

19th Annual Report

Of

Omega Interactive Technologies Limited

**308, Maker Bhavan No. III, 21,
New Marine Lines,
Mumbai - 400 020.**

Email : omegainteractive.technologies@gmail.com

OMEGA INTERACTIVE TECHNOLOGIES LIMITED

REGISTERED OFFICE

308, Maker Bhavan No. III,
21, New Marine Lines,
Mumbai – 400 020.

BOARD OF DIRECTORS

Mrs. Renu Mahesh Kumar Soni
Mr. Rajesh Srinivas Nawathe
Mr. Krishan Kumar Bhajanlal Rathi

BANKERS

AXIS Bank Limited
The Saraswat Co-op. Bank Limited
SBI Comm. & International Bank Ltd.

AUDITORS

M/s. Sampat Mehta & Associates
Chartered Accountants
3, Kapur Mansion, 47, Hughes Road,
Mumbai – 400 007.

STOCK EXCHANGE

Bombay Stock Exchange Limited
Cochin Stock Exchange Limited

REGISTRAR & TRANSFER AGENT

Link Intime India Private Limited
C – 13, Pannalal Silk Mills Compound,
LBS Marg, Bhandup,
Mumbai – 400 078.

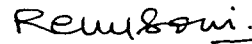
NOTICE TO THE MEMBERS

NOTICE is hereby given that the Nineteenth Annual General Meeting of the members of **OMEGA INTERACTIVE TECHNOLOGIES LIMITED** will be held on Monday, 30th September, 2013 at 4.00 P. M. at Vaastu Darshan – “B”, 3rd Floor, Azad Road, Andheri (East), Mumbai – 400 069 to transact, with or without modification(s) the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2013 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Krishan Kumar Rathi who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint M/s. Sampat Mehta & Associates, Chartered Accountants having Firm Registration No. 109038W as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorise the Board to fix their remuneration

**For and on behalf of the Board
For OMEGA INTERACTIVE TECHNOLOGIES LIMITED**


**Renu M. Soni
Director**



REGISTERED OFFICE :

308, MAKER BHAWAN NO. III,
21, NEW MARINE LINES,
MUMBAI – 400 020.

DATE : 31st MAY, 2013.

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the “Meeting) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the company. The instrument appointing the proxy should, however, be deposited at the registered office of the company not less than forty eight hours before the commencement of the meeting.
2. The Register of Members and the Share Transfer Books of the company will remain closed from 27/09/2013 to 30/09/2013 (both days inclusive).

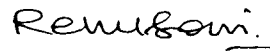
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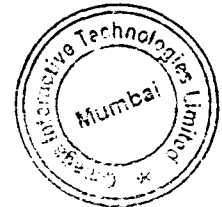
3. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. Members desirous of seeking any information concerning the accounts of the company are requested to address their queries in writing to the company at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.
5. Members / Proxies are requested to please bring their copies of the Annual Report to the meeting since copies of the Annual Report will not be distributed at the meeting.
6. The company has listed its shares on Stock Exchange Limited, Mumbai and Cochin.
7. The company has appointed M/s. **LINK INTIME INDIA PRIVATE LIMITED** as Common Registrar & Transfer Agent of the company for physicals as well as demat mode of transfers. Members holding Shares in physical form are requested to notify immediately any change in their address with PIN CODE to the Registrar and Transfer Agent of the company Members are therefore requested to send their grievances to them for early disposal at the address given below :

M/s. LINK INTIME INDIA PRIVATE LIMITED
Unit : [**Omega Interactive Technologies Limited**]
C/13, Pannalal Silk Mills Compound, LBS Marg,
Bhandup [West], Mumbai - 400 078.
Tel: 022-2596 3838, Fax: 022-2594 6962.
Email id : mumbai@linkintime.co.in

8. All documents referred to in the Notice are open for inspection at the registered office of the company during office hours on all working days except public holidays between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.
9. Members/Proxies holding their Shares in Physical mode are requested to fill the enclosed attendance slip and handover the same at the entrance with signature. In the absence thereof, they may not be admitted to the meeting venue.
10. Members who are holding shares in dematerialised form are requested to bring their Client ID and DP ID numbers for easy identification at the meeting.
11. In all correspondence with the company, members are requested to quote their Folio No. and in case their shares are held in demat form, they must quote their DP ID and Client ID Number.

