,108,818)	(658,369)
	Net Cash from Investing activities	653,981	38,553
C.	<b>Cash Flow From Financing Activities:</b>		
	Share Issue Expenses	(1,790,815)	(305,511)
	Share Capital	92,568,000	-
	Proceeds of Loans	20,045,234	(8,850,000)
	Net Cash from Financing activities	110,822,419	(9,155,511)
	<b>Net increase in Cash and Cash Equivalents</b>	<b>(1,843,999)</b>	<b>18,114,377</b>
	Cash & Cash Equivalents (Opening)	21,806,660	3,692,284
	Cash & Cash Equivalents (Closing)	19,962,661	21,806,660

- Note : 1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard - 3 on Cash Flow Statement notified by the Companies (Accounting Standard) Rules, 2006.
- 2 Cash & Cash Equivalents at the end of the year consist of Cash in Hand and Balances with Banks and are net of Short Term Loans and Advances from banks as follows :

Particulars	As at	
	31-03-2010	31-03-2009
Cash in Hand	142,968	513,261
Balances with Banks	19,819,693	21,293,399
	19,962,661	21,806,660

- 3 Previous year's figures have been regrouped, rearranged wherever necessary in order to conform to current year's presentation

As per our report of even date attached  
**For Singrodia Goyal & Co.**  
 Chartered Accountants

For Nouveau Multimedia Limited

**Narayan Pasari**  
 Partner  
 Mem. No. 38095  
 Place : Mumbai  
 Date: 30th August 2010

**Krishan Khadaria**  
 Managing Director

**Manoj Bhatia**  
 Director

Place : Mumbai  
 Date: 30th August 2010

**Rupali Sawant**  
 Company Secretary

## *Nouveau Multimedia Limited*

Schedules forming part of Financial Statements for the year ended 31st March, 2010.

Particulars	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
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### Schedule "A" :-

#### Share Capital

Authorised Capital :

2,00,00,000 Equity Shares of Rs. 10/- each	200,000,000	200,000,000
	<u>200,000,000</u>	<u>200,000,000</u>

Issued, Subscribed & Paid up Capital :

1,54,28,000(P.Y. 61,71,200) Equity Shares of Rs. 10/- each fully paid up	154,280,000	61,712,000
	<u>154,280,000</u>	<u>61,712,000</u>

### Schedule "B" :-

#### Reserves & Surplus

Balance of Profit & Loss Account	49,717,612	47,935,612
	<u>49,717,612</u>	<u>47,935,612</u>

### Schedule "C" :-

#### Secured Loans

Bank Overdraft (See Note 8, Schedule "S")	20,045,234	-
	<u>20,045,234</u>	<u>-</u>

Schedules to Accounts : March 31, 2010

Schedule - D

Fixed Assets (at Cost less Depreciation)

Amount (Rs.)

Particulars	Gross Block			Depreciation			Net Block			
	As at 1-4-2009	Additions	Deductions	As at 31-3-2010	Upto 31-3-2009	For the Year	Adjustments during the year	Upto 31-3-2010	As at 31-3-2010	As at 31-3-2009
Premises*	-	16,981,483	-	16,981,483	-	74,318	-	74,318	16,907,165	-
Furniture & Fittings	1,012,032	-	-	1,012,032	618,840	64,062	-	882,902	329,130	393,192
Motor Vehicles	1,777,152	-	-	1,777,152	913,968	168,829	-	1,082,797	694,355	863,184
Office Equipments	404,139	14,200	-	418,339	147,082	19,392	-	166,474	251,865	257,057
Air Conditioners	519,114	-	-	519,114	129,984	24,658	-	154,642	364,472	389,130
Computers	1,451,999	113,135	-	1,565,134	1,017,943	78,588	-	1,096,531	468,603	434,056
(See Note. 15 : Schedule "S")										
Total	5,164,436	17,108,818	-	22,273,254	2,827,817	429,847	-	3,257,664	19,015,590	2,336,619
Previous Year	4,506,067	658,369	-	5,164,436	2,504,597	323,220	-	2,827,817	2,336,619	

\* includes Rs.250 (P.Y. Rs. Nil) being value of shares held in co-operative housing society.

**Nouveau Multimedia Limited**

Schedules forming part of Financial Statements for the year ended 31st March, 2010.

Particulars	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
<b>Schedule "E" :-</b>		
<b>Investments (At Cost)</b> (Long term, Non Trade, Unquoted)		
- In wholly owned Subsidiary Company : Nouveau Shares & Securities Limited 12,55,000 Equity Shares of face value of Rs. 10/- each fully paid up (See Note No. 6, Schedule "S")	15,000,000	15,000,000
	<b>15,000,000</b>	<b>15,000,000</b>
<b>Schedule "F" :-</b>		
<b>Inventories</b>		
Stock In Trade (As taken, valued & certified by the Management)		13,161,360
(a) Shares & Debentures	5,403,810	1,461,900
(b) TV Softwares & TV rights	-	-
	<b>5,403,810</b>	<b>14,623,260</b>
<b>Schedule "G" :-</b>		
<b>Sundry Debtors</b> (Unsecured, considered good)		
a. Debts outstanding for a period exceeding six months	50,650,990	-
b. Other Debts	354,046,355	9,662,288
	<b>404,697,345</b>	<b>9,662,288</b>
<b>Schedule "H" :-</b>		
<b>Cash &amp; Bank Balances</b>		
Cash on hand	142,968	513,261
Balances with Scheduled Banks :		
In Current Accounts	19,340,115	21,293,399
In Fixed Deposits	479,578	-
	<b>19,962,661</b>	<b>21,806,660</b>



**Schedules forming part of Financial Statements for the year ended 31st March, 2010.**

Particulars	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
<b>Schedule "I" :-</b>		
<b>Loans &amp; Advances</b>		
(Unsecured, considered good)		
Loans	24,689,733	21,200,000
Loan to Subsidiary Company	4,368,407	4,368,407
Share Application Money	15,000,000	-
Trade Advances	95,000,000	-
Advance against Property	43,262,623	30,846,750
Advances recoverable in cash or in kind for the value to be received	693,978	9,297,442
Advance Tax & TDS (Net of Provisions)	528,895	4,914,545
	<b>183,543,635</b>	<b>70,627,144</b>
<b>Schedule "J" :-</b>		
<b>Current Liabilities</b>		
Sundry Creditors		
Due to Micro, Small & Medium Enterprises (See Note No. 4, Schedule "S")	-	-
Due to others	421,950,059	18,768,459
Other Liabilities	905,043	833,572
	<b>422,855,102</b>	<b>19,602,031</b>
<b>Schedule "K" :-</b>		
<b>Provisions</b>		
Provision for Gratuity	472,565	-
Provision for Tax	-	4,470,000
Provision for Fringe Benefit Tax	-	219,000
	<b>472,565</b>	<b>4,689,000</b>
<b>Schedule "L" :-</b>		
<b>Income from Operations</b>		
Sale of Software and Hardware	1,325,962,520	-
Sales of Shares	11,120,000	23,154,330
Sales of Film Rights (TDS Rs. 320,675/-, P.Y. Rs. 1,352,750/-)	3,075,000	17,885,000
Income from Events (TDS Rs.776,855/-, P.Y. Rs. 307,440/-)	8,451,200	6,489,000
Income from Magazines	1,606,225	1,087,351
	<b>1,350,214,945</b>	<b>48,615,681</b>

# Nouveau Multimedia Limited

## Schedules forming part of Financial Statements for the year ended 31st March, 2010.

Particulars	For the year ended 31-3-2010	For the year ended 31-3-2009
	Amount Rs.	Amount Rs.
<b>Schedule "M" :-</b>		
<b>Other Income</b>	64,518	-
Dividends	653,981	38,553
Interest (TDS Rs. 48,233/-, P.Y. Rs. 3,882/-)	1,612	96
Miscellaneous Income	<u>720,111</u>	<u>38,649</u>
<b>Schedule "N" :-</b>		
<b>(Increase) / Decrease in Stocks</b> (As per Annexure "A")		
<b>i) Stock of Shares &amp; Debentures</b>	13,161,360	34,565,690
Opening Stocks	5,403,810	13,161,360
Less : Closing Stocks	<u>7,757,550</u>	<u>21,404,330</u>
(Increase) / Decrease in Stocks		
<b>ii) Film/TV rights</b>		
Opening Stock	1,461,900	1,621,009
a) Rights available for sale	-	-
b) Work-in-process (TV rights)	<u>1,461,900</u>	<u>1,621,009</u>
Less : Closing Stocks	-	1,461,900
a) Rights available for sale	-	-
b) Work-in-process (TV rights)	<u>-</u>	<u>1,461,900</u>
	1,461,900	159,109
	<u>9,219,450</u>	<u>21,563,439</u>
(Increase)/Decrease in Stocks [(i) + (ii)]		
<b>Schedule "O" :-</b>		
<b>Direct Expenses (Multimedia)</b>	4,525,000	2,533,245
Expenses for Events	-	100,000
Liaisoning Expenses	1,256,196	823,254
Printing of Magazines	-	120,000
Rent	<u>5,781,196</u>	<u>3,576,499</u>

*Nouveau Multimedia Limited*

**Schedules forming part of Financial Statements for the year ended 31st March, 2010.**

Particulars	For the year ended 31-3-2010 Amount Rs.	For the year ended 31-3-2009 Amount Rs.
<b>Schedule "P" :-</b>		
<b>Personnel Costs</b>		
Salaries and Bonus	2,497,283	1,731,113
Gratuity	472,565	-
Directors' Remuneration	600,000	600,000
Staff Welfare Expenses	77,287	32,072
	<b>3,647,135</b>	<b>2,363,185</b>

**Schedule "Q" :-**

**Administrative & Other Expenses**

Rent	-	413,950
Communication Costs	432,989	345,486
Printing & Stationery	202,500	176,981
Electricity Charges	249,390	234,370
Repairs & Maintenance - Others	105,552	45,564
Vehicle Maintenance Expenses	188,868	208,522
Professional Charges	2,245	38,248
Commission Expenses	79,349	-
Business Promotion Expenses	219,353	211,920
Securities Transaction Tax	1,178	-
Travelling & Conveyance Expenses	861,845	312,913
Directors' Sitting Fees	24,500	57,000
Remuneration to Auditors		
- Audit Fees	55,150	50,000
- Tax Audit Fees	27,575	25,000
- Other Services	38,914	50,000
Miscellaneous Expenses	502,561	373,785
Share Issue Expenses	1,790,815	305,511
Donations	150,000	139,100
	<b>4,932,784</b>	<b>2,988,350</b>

**Schedule "R" :-**

**Finance Costs**

Interest on Overdraft	702,769	167,828
Bank Charges	99,601	231,768
	<b>802,370</b>	<b>399,596</b>

**Schedule "S" :- Significant Accounting Policies and Notes to Accounts**

I. Significant Accounting Policies :

1. Basis of Accounting :

The Financial Statements have been prepared under the historical cost convention on an accrual basis and in accordance with the applicable accounting standards issued by The Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 1956.

2. Fixed Assets :

Fixed Assets are stated at actual cost less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

3. Depreciation :

The Company provides depreciation on Fixed Assets on Straight Line Method as per the rates prescribed in Schedule XIV to the Companies Act, 1956.

4. Investments :

Long Term Investments are valued at Cost less any provision for permanent diminution in value.

5. Impairment of Fixed Assets :

At the end of each year, the Company determines whether a provision should be made for impairment loss on fixed assets by considering the indication that an impairment loss may have occurred in accordance with Accounting Standard 28 on "Impairment of Assets" issued by the ICAI. Where the recoverable amount of any fixed assets is lower than its carrying amount, a provision for impairment loss on fixed assets is made for the difference.

6. Inventories:

Stock in Trade is valued as follows :

- i. Quoted Shares / Debentures – Valued category wise at cost or market price, whichever is lower.
- ii. Unquoted Shares – Valued scrip wise at cost or break up value, whichever is lower.
- iii. In case of film rights, same is valued at lower of cost and net realisable value.
- iv. Work in Progress: Cost of TV rights acquired is valued at actual cost.

7. Revenue Recognition :

- i. Profits or Losses from Stock-in-trade are recognised on trade date on "First-in-first-out" basis.
- ii. Revenue in respect of various rights attached to the movies (Feature films) is recognised at the time of their respective telecast.
- iii. Dividend income is recognised on receipt basis.

8. Treatment of Contingent Liabilities :

- i. Contingent liabilities under various fiscal laws includes those in respect of which the company / department is in appeal.
- ii. Contingent liabilities are disclosed by way of notes.

9. Accounting for Taxation on income:

- i. Provision for Income Tax is made, if applicable after considering exemptions and deductions available at the rates applicable under the Income Tax Act, 1961.
- ii. The deferred tax asset and deferred tax liability is calculated by applying tax rate and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Unabsorbed depreciation under tax laws, are recognised, only if there is a virtual certainty of its realisation, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognised only to the extent there is a reasonable certainty of its realisation at each Balance Sheet date. The carrying amount of deferred tax asset is reviewed to reassure realisation.

10. Employee Benefits:

- i. Company's contribution to Provident Fund and other Funds for the year is accounted on accrual basis and charged to the Profit & Loss Account for the year.
- ii. Liability for leave encashment benefits has been provided on accrual basis.
- iii. Retirement benefits in the form of Gratuity are considered as defined benefit obligations and are provided on the basis of the actuarial valuation, using the projected unit credit method as at the date of the Balance Sheet.

II. Notes to Accounts :

1. Costs payable to producers for terrestrial rights is recognized on basis of realization from debtors. However, at the year end, provision is made for the costs payable in respect of all films telecast but not realized during the accounting period.
2. In the opinion of the Board, the Current Assets, Loans and Advances have a value on realisation in ordinary course of business at least equal to the amount at which they are stated in the accounts. The provision for depreciation and for all known liabilities is adequate and not in excess of account reasonably necessary.
3. The balances and classification of Unsecured Loans, Sundry Debtors, Loans and Advances, Sundry Creditors and other liabilities shown in the Financial Statements are as per the ledger and are subject to confirmation and consequent reconciliation and adjustment.
4. As on 31st March, 2010, the Company does not owe any amount to any Micro, Small and Medium enterprises defined under "The Micro Small and Medium Enterprises Development Act, 2006". The above information has been compiled in respect of the parties to the extent to which they could be identified as Micro, Small and Medium enterprises on the basis of the information available with the Company.
5. Loans and Advances include Rs. 43.68 Lacs due from the subsidiary company (P. Y. Rs. 43.68 lacs) and maximum amount outstanding during the year Rs.43.68 lacs (P. Y. Rs. 43.68 Lacs). The above loan is interest-free and without stipulation regarding the repayment of the same.
6. The Company has an investment of Rs. 150 Lacs in its wholly owned subsidiary company, Nouveau Shares & Securities Limited (NSSL), and an amount of Rs. 43.68 Lacs due from NSSL on account of advances made to it. NSSL has accumulated losses amounting more than 50% of its paid-up capital and free reserves. No provision has been made for any possible diminution in the value of the above investments in view of the strategic nature of the Company's interest in NSSL. The management is of the opinion that the intrinsic value of these is higher in value at which they are stated in Balance Sheet and hence no diminution in value is required in the current year.
7. The total remuneration paid to the Managing Director of the Company for the year Rs. 6,00,000/- (P.Y. 6,00,000/-).
8. The Company has availed a overdraft facility of Rs. 200.45 lacs (P.Y. Rs. Nil) from Axis Bank Ltd. during the year against equitable mortgage of 3 flats held by an associate concern, Laxmiramuna Investments Private Limited and its corporate guarantee and also personal guarantees of the Managing Director of the company and his wife.
9. Contingent Liabilities not provided for :
  - i. Income Tax demand disputed in Appeals Rs. 176,381/- (P.Y. Rs. 176,381/-) for Assessment Year 2006-07 and Rs. 93,447/- (P.Y. Rs. Nil) for Assessment Year 2007-08.
  - ii. Guarantees given by bank to Bombay Stock Exchange of Rs. 462,840/- on behalf of the company.

## Nouveau Multimedia Limited

10. Additional information pursuant to the provisions of Part II of the Schedule VI of the Companies Act, 1956 (to the extent applicable and as certified by the management of the company)

Quantitative details of items traded during the year :

Particulars	Opening Stock		Purchases		Sales		Closing Stock	
	Quantity	Amt. (in lacs)	Quantity	Amt. (in lacs)	Quantity	Amt. (in lacs)	Quantity	Amt. (in lacs)
1. Shares	201,000	131.61	64,200	36.29	158,200	111.20	107,000	54.04
	(464,700)	(345.61)	(99,000)	(17.50)	(362,700)	(231.50)	(201,000)	(131.61)
2. Film Rights	See Note	14.62	See Note	9.00	See Note	30.75	See Note	-
	'c' below	(16.21)	'c' below	(100.00)	'c' below	(178.85)	'c' below	(14.62)
3. Multiplexor with Spares	(Nil)	(Nil)	3,419	2,877.31	3,419	2,894.36	(Nil)	(Nil)
	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)
4. Computer with Accessories	(Nil)	(Nil)	2,826	5,709.92	2,826	5,775.11	(Nil)	(Nil)
	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)
5. Networking Equipments	(Nil)	(Nil)	386,560	2,587.68	386,560	2,607.18	(Nil)	(Nil)
	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)
6. Software	(Nil)	(Nil)	56,062	2,004.98	56,062	1,982.97	(Nil)	(Nil)
	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)	(Nil)

Note: a) Figures in brackets pertain to previous year.

b) Opening Stock and Closing stock of Shares includes 200 equity shares of Kotak Mahindra Finance Limited valued at Rs. Nil being Bonus shares.

c) Details of Film Rights are not determined and quantified as the Company acquires multiple rights of programming in different combinations.

d) Details regarding Closing Stock are annexed in Annexure A hereto.

11. Provision for Taxation for the year has been made in accordance with the provisions of the Income Tax Act, 1961.

In terms of Accounting Standard 22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India the company has recognized Deferred Tax Liabilities amounting to Rs. 135,199/- (P.Y. Rs.251,793/-) for the year ended 31st March, 2010 in the Profit & Loss Account.

Break up of Net Deferred Tax Liabilities/(Assets) into major components of the respective balances are as follows:

Particulars	As At	As at
	31/03/2010 Amt.(Rs.)	31/03/2009 Amt.(Rs.)
Deferred Tax Liabilities/(Assets) on account of:		
- Depreciation	252,527	140,999
- Disallowances u/s 40(a) of IT Act, 1961	Nil	(23,671)
Net Deferred Tax Liabilities/(Assets)	252,527	117,328

12. Earnings Per Share (EPS) :

Sr. No. Particulars	Current Year	Previous Year
i. Weighted Average Number of Equity Shares outstanding during the year	11,116,614	6,171,200
ii. Net Profit after tax available for Equity Shareholders (Rs.)	1,782,001	3,470,248
iii. Basic and Diluted Earnings Per Share (Rs.)	0.16	0.56
v. Nominal Value Per Share (Rs.)	10.00	10.00

The Company does not have any outstanding dilutive potential equity shares.

13. Related Party Disclosures:

a) Key Management Personnel

Mr. Krishan Khadaria	Managing Director
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b) Name of the enterprises having same Key Management Personnel and / or their relatives as the reporting enterprise with whom transactions have been entered into during the year.

<p>Name                      Attribute Shares &amp; Securities Private Limited                      Better Home Buildcon Private Limited                      Golden Meadows Export Private Limited                      Hilton Vyapar Private Limited.                      Kashish Multitrade Pvt Ltd                      Kenex Builders Pvt. Ltd.                      Laxmiramuna Investment Pvt. Ltd.                      Oriental Industrial Resources Limited                      Safal Investment Ltd.                      Sukaniya Properties Pvt Ltd.                      Vibhuti Properties Pvt.Ltd.</p>
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## Nouveau Multimedia Limited

c) Subsidiary Company:  
Nouveau Shares & Securities Limited .

Nature of Transaction	Amount (Rs. In lacs)					
	Current Year			Previous Year		
	In relation to (a) above	In relation to (b) above	In relation to (c) above	In relation to (a) above	In relation to (b) above	In relation to (c) above
Purchases	-	-	-	-	-	-
Sales	-	4.00	-	-	-	-
Directors Remuneration	6.00	-	-	-	36.00	-
Reimbursement of Expenses	0.87	0.02	-	6.00	-	-
Unsecured Loan Taken	-	202.00	-	0.28	0.02	-
Repayment of Loans Taken	-	202.00	-	-	156.00	-
Loans Granted	-	10.00	-	-	214.50	-
Loans Received Back	-	120.00	-	-	112.50	-
Share Application money given	-	-	-	-	2.50	-
Share Application money refunded	-	-	-	-	87.00	-
Margin Money given	-	-	-	-	87.00	-
Margin Money refunded	-	-	-	-	50.00	-
Amount Outstanding at the year end :					50.00	
Receivables	-	3.60	43.68	-	-	-
Payables	-	-	-	-	110.00	43.68

Note : Related Parties as disclosed by Management and relied upon by Auditors.