For and on behalf of the Board
For OMEGA INTERACTIVE TECHNOLOGIES LIMITED


Renu M. Soni
Director



REGISTERED OFFICE :
308, MAKER BHAWAN NO. III,
21, NEW MARINE LINES,
MUMBAI – 400 020.

DATE : 31st MAY, 2013

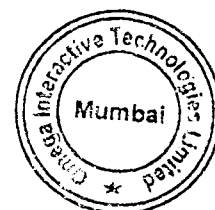
Details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting. (In pursuance of Clause 49 (vi) (A) of the Listing agreement.)

Director seeking appointment & re-appointment

| | |
|---|---|
| Name of the Director. | Mr. Krishan Kumar Bhajanlal Rathi (DIN – 00156061) |
| Date of Birth. | 14/06/1959 |
| Date of Appointment. | 24/09/2009 |
| Expertise in any specific functional Area. | He has been associated with the Company since 24th September |
| Qualification | B.Com. |
| Directorships held in other companies. (Excluding foreign-Companies.) | Ishwardas Clearing Agency Private Limited Mykindasite International Private Limited Malvern Trading Private Limited |
| Committee position held in other Companies. | Nil |
| Shareholding in the company | Nil |

For and on behalf of the Board
For OMEGA INTERACTIVE TECHNOLOGIES LIMITED

Renu M. Soni
Renu M. Soni
Director



REGISTERED OFFICE :
308, MAKER BHAWAN NO. III,
21, NEW MARINE LINES,
MUMBAI – 400 020.

DATE :31ST MAY, 2013.

DIRECTORS' REPORT TO THE SHAREHOLDERS

Your Directors have great pleasure in presenting their Eighteenth Annual Report together with the Audited accounts for the year ended 31st March, 2013.

FINANCIAL RESULTS :

| Particulars | 2012-2013 (Rupees) | 2011-2012 (Rupees) |
|----------------------------|-----------------------|-----------------------|
| Total Income | 6,57,291 | 8,83,773 |
| Profit before tax | 2,37,586 | 4,38,154 |
| Tax expense: | | |
| -Current tax | 45,300 | - |
| -Deffered tax | - | - |
| -Earliers Years | - | - |
| Profit for the year | 1,92,286 | 4,38,154 |

OPERATIONS :

During the year your company has earned profit after tax of Rs. 1.92 lacs against a profit after tax of Rs.4.38 lacs in the previous year. Your Directors are hopeful to achieve the better result in the current year.

DIVIDEND :

Due to carry forward losses, your Board has decided not to recommend any dividend for the year ended 31st March, 2013.

FIXED DEPOSITS :

Your Company has not accepted any deposit during the year within the meaning of section 58A of the Companies Act, 1956 from Public and the rules made there under.



[Cont...2]

DIRECTORS RESPONSIBILITY STATEMENT :

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

1. In the preparation of the annual accounts, the applicable accounting standards have been followed alongwith proper explanation relating to material departures ;
2. Appropriate policies have been selected and applied consistently and judgments and estimates wherever made 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 year;
3. Proper and sufficient care has been taken 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;
4. The annual accounts have been prepared on a going concern basis.

DIRECTORS

Mr. Krishan Kumar Bhajanlal Rathi. Director of the company retires by rotation from the Board of Directors and being eligible. offers himself for re-appointment.