### 14. Segment Reporting :

These are mainly four reporting segment of the Company namely :

- i. Multimedia
- ii. Financial & Consultancy
- iii. Dealing in Shares & Securities
- iv. Software & Hardware

Sr. No.	Segment Revenue	Amount in lacs (Rs.)	
		Current Year	Previous Year
i.	Multimedia	131.32	254.61
ii.	Financial & Consultancy	6.56	0.39
iii.	Dealing in shares & securities	111.85	231.54
iv.	Software & Hardware	13259.63	-
	Total	13509.35	486.54



Sr. No.	Segment Results	Current Year	Previous Year
i.	Multimedia	40.11	107.99
ii.	Financial & Consultancy	6.56	0.39
iii.	Dealing in shares & securities	(2.34)	-
iv.	Software & Hardware	79.74	-
	<b>Total</b>	<b>124.07</b>	<b>108.38</b>
	Less : Interest	7.03	1.68
	Less : Depreciation	4.30	3.23
	Other un-allocable expenses net off un-allocable income	76.69	46.57
	<b>Total Profit Before Tax</b>	<b>36.05</b>	<b>56.90</b>

15. Depreciation on computers is charged only on additions during the year and also in the financial years 2006-07, 2007-08 and 2008-09. No depreciation has been charged on Computers brought forward from financial year 2005-06 as depreciation could not be charged beyond 95% of the acquisition cost as per the provisions of Companies Act, 1956.

16. Disclosure as per AS 15 (Revised)

The principal assumptions used in the actuarial valuation of Gratuity are as follows:

Discount rate	8.00%
Expected rate of return on assets	6.00%
Expected rate of future salary increase	2.00%

Changes in present value of obligations

(Rs. In Lacs)

Present value of obligation as at 31.03.2009	3.57
Interest Cost	0.29
Current Service Cost	0.53
Benefits paid	Nil
Actuarial loss on obligations	0.33
Present Value of obligation as at 31.03.2010	4.73

Liability recognized in the Balance Sheet

(Rs. In Lacs)

Present value of obligation as at 31.03.2010	4.73
Fair Value of plan assets as at the end of the year	Nil
Unfunded status	4.73
Unrecognized Actuarial (Gain)/ loss	Nil
Net (Assets)/ Liability recognized in the Balance Sheet	4.73

## *Nouveau Multimedia Limited*

Expenses recognized in the Profit and Loss Account

(Rs. In Lacs)

Current Service Cost	0.53
Past Service Cost	3.57
Interest Cost	0.29
Expected return on plan assets	Nil
Net Actuarial (Gain)/ loss recognized during the year	0.33
Total Expenses recognized in the Profit and Loss account	4.73

17. During the year the company has changed the accounting policy in respect of gratuity liability from cash to accrual basis of accounting, to comply with the requirements of AS-15(Revised) as notified by Company Accounting (Rules), 2006. Due to change in accounting policy, the profit for the year is lower by Rs. 472,565/-.
18. The Company has raised Rs. 925.68 lacs through the right issue of equity shares during the current year and the said amount has been utilized to finance the expenditure for the production of films and right issue expenses being the object stated in the letter of offer of the said rights issue.
19. The Company had been registered as a Non-Banking Financial Company (NBFC) since several years. Though the Company has ceased to carry on activities related to Non-Banking Financial Companies, the Company has not made any formal application for de-registration from NBFC to the Reserve Bank of India (RBI).
20. Previous year's figures have been regrouped, re-arranged, wherever necessary, so as to make them comparable with current year's figures.

Signatories to Schedules "A" to "S"

For Singrodia Goyal & Co.

Chartered Accountants

For Nouveau Multimedia Limited

(Narayan Pasari)

Partner

Mem. No. 38095

Krishan Khadaria

Managing Director

Manoj Bhatia

Director

Place : Mumbai

Date: 30th August 2010

Place : Mumbai

Date: 30th August 2010

Rupali Sawant

Company Secretary

Annexure - 'A' : Stock in Trade as on March 31, 2010

Sr.No.	Name of the Scrips	As at 31st March, 2010		As at 31st March, 2009	
		Quantity	Amt. (Rs.)	Quantity	Amt. (Rs.)
<b>A Equity Shares (Quoted) Fully Paid</b>					
1	Bhushan Steel Ltd.	5000	2,676,700	Nil	Nil
2	JMD Telefilm Industries Ltd.	1000	65,750	Nil	Nil
3	Kotak Mahindra Bank Ltd. (Bonus Shares)	200	Nil	200	Nil
4	Haryana Ship Breakers Ltd.	9100	73,710	9100	73,710
5	Olympia Capital Ltd.	61500	67,650	61500	67,650
	Total (A)	76800	2,883,810	70800	141,360
<b>B Equity Shares (Unquoted) Fully Paid</b>					
1	Galgotia Books & Departmental Pvt. Ltd.	Nil	Nil	5000	500,000
2	Galgotia Publications Pvt. Ltd.	25000	2,500,000	25000	2,500,000
3	Inkam Finvest Pvt.Ltd.	Nil	Nil	50000	5,000,000
4	Sukanya Properties Pvt.Ltd.	200	20,000	200	20,000
5	UFI Insurance Brokers Pvt. Ltd.	Nil	Nil	50000	5,000,000
	Total (B)	25200	2,520,000	130200	13,020,000
	<b>Total (A)+(B)</b>	<b>102000</b>	<b>5,403,810</b>	<b>201000</b>	<b>13,161,360</b>

Sr.No.	C. Details of Film/Serial Rights	As at 31st March, 2010		As at 31st March, 2009	
		Amt. (Rs.)		Amt. (Rs.)	
1	Rights from NTPL	-	-	-	500,000
2	Film Rights	-	-	-	0
3	TV Rights - WIP	-	-	-	961,900
	Total (C)	-	-	-	1,461,900
	<b>Total Stock in Trade (A+B+C)</b>	<b>5,403,810</b>			<b>13,161,360</b>

*Nouveau Multimedia Limited*

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

1.	<u>Registration Details</u>		
	Registration No.	:	49645
	State Code	:	11
	Balance Sheet Date	:	31st March, 2010
2.	<u>Capital Raised During the Year</u>		(Amt. In Rs.)
	Public Issue	:	Nil
	Rights Issue	:	Nil
	Bonus Issue	:	Nil
	Pvt. Placement (Promoters)	:	Nil
3.	<u>Position of mobilisation and deployment of Funds</u>		(Amt. In Rs.'000s)
	Total Liabilities	:	224,295
	Total Assets	:	224,295
	<u>Sources of Funds</u>		(Amt. In Rs.'000s)
	Paid Up Capital	:	154,280
	Reserves & Surplus	:	49,718
	Secured Loans	:	20,045
	Unsecured Loans	:	Nil
	Net Deferred Tax Liabilities	:	253
	<u>Application of Funds</u>		(Amt. In Rs.'000s)
	Net Fixed Assets	:	19,016
	Investments	:	15,000
	Net Current Assets	:	190,280
	Miscellaneous Expenditure	:	Nil
	Net Deferred Tax Assets	:	Nil
4.	<u>Performance of Company</u>		(Amt. In Rs.)
	Total Income	:	1,350,935
	Total Expenditure	:	1,347,330
	Profit/(Loss) before tax	:	3,605
	Profit/(Loss) after tax	:	1,782
	Earnings Per Share (in Rs.)	:	0.16
	Dividend, if any	:	
	- on Preference Shares	:	Nil
	- on Equity Shares	:	Nil
5.	<u>Generic Names of Principal Products, Services of the Company</u>		
	Item Code No.	:	
	(ITC Code)	:	Not Applicable
	Product Description	:	Trading & Investment in Shares & Debentures, Financial & Advisory Services, Brokerage & Film Distribution.

For Singrodia Goyal & Co.  
Chartered Accountants

For Nouveau Multimedia Limited

(Narayan Pasari)  
Partner  
Mem. No. 38095

Krishan Khadaria  
Managing Director

Manoj Bhatia  
Director

Place : Mumbai  
Date: 30th August 2010

Place : Mumbai  
Date: 30th August 2010

Rupali Sawant  
Company Secretary

**STATEMENT UNDER SECTION 212 RELATING TO THE SUBSIDIARIES NAMED BELOW**

1.	Name of the Subsidiary	Nouveau Shares and Securities Limited
2.	The financial year of the Company ended/ ending on	March 31, 2010
3.	Date from which it became a subsidiary	June 22, 1995
4.	Shares of the subsidiary Company held by Nouveau Multimedia Limited on the above date a. No. of Equity Shares b. Extent of holding in equity shares	1255000 100%
5.	The net aggregate amount of the subsidiary's profit/(losses) not dealt with in holding Company's accounts a. Current year b. Previous year	Rs. (87,51,683/-) Rs. (86,82,467/-)
6.	The net aggregate amount of the subsidiary's profit/(losses) dealt with in holding Company's accounts a. Current year b. Previous year	NIL NIL

By and on behalf of the Board  
for NOUVEAU MULTIMEDIA LIMITED

Krishan Khadaria  
Managing Director

Place: Mumbai  
Date: 30th August 2010

**DIRECTORS' REPORT**

To  
The Shareholders,  
Nouveau Shares & Securities Limited

Dear Shareholders,

Your Directors have pleasure in placing before you the Fourteenth Annual Report of the Company alongwith the Audited Accounts for the year ended 31st March 2010.

**Financial Details**

PARTICULARS	(Amt. Rs. In Lakhs)	
	1st April 2009 to 31st March 2010	1st April 2008 to 31st March 2009
Gross Profit/	(76,625)	619,948
Loss before Taxation		
Provision for Taxation	(7,409)	6,370
Deferred Tax		
Profit/Loss After Tax	(69,216)	626,318
Balance carried forward from last year	(8,682,467)	(9,308,785)
Balance carried forward to Balance sheet	(8,751,683)	(8,682,467)

**Dividend**

Your Directors do not recommenced any dividend for the year under 2009-2010.

**Directors**

Mr. Shyam Malpani who retires by rotation at the ensuing Annual General Meeting is proposed to be re-appointed.

**Directors' Responsibility Statement As per Section 217 (2AA)**

The Board of Directors hereby confirm that:

- i. that in preparation of the Annual Accounts, the applicable accounting standards have been followed along with the proper explanation relating to material departures;
- ii. that the Directors had selected such accounting policies 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, 2010 and the Profit for the period 1st April, 2009 to 31st March, 2010;
- iii. that the Directors had taken Proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv. that the Directors had prepared the Annual Accounts on a going concern basis.

**Auditors Report**

The observation made in the Auditors Report are self-explanatory and therefore no further comments are required under Section 217 (3) of the Companies Act, 1956.

**Auditors**

M/s. Singrodia Goyal and Company, Chartered Accountants, auditors of the Company who retire at the ensuing Annual General Meeting of the Company, and being eligible have confirmed their willingness to be re-appointed at the ensuing Annual General Meeting of the company. The Board recommends their re-appointment. The Company has received their consent pursuant to Section 224 (1B) of the Companies Act, 1956.

**Particulars Of Employees**

During the year under review there were no employees who were in receipt of the remuneration beyond the limits prescribed under Section 217 (2A) of the Companies Act, 1956. Therefore, the details as required by the provisions of the aforesaid Section of the Companies Act, 1956, read with the Companies (Particulars of Employees) (Amendment) Rules, 2002 are not applicable.

**Corporate Governance**

The Board of Directors of the Company has adopted a Corporate Governance Policy meant to ensure fair and transparent practices and a Code of Conduct for its Directors and senior management.

**Conservation Of Energy, Technological Absorption And Foreign Exchange Earnings And Outing**

The Company is not engaged in any manufacturing activity and therefore there are no particulars to be disclosed under the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988.

There has been no foreign exchange out flow/inflow during the year.

**Acknowledgement**

The Board wishes to thank all the stakeholders in the Company, clients, business associates & bankers for their continued support during the year. The Board wishes to record its appreciation of all the efforts put in by the staff and associates of the Company who have contributed to the growth and success of the Company.

By and on behalf of the Board

For Nouveau Shares & Securities Limited

**Krishan Khadaria**  
Director

Date: 27th August 2010

Place: Mumbai

**AUDITORS' REPORT**

We have audited the attached Balance Sheet of **Nouveau Shares & Securities Limited** as at 31st March, 2010 and the Profit and Loss Account and the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

1. As required by the Companies (Auditor's Report) Order, 2003 as amended by the Companies (Auditor's Report) amendment order 2004 issued by the Central Government in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in the paragraphs 4 and 5 of the said Order.
2. Further to our comments on the Annexure referred to in paragraph 1 above, we report that:-
  - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion, proper books of 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 and the Profit and Loss account and the Cash Flow Statement dealt with by this report are in agreement with the books of account;

- d) In our opinion, the Balance Sheet, Profit and Loss Account and the Cash Flow Statement dealt with by this report comply with Accounting Standards referred to in the sub-section (3C) of section 211 of the Companies Act, 1956, **subject to Note No. 7 in Schedule "K" regarding method of valuation of inventories.**
- e) On the basis of the written representations received from the Directors, as on 31st March, 2010 and taken on record by the Board, we report that none of the Directors is disqualified as on 31st March, 2010 from being appointed as a director in terms of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read together with the notes thereon, 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;
  - i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2010,
  - ii) in the case of Profit and Loss Account, of the Loss for the year ended on that date and
  - iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**For Singrodia Goyal & Co.**  
Chartered Accountants  
Firm Regn. No.: 112081W

**Narayan Pasari**  
Partner  
Mem. No. 38095

Place : Mumbai  
Date: 27th August 2010

**ANNEXURE TO THE AUDITORS' REPORT**

Referred to in paragraph (2) of our Report of even date

As required by the Companies (Auditors Report) Order, 2003 and amendments thereto and according to the information and explanations given to us during the course of the audit and on the basis of such checks of the books and records as were considered appropriate we report that:

- i. (a) The Company has generally maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- (b) All the assets have been physically verified by the Management during the year by way of a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) No substantial part of fixed assets has been disposed off during the year, which has a bearing on the going concern assumption.
- ii) (a) Shares and Securities held in custody of the Company have been physically verified by the management at reasonable interval. For shares held with the custodian and depository participant, statement from them has been obtained on a regular basis.
- (b) The procedures of verification of inventory 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 is maintaining proper records of inventory. No discrepancies have been noticed on reconciliation of physical inventories with the custodian and depository participant as compared to the book records.
- iii) (a) The Company has not granted loans, secured or unsecured, to any party covered in the register maintained u/s 301 of the Companies Act, 1956.
- (b) In view of our comments in para (iii) (a) above, clauses 4(iii)(b), (c) and (d) of the said Order are not applicable to the company.
- (c) The Company has taken unsecured loans from two parties, including the holding Company covered in the register maintained u/s 301 of the Companies Act, 1956 on call basis. The maximum amount outstanding during the year was Rs. 50.38 lacs and the year-end balance was Rs. 50.38 lacs.
- (d) The said loans are interest free. Other terms and conditions on which the loans have been taken are prima facie, not prejudicial to the interest of the company.
- (e) In view of our comments in para (iii)(c) and (d) above, clauses 4(iii) (g) of the said Order is not applicable to the company.
- iv) There are adequate internal control systems commensurate with the size of the Company and the nature of its business with regard to purchase and sale of inventory. During the course of our audit no major weaknesses have been observed in the internal controls.
- v) In our opinion and according to the information and explanations given to us, there are no transactions that need to be entered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, clause 4(v)(b) of the Order is not applicable.
- vi) The Company has not accepted any deposits from the public.
- vii) The Company does not have a formal internal audit system commensurate with its size and nature of business but its financial and other internal checks, ensures proper recording of financial transactions.
- viii) The Central Government has not prescribed for



maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 for the Company.

- ix) (a) In our opinion and according to the information and explanations given to us, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty and Cess with the appropriate authorities. There are no undisputed amount payable in respect of such statutory dues which have remained outstanding as at 31st March, 2010 for a period more than six months from the date they become payable.
- (b) According to the records of the Company, dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited on account of any dispute are as under:-

**Name of Statute :** Income Tax Act, 1961

**Nature of dues :** Income Tax for A.Y.04-05

**Amount :** Rs. 1,96,783/-

**Forum while dispute is pending :**

Commissioner of Income Tax Appeals.

- x) The accumulated losses of the Company as at the end of 31st March, 2010 are more than 50% of its net worth. The Company has incurred cash losses during the current financial year but not in the immediately preceding financial year.
- xi) In our opinion and according to the information and explanation given to us, the Company has not taken any loan from financial institution or bank or through issue of debentures. Therefore the question of repayment or default does not arise.
- xii) The Company has not granted loan and advances on the basis of security by way of pledge of shares, debentures and other securities.

- xiii) The provisions of any special statute applicable to chit fund, nidhi or mutual benefit fund societies are not applicable to the Company.
- xiv) In respect of Company's activity for dealing shares and other investments, proper records have been maintained in regard to the transactions and contracts and timely entries have been made therein. The shares and other securities have been held by the Company in its own name except to the extent of exemption granted u/s 49 of the Act.
- xv) The Company has not given any guarantee for loans taken by others from bank or financial institutions.
- xvi) The Company has not raised any term loan during the year.
- xvii) According to the information and explanation given to us and on an overall examination of balance sheet of the company, funds raised on short-term basis have not been used for long term investments.
- xviii) The Company has not made any preferential allotment of shares to any parties or companies covered in the register maintained u/s 30 of the Companies Act, 1956 during the year.
- xix) The Company has not issued any debentures during the year.
- xx) The Company has not raised any money by public issue during the year.
- xxi) According to the information and explanation given to us, no fraud on or by the Company has been noticed or reported by the Company during the course of audit.

**For Singrodia Goyal & Co.**

Chartered Accountants

Firm Regn. No.: 112081W

**Narayan Pasari**

Partner

Mem. No. 38095

Place : Mumbai

Date: 27th August 2010

*Nouveau Shares & Securities Limited*

**BALANCE SHEET AS AT MARCH 31, 2010**

Particulars	Schedules	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
<b>Sources of Funds</b>			
<u>Shareholders' Funds:</u>			
Share Capital			
Reserves & Surplus	A	12,550,000	12,550,000
	B	2,450,000	2,450,000
<u>Loan Funds:</u>			
Unsecured Loans			
Deferred Tax Liability (net)	C	5,038,170	5,038,170
		41,756	49,165
		<u>20,079,926</u>	<u>20,087,335</u>
<b>Applications of Funds</b>			
<u>Fixed Assets:</u>			
Gross Block	D		
Less : Depreciation		2,770,241	2,770,241
		<u>2,440,268</u>	<u>2,392,468</u>
<u>Current Assets, Loans and Advances:</u>			
<u>Current Assets:</u>			
Inventories			
Sundry Debtors	E	1,957,039	1,957,039
Cash & Bank Balances	F	-	-
	G	2,824,299	2,823,379
<u>Loans &amp; Advances:</u>			
Loans & Advances			
Deposit with NSEIL	H	4,084,707	4,097,908
Deposit with NSCCL		3,665,169	3,665,169
		897,047	897,047
Less : <u>Current Liabilities &amp; Provisions</u>	I	13,428,261	13,440,542
		<u>2,429,991</u>	<u>2,413,447</u>
Net Current Assets		2,429,991	2,413,447
Profit & Loss Account		10,998,270	11,027,095
		8,751,683	8,682,467
		<u>20,079,926</u>	<u>20,087,335</u>
Significant Accounting Policies & Notes to Accounts	K		

The Schedules referred above and Notes to Accounts form an integral part of the Balance Sheet As per our report of even date attached

For Singrodia Goyal & Co.  
Chartered Accountants

Narayan Pasari  
Partner  
Mem. No. 38095

Place : Mumbai  
Date: 27th August 2010

For Nouveau Shares & Securities Limited

Director

Director

Place : Mumbai  
Date: 27th August 2010

*Nouveau Shares & Securities Limited*

**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2010**

Particulars	Schedules	Year ended 31-03-2010 Amount Rs.	Year ended 31-03-2009 Amount Rs.
<b>Income :</b>			
Provision no longer required W/back		-	894,972
Closing Stocks		1,957,039	1,957,039
		<u>1,957,039</u>	<u>2,852,011</u>
<b>Expenditure :</b>			
Opening Stocks		1,957,039	1,957,039
Administrative & Other Expenses	J	28,825	227,224
Depreciation		47,800	47,800
		<u>2,033,664</u>	<u>2,232,063</u>
<b>Profit/(Loss) before Tax</b>		<b>(76,625)</b>	<b>619,948</b>
Provision for Income Tax :			
- Current Tax		-	-
- Deferred Tax Liability / (Asset)		(7,409)	(6,370)
<b>Profit/(Loss) after Tax</b>		<b>(69,216)</b>	<b>626,318</b>
Add : Balance brought forward from previous year		(8,682,467)	(9,308,785)
<b>Balance carried to Balance Sheet</b>		<b>(8,751,683)</b>	<b>(8,682,467)</b>
Basic earning per share (Rs.)		(0.06)	0.50
Diluted earning per share (Rs.)		(0.06)	0.50
Nominal value per share Rs.10/-			

Significant Accounting Policies  
& Notes to Accounts

K

The Schedules referred above and Notes to  
Accounts form an integral part of the Profit & Loss Account  
As per our report of even date attached

**For Singrodia Goyal & Co.**  
Chartered Accountants

**Narayan Pasari**  
Partner  
Mem. No. 38095

Place : Mumbai  
Date: 27th August 2010

**For Nouveau Shares & Securities Limited**

Director

Director

Place : Mumbai  
Date: 27th August 2010

*Nouveau Shares & Securities Limited*

**Schedules annexed to and forming part of the Accounts : March 31, 2010**

Particulars	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
<b>Schedule "A" :-</b>		
<b>Share Capital</b>		
Authorised Capital: 15,00,000 Equity Shares of Rs. 10/- each	15,000,000	15,000,000
	<u>15,000,000</u>	<u>15,000,000</u>
Issued, Subscribed & Paid up Capital: 12,55,000 Equity Shares of Rs. 10/- each fully paid up (Entirely held by Holding company M/s. Nouveau Multimedia Limited and its nominees)	12,550,000	12,550,000
	<u>12,550,000</u>	<u>12,550,000</u>
<b>Schedule "B" :-</b>		
<b>Reserves &amp; Surplus</b>		
Securities Premium Account	2,450,000	2,450,000
	<u>2,450,000</u>	<u>2,450,000</u>
<b>Schedule "C" :-</b>		
<b>Unsecured Loans</b>		
From Holding Company	4,368,407	4,368,407
Inter-Corporate Deposits	669,763	669,763
	<u>5,038,170</u>	<u>5,038,170</u>

Schedules annexed to and forming part of the Accounts : March 31, 2010

Schedule - "D"

Fixed Assets (at cost less Depreciation)

Amount (Rs.)