AUDITORS :

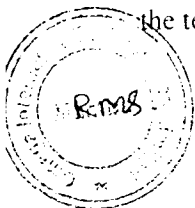
M/s. Sampat Mehta & Associates, Chartered Accountants, Auditors of the Company are retiring at the ensuing Annual General Meeting. They are eligible for re-appointment and have expressed their willingness to act as auditors, if re-appointed. The Company has received a certificate from them that they are qualified under section 224 (1) of the Companies Act, 1956, for appointment as Auditors of the Company. Members are requested to consider their appointment at a remuneration to be decided by the Board of Directors for the financial year ending 31st March, 2014 as set out in the Notice convening the Meeting.

AUDITORS' OBSERVATIONS :

The observations of the auditors contained in their Report have been adequately dealt with in the Notes to the Accounts given in Schedule "R" which are self explanatory and, therefore, do not call for any further comments.

AUDIT COMMITTEE :

In accordance with the provisions of the Listing Agreement and Companies Act, 1956, the Company has constituted an Audit Committee. The Audit Committee acts in accordance with the terms of reference specified from time to time by the Board.



[Cont...3]

MERGER :

A scheme of amalgamation of the subsidiaries i.e. Mykindasite International Private Limited and Malvern Trading Private Limited with Omega Interactive Technologies Limited under the provisions of Sections 391 to 394 of the Companies Act, 1956 has been approved by Honourable High Court of Judicature at Bombay. The assets and liabilities of the above said companies is transferred to and vested in the Company as a going concern basis.

DEPOSITORY SERVICES :

The Company's Equity Shares have been admitted to the depository mechanism of the National Securities Depository Limited (NSDL) and also the Central Depository Services Limited (CDSL). As a result the investors have an option to hold the shares of the Company in a dematerialized form in either of the two Depositories. The Company has been allotted ISIN No. INE292C01011.

Shareholder's therefore are requested to take full benefit of the same and lodge their holdings with Depository Participants [DPs] with whom they have their Demat Accounts for getting their holdings in electronic form.

CORPORATE GOVERNANCE :

Your company continued to practice good governance as set out by the Securities & Exchange Board of India. In addition to the basic governance issues, the Board laid a strong emphasis on transparency, accountability and integrity. The detailed report on compliance of Corporate Governance and Management Discussion Analysis as stipulated in Clause 49 of the Listing Agreement is enclosed and form part of this Report.

SUBSIDIARY COMPANY :

The affairs of the subsidiary company namely Mykindasite International Private Limited and Malvern Trading Private Limited have been reviewed by the directors of your company. Further as required under Section 212 of the Companies Act, 1956, the Annual Reports for the Financial Year 2012 – 2013 also includes the Accounts for the year ended 31st March, 2013 of the subsidiary companies.

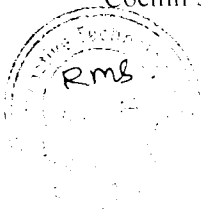
CODE OF CONDUCT :

Your company is committed to conducting its business in accordance with the applicable laws, rules and regulations and highest standards of business ethics. In recognition thereof, the Board of Directors has implemented a Code of Conduct for adherence by the Directors and Senior Management Personnel of the company. This will help in dealing with ethical issues and also foster a culture of accountability and integrity.

LISTING :

The company has listed its Equity Shares on Bombay Stock Exchange Limited, Mumbai and Cochin Stock Exchange Limited, Cochin.

[Cont...4]



PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

The information pursuant to section 217 (I) (e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 are not applicable to the company as the company is not engaged in manufacturing activities.

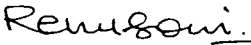
PARTICULARS OF EMPLOYEES :

None of the employees of the company came within the purview of the information required U/s. 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended.

ACKNOWLEDGMENT :

The Directors wish to convey their appreciation to the company's shareholders, customers, bankers and distributors for the support they have given to the Company and the confidence, which they have reposed in its management and the employees for the commitment and dedication shown by them.