Particulars	Gross Block			Depreciation			Net Block			
	As at 01/04/09	Additions for the year	Deductions for the year	As at 31/03/10	Upto 31/03/09	For the Year	Adjustments during the year	Upto 31/03/10	As at 31/03/10	As at 31/03/09
Furniture & Fittings	465,019	-	-	465,019	282,318	29,436	-	311,754	153,265	182,701
Office Equipments /	262,369	-	-	262,369	127,828	12,462	-	140,290	122,079	134,541
Electrical Installations Air Conditioners	124,251	-	-	124,251	63,720	5,902	-	69,622	54,629	60,531
Computers	1,918,602	-	-	1,918,602	1,918,602	-	-	1,918,602	-	-
Total ::	2,770,241	-	-	2,770,241	2,392,468	47,800	-	2,440,268	329,973	377,773
Previous Year	2,770,241	-	-	2,770,241	2,344,668	47,800	-	2,392,468	377,773	-

*Nouveau Shares & Securities Limited*

**Schedules annexed to and forming part of the Accounts : March 31, 2010**

Particulars	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
-------------	-------------------------------------	-------------------------------------

**Schedule "E" :-**

**Inventories**

(Valued at cost)

(As per Annexure A)

Stock In Trade (Shares)	1,957,039	1,957,039
-------------------------	-----------	-----------

(As taken, valued & certified by the Management)

	<u>1,957,039</u>	<u>1,957,039</u>
--	------------------	------------------

**Schedule "F" :-**

**Sundry Debtors**

(Unsecured, Considered Good,  
Unless Otherwise stated)

**Considered Good**

Due for more than Six months	-	-
------------------------------	---	---

**Considered doubtful**

Due for more than Six months	6194041	
------------------------------	---------	--

Less : Provision for Doubtful Debts	<u>6194041</u>	
-------------------------------------	----------------	--

	<u>-</u>	<u>-</u>
--	----------	----------

**Schedule "G" :-**

**Cash & Bank Balances**

Cash on hand	169,908	166,908
--------------	---------	---------

Balances with Scheduled Banks :

In Current Accounts	73,805	75,885
---------------------	--------	--------

In Fixed Deposits (Receipt Lodged with Stock Holding for Procuring base capital from NSE)	2,580,586	2,580,586
--	-----------	-----------

	<u>2,824,299</u>	<u>2,823,379</u>
--	------------------	------------------

*Nouveau Shares & Securities Limited*

**Schedules annexed to and forming part of the Accounts : March 31, 2010**

Particulars	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
-------------	-------------------------------------	-------------------------------------

**Schedule "H" :-**

**Loans & Advances**

(Unsecured, considered good)

Loans	1,690,000	1,690,000
Advances Recoverable in Cash or in kind for the value to be received	2,331,956	2,345,157
Advance Tax & TDS	62,751	62,751
	<b>4,084,707</b>	<b>4,097,908</b>

**Schedule "I" :-**

**Current Liabilities**

Sundry Creditors

Due to Micro, Small & Medium Enterprises

(See Note No. 3, Schedule "K")

Due to others	313,103	296,559
Other Liabilities	2,116,888	2,116,888
	<b>2,429,991</b>	<b>3,318,242</b>

**Schedule "J" :-**

**Administrative & Other Income**

Legal & Professional Charges

Payments to NSE

Remuneration to Auditors

- Audit Fees

Miscellaneous Expenses

Sundry Balance W/off

Legal & Professional Charges	2,000	-
Payments to NSE	-	185,555
Remuneration to Auditors		
- Audit Fees	16,545	16,545
Miscellaneous Expenses	10,280	17,905
Sundry Balance W/off	-	7,219
	<b>28,825</b>	<b>227,224</b>

**Schedule - K :- Significant Accounting Policies and Notes to Accounts**

**I. Significant Accounting Policies:**

1. **Basis of Accounting :**  
The Financial Statements have been prepared under the historical cost convention on an accrual basis and in accordance with the applicable accounting standards notified by the Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956.
2. **Fixed Assets :**  
Fixed Assets are stated at actual cost less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.
3. **Depreciation :**  
The Company provides Depreciation on Fixed Assets on Straight-line method as per the rates prescribed in Schedule XIV, of the Companies Act, 1956.
4. **Impairment of Fixed Assets :**  
At the end of each year, the Company determines whether a provision should be made for impairment loss on fixed assets by considering the indication that an impairment loss may have occurred in accordance with Accounting Standard 28 on "Impairment of Assets" notified by Companies (Accounting Standards) Rules, 2006. Where the recoverable amount of any fixed assets is lower than its carrying amount, a provision for impairment loss on fixed assets is made for the difference.
5. **Inventories :**  
Stock in Trade is valued at cost on First-in-first-out basis.
6. **Revenue Recognition :**  
The Income from broking operations is accounted net of purchases and sales made on behalf of the constituents reduced by the expenses recovered by National Stock Exchange and amount written off as irrecoverable.
7. **Treatment of Contingent Liabilities :**
  - i. Contingent liabilities under various fiscal laws includes those in respect of which the company / department is in appeal.
  - ii. Contingent liabilities are disclosed by way of notes.
8. **Accounting for Taxation on Income :**
  - i. Provision for Income Tax is made, if applicable after considering exemptions and deductions available at the rates applicable under the Income Tax Act, 1961
  - ii. The deferred tax asset and deferred tax liability is calculated by applying tax rate and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognised, only if there is a virtual certainty of its realisation, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognised only to the extent there is a reasonable certainty of its realisation at each Balance Sheet date. The carrying amount of deferred tax asset is reviewed to reassure realisation.

**II. Notes to Accounts :**

1. In the opinion of the Board, the Current Assets, Loans and Advances have a value on realisation in ordinary course of business at least equal to the amount at which they are stated in the accounts. The provision for all known liabilities is adequate and not in excess of account reasonably necessary.
2. The balances and classification of Unsecured Loans, Sundry Debtors, Loans and Advances, Fixed Deposits with Bank, Sundry Creditors and other liabilities shown in the Financial Statements are



as per the ledger and are subject to confirmation and consequent reconciliation and adjustment.

3. As on 31st March, 2010, the Company does not owe any amount to any Micro, Small and Medium enterprises defined under "The Micro Small and Medium Enterprises Development Act, 2006". The above information has been compiled in respect of the parties to the extent to which they could be identified as Micro, Small and Medium enterprises on the basis of the information available with the Company.
4. Unsecured Loans includes :  
Rs. 43.68 lacs due to the holding company (P. Y. Rs. 43.68 lacs) and maximum amount outstanding during the year Rs.43.68 lacs (P. Y. Rs. 43.68 lacs).
5. Deposits include Rs. 20.70 lacs (P.Y. Rs. 20.70 lacs) being interest free security deposits, for office premises to the Director of the Company.
6. Contingent Liabilities not provided for:
  - i) In respect of SEBI Turnover Fees, amount unascertained.
  - ii) Income Tax demand disputed in appeals for Assessment Year 2004-05 Rs.1,96,783/- (P.Y. Rs. 1,96,783/-).
7. As per past practice, the Company has valued its closing stock of shares at 'Cost price' instead of "Scrip wise lower of Cost or Market Price" which is not in accordance with Accounting Standard - 13 notified by the Companies (Accounting Rules), 2006 and as a result of which loss for the year is lower by Rs. 16,72,823/- (P.Y. Rs. 16,91,681/-) and closing stock is overstated to that extent.
8. Provision for Taxation for the Year has been made in accordance with the provisions of the Income Tax Act, 1961.

In terms of Accounting Standard 22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India the company has recognized Deferred Tax Assets amounting to Rs. 7,409/- (P.Y. Rs. 6,370/-) for the year ended 31st March, 2010 in the Profit & Loss Account.

Break up of Net Deferred Liabilities/(Assets) into major components of the respective balances are as follows :

Particulars	As at 31/03/2010 Amt. (Rs.)	As at 31/03/2009 Amt. (Rs.)
Deferred Tax Liabilities/ (Assets) on account of: - Diff. Between Book & Tax Depreciation	41,765	49,165
Net Deferred Tax Liabilities/(Assets)	41,765	49,165

9. Additional information pursuant to the provisions of Part II of the Schedule VI of the Companies Act, 1956 (to the extent applicable and as certified by the management of the company)

Quantitative Details of items traded during the period :

Particulars	No. of Shares	Amount (Rs. in lacs)
Opening Stock	42740 (42740)	19.57 (19.57)
Purchases	Nil (Nil)	Nil (Nil)
Sales	Nil (Nil)	Nil (Nil)
Closing Stock	42740 (42740)	19.57 (19.57)

Note: a) Figures in brackets pertain to previous year.  
b) Details regarding Closing Stock are annexed in Annexure I hereto.

# Nouveau Shares & Securities Limited

## 10. Related Party Disclosures :

### a) Key Management Personnel

Mr. Krishan Khadaria	Director
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### b) Name of the enterprises having Key Management Personnel and / or their relatives as the reporting enterprise.

Nabeela Finvest Private Limited
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### c) Holding Company:

Nouveau Multimedia Limited

Amount (Rs.)

Nature of Transaction	Current year			Previous Year		
	In relation to (a) above	In relation to (b) above	In relation to (c) above	In relation to (a) above	In relation to (b) above	In relation to (c) above
Repayment of Loans Taken	-	-	-	-	-	-
Amount Outstanding at the year end :						
Payables	-	669763	4368407	-	669763	4368407

Note : Related Parties as disclosed by Management and relied upon by Auditors.

## 11. Previous year's figures have been regrouped, re-arranged, wherever necessary, so as to make them comparable with current period's figures.

Signatures to Schedules "A" to "K"

**For Singrodia Goyal & Co.**  
Chartered Accountants

**Narayan Pasari**  
Partner  
Mem No. 38095

**For Nouveau Shares & Securities Limited**

Director

Director

Place : Mumbai  
Date: 27th August 2010

Place : Mumbai  
Date: 27th August 2010

**Annexure - A : Stock in trade as at March 31, 2010**

Sr. No.	Name of the Scrips	As at 31st March, 2010		As at 31st March, 2009	
		Quantity	Amt. (Rs.)	Quantity	Amt. (Rs.)
A.	<b>Equity Shares (Quoted)</b>				
1	Force Motors Ltd.	100	28,200	100	28,200
2	Kiran Overseas Ltd.	300	630	300	630
3	Masco Pharma	100	800	100	800
4	Pentafour Products Ltd.	100	725	100	725
5	Shaw Wallace	100	7,816	100	7,816
6	South East Asia	100	16,359	100	16,359
7	Trigyan Technologies	3	117	3	117
8	Uniplas (I) Ltd.	300	390	300	390
9	Warner Multimedia Ltd.	41237	1,742,002	41237	1,742,002
	<b>Total (A)</b>	<b>42340</b>	<b>1,797,039</b>	<b>42340</b>	<b>1,797,039</b>
B.	<b>Equity Shares (Unquoted)</b>				
1	Luhariwala Finance & Investment Pvt. Ltd.	400	160,000	400	160,000
	<b>Total (B)</b>	<b>400</b>	<b>160,000</b>	<b>400</b>	<b>160,000</b>
	<b>Total (A)+(B)</b>	<b>42740</b>	<b>1,957,039</b>	<b>42740</b>	<b>1,957,039</b>

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

1	<b>Registration Details</b>	:	82203
	Registration No.	:	11
	State Code	:	31st March, 2010
	Balance Sheet Date	:	
			<b>Rs.in '000</b>
2	<b>Capital Raised During the Year</b>	:	Nil
	Public Issue	:	Nil
	Rights Issue	:	Nil
	Bonus Issue	:	Nil
	Pvt. Placement (Promoters)	:	
3	<b>Position of mobilisation and Deployment of Funds</b>	:	20080
	Total Liabilities	:	20080
	Total Assets	:	
	<b>Sources of Funds</b>	:	12550
	Paid Up Capital	:	2450
	Reserves & Surplus	:	Nil
	Secured Loans	:	5038
	Unsecured Loans	:	42
	Deferred Tax Liability	:	
	<b>Application of Funds</b>	:	330
	Net Fixed Assets	:	Nil
	Investments	:	10998
	Net Current Assets	:	Nil
	Miscellaneous Expenditure	:	8752
	Accumulated Losses	:	
4	<b>Performance of Company</b>	:	0
	Turnover (Gross Receipts)	:	77
	Total Expenditure	:	(77)
	Profit/(Loss) before tax	:	(69)
	Profit/(Loss) after tax	:	(0.06)
	Earnings Per Share	:	Nil
	Dividend	:	
5	<b>Generic Names of Principal Products, Services of the Company</b>	:	
	Item Code No.	:	Not Applicable
	(ITC Code)	:	
	Product Description	:	

For Nouveau Shares & Securities Limited

For Singrodia Goyal & Co.  
Chartered Accountants

(Narayan Pasari)  
Partner  
Mem. No. 38095

Place : Mumbai  
Date: 27th August 2010

Director Director

Place : Mumbai  
Date: 27th August 2010

*Nouveau Shares & Securities Limited*

**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2010**

Sr. No.	Particulars	For the year ended 31-03-2010	For the year ended 31-03-2009
<b>A. <u>Cash Flow from Operating Activities:</u></b>			
	Net profit/(loss) before tax & extra ordinary items	(76,625)	619,948
	<u>Adjustment for:</u>		
	- Depreciation	47,800	47,800
	- Interest received	-	-
	Operating profit/(loss) before working capital changes	(28,825)	667,748
	<u>Adjustment for:</u>		
	Loans & Advances	13,201	185,554
	Trade payables	16,544	(904,795)
	Cash Generated from Operations	920	(51,493)
	Taxes Paid	-	-
	Net Cash from Operating activities	920	(51,493)
<b>B. <u>Cash Flow From Investing Activities:</u></b>			
	Interest received	-	-
	Net Cash from Investing activities	-	-
<b>C. <u>Cash Flow From Financing Activities:</u></b>			
	Proceeds of Unsecured Loans	-	-
	Net Cash from Financing activities	-	-
	<b>Net increase/(decrease) in Cash and Cash Equivalents</b>	<b>920</b>	<b>(51,493)</b>
	Cash & Cash Equivalents (Opening)	2,823,379	2,874,872
	<b>Cash &amp; Cash Equivalents (Closing)</b>	<b>2,824,299</b>	<b>2,823,379</b>

Note : 1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard - 3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.

2 Cash & Cash Equivalents at the end of the year consist of Cash in Hand and Balances with Banks and are net of Short Term Loans and Advances from banks as follows :

Particulars	As at 31-03-2010	As at 31-03-2009
Cash in Hand	169,908	166,908
Balances with Banks	2,654,391	2,656,471
	<b>2,824,299</b>	<b>2,823,379</b>

As per our report of even date attached  
For Singrodia Goyal & Co.  
Chartered Accountants

For Nouveau Shares & Securities Limited

Narayan Pasari  
Partner  
Mem. No. 38095

Director

Director

Place : Mumbai  
Date: 27th August 2010

Place : Mumbai  
Date: 27th August 2010

**AUDITORS' REPORT**

To the Board of Directors,  
Nouveau Multimedia Limited

1. We have audited the attached Consolidated Balance Sheet of Nouveau Multimedia Limited and its subsidiary as at 31st March, 2010, the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We report that the consolidated financial statements have been prepared by the Company in accordance with the requirements of Accounting Standard (AS) 21, "Consolidated Financial Statements" and other applicable Accounting Standards, notified by the Companies (Accounting Standard) Rules, 2006 and on the basis of the separate audited financial statements of Nouveau Multimedia Limited and its subsidiary included in the consolidated financial statements.
4. In our opinion and to the best of our information and according to the explanations given to

us and on the consideration of the separate audit reports on individual audited financial statements of Nouveau Multimedia Limited and its aforesaid subsidiary, the said consolidated financial statements 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 Nouveau Multimedia Limited and its subsidiary as at 31st March 2010; and
- b. In the case of the Consolidated Profit and Loss Account, of the Profit for the year ended on that date.
- c. In the case of Consolidated Cash Flow Statement, of the Cash Flow for the year ended on that date.

**For Singrodia Goyal & Co.**  
Chartered Accountants  
Firm Regn. No. 112081W

Narayan Pasari  
Partner  
Mem. No. 38095

Place : Mumbai  
Date: 30th August 2010

**CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2010**

Particulars	Schedules	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
<b>Sources of Funds</b>			
<b>Shareholders' Funds:</b>			
Share Capital	A	154,280,000	61,712,000
Reserves & Surplus	B	40,965,930	39,253,146
<b>Loan Funds:</b>			
Secured Loans	C	20,045,234	-
Unsecured Loans	D	669,763	669,763
Deferred Tax Liabilities (net)		294,283	166,492
		<b>216,255,210</b>	<b>101,801,402</b>
<b>Applications of Funds</b>			
<b>Fixed Assets:</b>			
Gross Block	E	25,043,495	7,934,677
Less: Depreciation		5,697,932	5,220,285
		19,345,563	2,714,392
<b>Current Assets, Loans and Advances:</b>			
Inventories	F	7,360,849	16,580,299
Sundry Debtors	G	404,697,345	9,662,288
Cash & Bank Balances	H	22,786,959	24,630,040
Loans & Advances	I	187,822,152	74,918,860
		622,667,305	125,791,488
<b>Less: Current Liabilities &amp; Provisions</b>			
(a) Current Liabilities	J	425,285,093	22,015,478
(b) Provisions	K	472,565	4,689,000
		425,757,658	26,704,478
Net Current Assets		196,909,647	99,087,010
		<b>216,255,210</b>	<b>101,801,402</b>

Significant Accounting Policies & Notes to Accounts

S

The Schedules referred above and Notes to Accounts form an integral part of the Balance Sheet As per our report of even date attached

**For Singrodia Goyal & Co.**  
Chartered Accountants

**Narayan Pasari**  
Partner

Mem. No. 38095

Place : Mumbai

Date: 30th August 2010

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

**Krishan Khadaria**  
Managing Director

**Manoj Bhatia**  
Director

Place : Mumbai  
Date: 30th August 2010

**Rupali Sawant**  
Company Secretary

*Nouveau Multimedia Limited*

**CONSOLIDATED PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2010**

Particulars	Schedules	As at	As at
		31-03-2010 Amount (Rs.)	31-03-2009 Amount (Rs.)
<b>Income</b>			
Sales & Operational Income	L	1,350,214,945	48,615,681
Other Income	M	720,111	38,649
Provision no longer required W/back		-	894,972
		<b>1,350,935,056</b>	<b>49,549,302</b>
<b>Expenses</b>			
(Increase) / Decrease in Stocks	N	9,219,450	21,563,439
Purchases		1,322,517,408	11,750,000
Direct Expenses (Multimedia)	O	5,781,196	3,576,499
Personnel Costs	P	3,647,135	2,363,185
Administrative & Other Expenses	Q	4,961,609	3,214,670
Finance Costs	R	802,370	400,501
Depreciation		477,647	371,020
		<b>1,347,406,815</b>	<b>43,239,314</b>
<b>Profit before Tax</b>		<b>3,528,241</b>	<b>6,309,988</b>
Less : Provision for Tax			
- Current Tax		1,685,000	1,890,000
- Deferred Tax Liability / (Asset)		127,790	245,423
- Fringe Benefit Tax		-	78,000
- Short Provision for tax		2,666	-
<b>Profit after Tax before prior period items</b>		<b>1,712,784</b>	<b>4,096,565</b>
Less: Prior Period Expenses		-	71,500
<b>Profit after Tax</b>		<b>1,712,784</b>	<b>4,025,065</b>
Balance brought forward from previous year		39,253,146	35,228,081
<b>Balance carried to Balance Sheet</b>		<b>40,965,930</b>	<b>39,253,146</b>
Basic earning per share (Rs.)		0.15	0.66
Diluted earning per share (Rs.)		0.15	0.66
Nominal value per share Rs.10/-			
Significant Accounting Policies & Notes to Accounts	R		

The Schedules referred above and Notes to Account form an integral part of the Profit & Loss Account As per our report of even date attached

**For Singrodia Goyal & Co.**  
Chartered Accountants

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

**Narayan Pasari**  
Partner  
Mem. No. 38095

**Krishan Khadaria**  
Managing Director

**Manoj Bhatia**  
Director

Place : Mumbai  
Date: 30th August 2010

Place : Mumbai  
Date: 30th August 2010

**Rupali Sawant**  
Company Secretary



Schedules to Consolidated Accounts : March 31, 2010

Particulars	As at 31-03-2010 Amount (Rs.)	As at 31-03-2009 Amount (Rs.)
<b>Schedule "A" :-</b>		
<b>Share Capital</b>		
Authorised Capital; 2,00,00,000 Equity Shares of Rs. 10/- each	200,000,000	200,000,000
Issued, Subscribed & Paid up Capital; 1,54,28,000 Equity Shares of Rs. 10/- each fully paid up	200,000,000	200,000,000
	154,280,000	61,712,000
	<u>154,280,000</u>	<u>61,712,000</u>
<b>Schedule "B" :-</b>		
<b>Reserves &amp; Surplus</b>		
Balance of Profit & Loss Account	40,965,930	39,253,146
	<u>40,965,930</u>	<u>39,253,146</u>
<b>Schedule "C" :-</b>		
<b>Secured Loans</b>		
Bank Overdraft	20,045,234	-
	<u>20,045,234</u>	<u>-</u>
<b>Schedule "D" :-</b>		
<b>Unsecured Loans</b>		
Inter-Corporate Deposits	669,763	669,763
	<u>669,763</u>	<u>669,763</u>

*Nouveau Multimedia Limited*

**Schedule - E**

**Fixed Assets (at Cost less Depreciation)**

Amount (Rs.)