**For and on behalf of the Board
For OMEGA INTERACTIVE TECHNOLOGIES LIMITED**


**Renu M. Soni
Director**

REGISTERED OFFICE :
308, MAKER BHAWAN NO. III,
21, NEW MARINE LINES
MUMBAI - 400 020.

DATE : 31st MAY, 2013.

ANNEXURE TO THE DIRECTORS' REPORT

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE :

OMEGA INTERACTIVE TECHNOLOGIES LIMITED (OITL) is committed to adhere to the corporate governance code as prescribed by the SEBI and Stock Exchange and has accordingly implemented various aspects of the code.

To implement the Corporate Governance practice, **OMEGA INTERACTIVE TECHNOLOGIES LIMITED**, has a well defined policy consisting of the following:

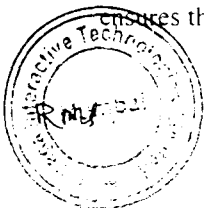
- Ensure that the Quality and frequency of Financial and Managerial Information's, which the Management shares with the Board, fully placed before the Board Members in control of the Company's affairs.
- Ensure that the Board exercises its Fiduciary responsibilities towards Shareowners and Creditors, thereby ensuring high accountability.
- Ensure that the extent to which the information is disclosed to present and potential investors is maximized.
- Ensure that the decision-making is transparent and documentary evidence is traceable through the minutes of the meetings of the Board/Committees thereof.
- Ensure that the Board, the Management, the Employees and all the other stakeholders are fully committed to maximizing long-term value to the shareowners and to the Company.
- Ensure that the core values of the Company are protected.
- Ensure that the Company positions itself from time to time to be at par with any other world-class Company in operating practices.

BOARD OF DIRECTORS :

The Company presently has Three Directors. One of them is Executive and the remaining two are Non Executive Director. Both the Non Executive Directors are Independent Directors and professionals with expertise and experience in general corporate management, finance and other allied fields.

As per clause 49 of the Listing Agreement, if the Chairman is the Executive Chairman at least half of the board should consist of Non Executive and Independent Directors. In case of OITL, two of the total three Directors are Non Executive and Independent and remaining one is Executive Director which is very much in Compliance of the Clause 49 of the Listing Agreement.

Composition of the Board of Directors has a healthy mix of Executive & Non Executive Directors & ensures the desired level of independence and functioning & decision making.



[Cont...2]

... 2 ...

The details of composition of the Board, category, number of other Directorships and other Committee Memberships are as follows:

From here

BOARD MEETINGS:

During the year under review the Board of Directors of the company met 4 times on 31st May, 2012, 14th August, 2012, 12th November, 2012 and 8th February, 2013. The maximum gap between two meetings was not more than four calendar months as specified in Clause 49.

The details of composition of the Board, category, attendance of Directors at Board Meetings during the financial year and last Annual General Meeting, number of other Directorships and other Committee Memberships are given below:

| Name of Director | Category | No. of Board Meeting attended | Attendance at last AGM | No. Of Other Directorships Held As on 31/03/2013 | | Outside Committee Position Held As on 31/03/2013 | |
|-----------------------------|----------|-------------------------------|------------------------|--|---------|--|------|
| | | | | Public | Private | Mem. | Chmn |
| Mr. Krishan Kumar Rathi | NEID | 4 | Yes | -- | 1 | -- | -- |
| Mr. Rajesh Srinivas Nawathe | NEID | 4 | Yes | 2 | 1 | -- | -- |
| Mrs. Renu M. Soni | ED | 4 | Yes | -- | 1 | -- | -- |

NEID stands for Non Executive and Independent Director.

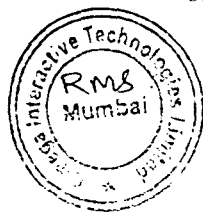
ED stands for Executive Director.

INFORMATION SUPPLIED TO THE BOARD :

The Board has complete access to all information with the Company & to any of the employee of the Company. The Board is provided with all the relevant information on the important matters affecting the working of the Company as well as the related details required deliberations by the members of the board.