Particulars	Gross Block			Depreciation			Net Block			
	As at 1-4-2009	Additions	Deductions	As at 31-3-2010	Upto 31-3-2009	For the Year	Adjustments during the year	Upto 31-3-2010	As at 31-3-2010	As at 31-3-2009
Premises*	-	16,981,483	-	16,981,483	-	74,318	-	74,318	16,907,165	-
Furniture & Fittings	1,477,051	-	-	1,477,051	901,158	93,498	-	994,656	482,395	575,893
Motor Vehicles	1,777,152	-	-	1,777,152	913,968	168,829	-	1,082,797	694,355	863,184
Office Equipments	666,508	14,200	-	680,708	274,910	31,854	-	306,764	373,944	391,598
Air Conditioners	643,365	-	-	643,365	193,704	30,560	-	224,264	419,101	449,661
Computers (See Note No. 12 : Schedule "S")	3,370,601	113,135	-	3,483,736	2,936,545	78,588	-	3,015,133	468,603	434,056
Previous Year ::	7,934,677	17,108,818	-	25,043,495	5,220,285	477,647	-	5,697,932	19,345,563	2,714,392
	7,276,308	656,369	-	7,934,677	4,849,265	371,020	-	5,220,285	2,714,392	-

\* includes Rs.250 (P.Y. Rs. Nil) being value of shares held in co-operative housing society

*Nouveau Multimedia Limited*

**Schedules to Consolidated Accounts : March 31, 2010**

Particulars	As at 31-3-2010 Amount Rs.	As at 31-3-2009 Amount Rs.
<b>Schedule "F" :-</b>		
<b>Inventories</b>		
Stock In Trade (As taken, valued & certified by the Management)		
Shares & Debentures		
TV Softwares & TV rights	7,360,849	15,118,399
	-	1,461,900
	<u>7,360,849</u>	<u>16,580,299</u>
<b>Schedule "G" :-</b>		
<b>Sundry Debtors</b>		
(Unsecured, considered good, unless otherwise stated)		
<u>Considered Good</u>		
a. Debts outstanding for a period exceeding six months	50,650,990	-
<u>Considered Doubtful</u>		
Debts outstanding for a period exceeding six months	6,194,041	-
Less : Provision for Doubtful Debts	6,194,041	-
b. Other Debts	-	-
	354,046,355	9,662,288
	<u>404,697,345</u>	<u>9,662,288</u>
<b>Schedule "H" :-</b>		
<b>Cash &amp; Bank Balances</b>		
Cash on hand (As certified by the Management)	312,876	680,169
Balances with Scheduled Banks :		
In Current Accounts		
In Fixed Deposits (Receipt lodged with Stock Holding for procuring Base Capital From NSE)	19,413,919	21,369,285
	3,060,164	2,580,586
	<u>22,786,959</u>	<u>24,630,040</u>
<b>Schedule "I" :-</b>		
<b>Loans &amp; Advances</b>		
(Unsecured, considered good)		
Loans		
Share Application Money (Pending Allotment)	26,379,733	22,890,000
Trade Advances	15,000,000	-
Advance against Property	95,000,000	-
Advances recoverable in cash or in kind for the value to be received	43,262,623	30,846,750
Advance Tax & TDS	3,025,934	11,642,599
Deposits	591,646	4,977,296
	4,562,216	4,562,216
	<u>187,822,152</u>	<u>74,918,860</u>
<b>Schedule "J" :-</b>		
<b>Current Liabilities</b>		
Sundry Creditors		
Due to Micro, Small & Medium Enterprises		
Due to others		
Other Liabilities	422,263,162	19,065,018
	3,021,931	2,950,460
	<u>425,285,093</u>	<u>22,015,478</u>

*Nouveau Multimedia Limited*

**Schedules to Consolidated Accounts : March 31, 2010**

Particulars	As at 31-3-2010 Amount Rs.	As at 31-3-2009 Amount Rs.
<b>Schedule "K" :-</b>		
<b>Provisions</b>		
Provision for Gratuity	472,565	-
Provision for Tax	-	4,470,000
Provision for Fringe Benefit Tax	-	219,000
	<u>472,565</u>	<u>4,689,000</u>
<b>Schedule "L" :-</b>		
<b>Income from Operations</b>		
Sale of Software and Hardware	1,325,962,520	-
Sales of Shares	11,120,000	23,154,330
Sales of Film Rights (TDS Rs. 320,675/-, P.Y. Rs. 1,352,750/-)	3,075,000	17,885,000
Income from Events (TDS Rs.776,855/-, P.Y. Rs. 307,440/-)	8,451,200	6,489,000
Income from Magazines	1,606,225	1,087,351
	<u>1,350,214,945</u>	<u>48,615,681</u>
<b>Schedule "M" :-</b>		
<b>Other Income</b>		
Dividends	64,518	-
Interest (TDS Rs. 48,233/-, P.Y. Rs. 3,882/-)	653,981	38,553
Miscellaneous Income	1,612	96
	<u>720,111</u>	<u>38,649</u>
<b>Schedule "N" :-</b>		
<b>(Increase)/Decrease in Stocks</b> (As per Annexure "A")		
<b>i) Stock of Shares &amp; Debentures</b>		
Opening Stocks	15,118,399	36,522,729
Less : Closing Stocks	7,360,849	15,118,399
(Increase)/Decrease in Stocks	<u>7,757,550</u>	<u>21,404,330</u>
<b>ii) Film/TV rights</b>		
Opening Stocks		
a) Rights available for sale	1,461,900	1,621,009
b) Work-in-process (TV rights)	-	-
	<u>1,461,900</u>	<u>1,621,009</u>
Less : Closing Stock		
a) Rights available for sale	-	1,461,900
b) Work-in-process (TV rights)	-	-
	<u>-</u>	<u>1,461,900</u>
	<u>1,461,900</u>	<u>159,109</u>
(Increase)/Decrease in Stocks [(i) + (ii)]	<u>9,219,450</u>	<u>21,563,439</u>

Schedules to Consolidated Accounts : March 31, 2010

Particulars	for the year ended 31-3-2010 Amount Rs.	for the year ended 31-3-2009 Amount Rs.
<b>Schedule "O" :-</b>		
<b>Direct Expenses (Multimedia)</b>		
Expenses for Events	4,525,000	2,533,245
Liaisoning Expenses	-	100,000
Printing of Magazines	1,256,196	823,254
Rent	-	120,000
	<b>5,781,196</b>	<b>3,576,499</b>
<b>Schedule "P" :-</b>		
<b>Personnel Costs</b>		
Salaries and Bonus	2,497,283	1,731,113
Gratuity	472,565	-
Directors Remuneration	600,000	600,000
Staff Welfare Expenses	77,287	32,072
	<b>3,647,135</b>	<b>2,363,185</b>
<b>Schedule "Q" :-</b>		
<b>Administrative &amp; Other Expenses</b>		
Travelling & Conveyance Expenses	861,845	312,913
Communication Costs	432,989	345,486
Printing & Stationery	202,500	176,981
Electricity Charges	249,390	234,370
Commission Expenses	79,349	-
Business Promotion Expenses	219,353	211,920
Legal & Professional Charges	4,245	38,248
Rent	-	413,950
Payments to NSE	-	185,555
Vehicle Maintenance Expenses	188,868	208,522
Securities Transaction Tax	1,178	-
Repairs & Maintenance - Others	105,552	45,564
Donations	150,000	139,100
Directors' Sitting Fees	24,500	57,000
Remuneration to Auditors	-	-
- Audit Fees	71,695	66,545
- Tax Audit Fees	27,575	25,000
- Other Services	38,914	50,000
Share Issue Expenses	1,790,815	305,511
Miscellaneous Expenses	512,841	398,005
	<b>4,961,609</b>	<b>3,214,670</b>
<b>Schedule "R" :-</b>		
<b>Finance Costs</b>		
Interest on Overdraft	702,769	167,828
Bank Charges	99,601	232,673
	<b>802,370</b>	<b>400,501</b>

## Nouveau Multimedia Limited

### Schedule "S" :- Significant Accounting Policies and Notes on Accounts

#### I. Significant Accounting Policies:

##### 1. Basis of Consolidation

###### i. Basis of Preparation :

The Consolidated Financial Statements are prepared in accordance with Accounting Standard (AS-21) on "Consolidated Financial Statements", notified by the Companies (Accounting Standard) Rules, 2006. Reference in these notes to the Parent Company means Nouveau Multimedia Limited, reference to Subsidiary Company means one subsidiary of Nouveau Multimedia Limited and reference to Group means the Parent Company and the Subsidiary Company.

###### ii. The Subsidiary considered in Consolidated Financial Statements is :-

Name of the Subsidiary	Country of Incorporation	% of voting Power held	
		As on 31-3-2010	As on 31-3-2009
Nouveau Shares & Securities Limited	India	100	100

###### iii. Principles of Consolidation :

- The financial statements of the Company and its subsidiary have been combined on a line-by-line basis by adding together the balances of like items of assets, liabilities, income and expenditure after fully eliminating the intra-group balances and intra-group transactions resulting in unrealised profit or loss.
  - The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances except to the extent as specified in Note No. 1 (iii) (c) below and are presented to the extent possible, in the same manner as the Company's separate financial statements.
  - As per past practice, the Subsidiary Company Nouveau Shares & Securities Limited has valued its closing stock of shares at "Cost Price" instead of "Scrip wise lower of cost or Market Price" which is being followed in valuation of inventories of shares in accordance with Accounting Standard - 13 issued by the ICAI. As a result, loss for the year is lower by Rs. 16,72,823/- (P.Y. Rs. 16,91,681/-) and closing stock is overstated to that extent.
- ##### 2. Other Significant Accounting Policies :

These are set out in the notes to accounts under significant accounting policies for financial statements of respective companies - Nouveau Multimedia Limited and Nouveau Shares & Securities Limited.
  - ##### 3. Provision for Taxation for the year has been made in accordance with the provisions of the Income Tax Act, 1961.

In terms of Accounting Standard 22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India the company has recognized Deferred Tax Liabilities amounting to Rs. 127,790/- (P.Y. Rs. 245,423/-) for the year ended 31st March, 2010 in the Profit & Loss Account.

Break up of Net Deferred Liabilities/(Assets) into major components of the respective balances are as follows:

Particulars	As at 31-3-2010	As at 31-3-2009
Deferred Tax Liabilities/(Assets) on account of:		
- Depreciation	294,283	190163
- Share Issue Expenses	Nil	Nil
- Disallowances u/s 40(a) of IT Act, 1961	Nil	(23671)
Net Deferred Tax Liabilities/(Assets)	294,283	166492

4. Earnings Per Share (EPS) :

Sr. No.	Particulars	Current Year	Previous Year
i.	Weighted Average Number of Equity Shares outstanding during the year	111,16,614	6171200
ii.	Net Profit / (Loss) after tax available for Equity Shareholders (Rs.)	17,12,784	4096565
iii.	Basic and Diluted Earnings Per Share (Rs.)	0.15	0.66
iv.	Nominal Value Per Share (Rs.)	10.00	10.00

The Company does not have any outstanding dilutive potential equity shares.

5. Related Party Disclosures:

a) Key Management Personnel

Mr. Krishan Khadaria	Managing Director of Parent Company & Director in Subsidiary Company
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b) Name of the enterprises having Key Management Personnel and / or their relatives as the reporting enterprise.

<p>Name</p> <p>Attribute Shares &amp; Securities Private Limited</p> <p>Better Home Buildcon Private Limited</p> <p>Golden Meadows Export Private Limited</p> <p>Hilton Vyapar Private Limited.</p> <p>Kashish Multitrade Pvt Ltd</p> <p>Kenex Builders Pvt. Ltd.</p> <p>Laxmiramuna Investment Pvt. Ltd.</p> <p>Oriental Industrial Resources Limited</p> <p>Safal Investment Ltd.</p> <p>Sukaniya Properties Pvt Ltd.</p> <p>Vibhuti Properties Pvt.Ltd.</p> <p>Nabeela Finvest Private Limited</p>
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# Nouveau Multimedia Limited

Amount (Rs.in lacs)

Nature of Transaction	Current Year		Previous Year	
	In relation to (a) above	In relation to (b) above	In relation to (a) above	In relation to (b) above
Purchases	-	-	-	-
Sales	-	4.00	-	36.00
Directors Remuneration	6.00	-	6.00	-
Reimbursement of Expenses	0.87	0.02	0.28	0.02
Unsecured Loan Taken	-	202.00	-	136.00
Repayment of Loans Taken	-	202.00	-	214.50
Loans Granted	-	10.00	-	112.50
Loans Received Back	-	120.00	-	2.50
Share Application money given	-	-	-	87.00
Share Application money refunded	-	-	-	87.00
Margin Money given	-	-	-	50.00
Margin Money refunded	-	-	-	50.00
Amount Outstanding at the year end :				
Receivables	-	3.60	-	110.00
Payables	-	6.70	-	6.70

Note : Related Parties as disclosed by Management and relied upon by Auditors.

## 6. Segment Reporting:

These are mainly four reporting segment of the Company namely

- i. Multimedia
- ii. Financial & Consultancy
- iii. Dealing in Shares & Securities
- iv. Trading in Software and Hardware

(Rs. In Lacs)

Sr. No.	Segment Revenue	Current Year	Previous Year
i.	Multimedia	131.32	254.61
ii.	Financial & Consultancy	6.56	0.39
iii.	Dealing in shares & securities	111.85	231.54
iv.	Software & Hardware	13259.63	-
	<b>Total</b>	<b>13509.35</b>	<b>486.54</b>

Sr. No.	Segment Results	Current Year	Previous Year
i.	Multimedia	40.11	107.99
ii.	Financial & Consultancy	6.56	0.39
iii.	Dealing in shares & securities	(2.34)	-
iv.	Software & Hardware	79.74	-
	<b>Total</b>	<b>124.07</b>	<b>108.38</b>
	Add : Income from sale of Fixed Assets	-	-
	Less : Interest	7.03	1.68
	Less : Depreciation	4.78	3.71
	Other un-allocable expenses net off un-allocable income	76.98	39.89
	<b>Total Profit Before Tax</b>	<b>35.28</b>	<b>63.10</b>



7. Disclosure as per AS 15 (Revised)

The principal assumptions used in the actuarial valuation of Gratuity are as follows:

Discount rate	8.00%
Expected rate of return on assets	6.00%
Expected rate of future salary increase	2.00%

Changes in present value of obligations

	(Rs. In Lacs)
Present value of obligation as at 31.03.2009	3.57
Interest Cost	0.29
Current Service Cost	0.53
Benefits paid	Nil
Actuarial loss on obligations	0.33
Present Value of obligation as at 31.03.2010	4.73

Liability recognized in the Balance Sheet

	(Rs. In Lacs)
Present value of obligation as at 31.03.2010	4.73
Fair Value of plan assets as at the end of the year	Nil
Unfunded status	4.73
Unrecognized Actuarial (Gain)/ loss	Nil
Net (Assets)/ Liability recognized in the Balance Sheet	4.73

Expenses recognized in the Profit and Loss Account

	(Rs. In Lacs)
Current Service Cost	0.53
Past Service Cost	3.57
Interest Cost	0.29
Expected return on plan assets	Nil
Net Actuarial (Gain)/ loss recognized during the year	0.33
Total Expenses recognized in the Profit and Loss account	4.73

8. Previous year's figures have been regrouped, re-arranged, wherever necessary, so as to make them comparable with current year's figures.

Signatures to Schedules "A" to "S"

For Singrodia Goyal & Co.  
Chartered Accountants

Narayan Pasari  
Partner  
Mem. No. 38095

Place : Mumbai  
Date: 30th August 2010

For Nouveau Multimedia Limited

Krishan Khadaria  
Managing Director

Manoj Bhatia  
Director

Place : Mumbai  
Date: 30th August 2010

Rupali Sawant  
Company Secretary

*Nouveau Multimedia Limited*

**Annexure - A : Consolidated Stock in Trade as on March 31, 2010**

Sr.No.	Name of the Scrips	As at 31st March, 2010		As at 31st March, 2009	
		Quantity	Amt. (Rs.)	Quantity	Amt. (Rs.)
<b>A. Equity Shares (Quoted) Fully Paid</b>					
1	Kotak Mahindra Bank Limited (Bonus Shares)	200	Nil	200	Nil
2	Force Motors Ltd.	100	28,200	100	28200
3	Bhushan Steel Ltd.	5,000	2,676,700	Nil	Nil
4	JMD Telefilm Industries Ltd.	1,000	65,750	Nil	Nil
5	Hariyana Ship Breakers Ltd.	9,100	73,710	9100	73710
6	Kiran Overseas	300	630	300	630
7	Masco Pharma	100	800	100	800
8	Olympia Capital Ltd.	61,500	67,650	61500	67650
9	Pentafour Products	100	725	100	725
10	Shaw Wallace	100	7,816	100	7816
11	South East Asia	100	16,359	100	16359
12	Trigyan Technologies	3	117	3	117
13	Uniplas	300	390	300	390
14	Warner Multimedia Ltd.	41,237	1,742,002	41237	1742002
<b>Total (A)</b>		<b>119140</b>	<b>4680849</b>	<b>113140</b>	<b>1938399</b>
<b>B. Equity Shares (Unquoted) Fully Paid</b>					
1	Galgotia Books & Departmental Pvt. Ltd.	Nil	Nil	5000	500000
2	Galgotio Publications Pvt.	25,000	2,500,000	25000	2500000
3	Inkam Finvest Pvt.Ltd.	Nil	Nil	50000	5000000
4	Luhariwala Finance & Investments Pvt. Ltd.	400	160,000	400	160000
5	Sukanya Properties Pvt.Ltd.	200	20,000	200	20000
6	UFI Insurance Brokers Pvt. Ltd.	Nil	Nil	50000	5000000
<b>Total (B)</b>		<b>25600</b>	<b>2680000</b>	<b>130600</b>	<b>13180000</b>
<b>Total (A)+(B)</b>		<b>144740</b>	<b>7360849</b>	<b>243740</b>	<b>15118399</b>

**Consolidated Cash Flow Statement for the year ended March 31, 2010**

Sr. No.	Particulars	for the period ended 31/3/10	for the year ended 31/3/09
<b>A.</b>	<b>Cash Flow from Operating Activities:</b>		
	Net profit before tax & extra ordinary items	3,528,241	6,309,988
	<u>Adjustment for:</u>		
	- Depreciation	477,647	371,020
	- Prior period expenses	-	(71,500)
	- Profit on sale of fixed assets	-	-
	- Share Issue Expenses	1,790,815	305,511
	- Interest received	(653,981)	(38,553)
	- Dividend received	-	-
	Operating profit before working capital changes	5,142,722	6,876,466
	<u>Adjustment for:</u>		
	Increase in Loans & Advances	(117,291,607)	(10,063,526)
	Decrease in Sundry debtors	(395,035,057)	779,463
	Decrease in Inventories	9,219,449	21,563,438
	Increase in Trade payables	403,742,181	10,254,528
		(99,365,034)	22,533,903
	Cash Generated from Operations	(94,222,312)	29,410,370
	Taxes Paid	(1,988,350)	(1,572,159)
	Net Cash from Operating Activities	<u>(96,210,662)</u>	<u>27,838,210</u>
<b>B.</b>	<b>Cash Flow From Investing Activities:</b>		
	Purchase of fixed assets	(17,108,818)	(658,369)
	Sale of fixed assets	-	-
	Interest received	653,981	38,553
	Dividend received	-	-
	Net Cash from Investing activities	<u>(16,454,837)</u>	<u>(619,816)</u>
<b>C.</b>	<b>Cash Flow From Financing Activities:</b>		
	Share Issue Expenses	(1,790,815)	(305,511)
	Share Capital	92,568,000	-
	Proceeds of Unsecured Loans	20,045,234	(8,850,000)
	Net Cash from Financing Activities	<u>110,822,419</u>	<u>(9,155,511)</u>
	Net increase in Cash and Cash Equivalents	<u>(1,843,081)</u>	<u>18,062,883</u>
	Cash & Cash Equivalents (Opening)	24,630,040	6,567,156
	Cash & Cash Equivalents (Closing)	<u>22,786,959</u>	<u>24,630,040</u>

Note : 1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard - 3 on Cash Flow Statement notified by the Companies (Accounting Standard) Rules, 2006.

2 Cash & Cash Equivalents at the end of the year consist of Cash in Hand and Balances with Banks and are net of Short Term Loans and Advances from banks as follows :

Particulars	As at 31-03-2010	As at 31-03-2009
Cash in Hand	312,876	680,169
Balances with Banks	22,474,083	23,949,871
	<u>22,786,959</u>	<u>24,630,040</u>

3 Previous year's figures have been regrouped, rearranged wherever necessary in order to conform to current year's presentation

As per our report of even date attached  
For Singrodia Goyal & Co.  
Chartered Accountants

Narayan Pasari  
Partner  
Mem. No. 38095

Place : Mumbai  
Date: 30th August 2010

For & on behalf of the Board of Directors

Krishan Khadaria  
Managing Director

Manoj Bhatia  
Director

Place : Mumbai  
Date: 30th August 2010

Rupali Sawant  
Company Secretary