Among others, this includes:

- Annual operating plans, capital budgets and updates.
- quarterly results of the Company and its operating divisions.
- minutes of meeting of audit committee and other committees.
- information on recruitment and remuneration of senior officers just below the board level.
- general notices of interests.
- Materially important show cause, demand, prosecution and penalty notices.
- Fatal or serious accidents or dangerous occurrences.
- details of any joint venture of collaboration agreement.
- sale of material nature of investments, subsidiaries, assets which is not in the normal course of business.



[Cont...3]

- foreign exchange exposure and the steps taken by the management to limit the risk of adverse exchange rate movement.
- Any materially significant effluent or pollution problem.
- Any issue which involves possible public or product liability claims of a substantial nature.
- Significant development in the human resource and industrial relations fronts.
- Legal compliances reporting system.

The Board is routinely presented with all information under the above heads whenever applicable and materially significant.

As mandated by the revised Clause 49, the independent Directors on the board of the Company :

- Apart from receiving Director's remuneration, do not have any material pecuniary relationships or transactions with the company, its promoters, its Directors, its senior management or its holding company, its subsidiaries and associates that may affect independence of the director.
- Are not related to promoters or persons occupying management positions at the board level or at one level below the board.
- Have not been an executive of the company in the immediately preceding three financial years.
- Are not partners of the firm or executives of the company or were not partners of the firm or executives of the company during the preceding three years.
- Are not associated with Statutory audit firm or the internal audit firm that is associated with the Company.
- Are not associated with Legal firm(s) and consulting firm(s) that have a material association with the Company.
- Are not material suppliers, services providers or customers or lessors or lessees of the company, which may affect independence of the Director.
- Are not substantial Shareholders of the Company i.e. do not own two percent or more of the block of voting shares.

The Board is routinely presented with all information under the above heads whenever applicable and materially significant.

COMMITTEES OF DIRECTORS :

To focus effectively on the issues and ensure expedient resolution of the diverse matters, the Board has constituted a set of Committees with specific terms of reference / scope. The committee operates as empowered agents of the board. The inputs and details required for the decision is provided by the operating managers. The Minutes of the Meeting of the all Committees of the board are placed before the board for discussions / noting.



Details of the committee of the board and other related information are as follows:

a) **AUDIT COMMITTEE :**

The Company has a qualified and independent Audit Committee comprising of three Directors. The broad terms of reference of the Audit Committee are in consonance with the provisions of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement. All the members have financial and accounting knowledge.

The Committee acts as a link between the Management, the Statutory Auditors and the Board of Directors of the Company. The Committee focus its attention on monitoring the financial reporting system within the company, considering quarterly & Annual Financial Results of the company and submitting its observations to the Board of Directors before its adoption by the Board, review of the internal audit report & internal control system, audit methodology and process, major accounting policies and practice, compliance with accounting standards. Committee also reviews the legal compliance reporting system.

Representative of the statutory auditors is always invited to attend these meetings.

The Committee met 4 times during the financial year ended 31st March, 2013.

Attendance record at the meetings of the Audit Committee of Directors during financial year 2012 – 2013.

The name of Members of Committee and their attendance are as follows:

| Name of the Members | Status | No. of Meetings Attended |
|-----------------------------|---------------|---------------------------------|
| Mr. Krishan Kumar Rathi | Chairman | 4 |
| Mr. Rajesh Srinivas Nawathe | Member | 4 |
| Mrs. Renu M. Soni | Member | 4 |

All the members have financial and accounting knowledge.

The meetings of the Audit Committee are also attended by Head of Accounts department and representative of statutory auditors.

The Chairman of the Committee Mr. Krishan Kumar Rathi was present at the Annual General Meeting held on 29th September, 2012 to attend the shareholder's queries.



[Cont...5]

b) **SHAREHOLDERS & INVESTORS GRIEVANCE COMMITTEE :**

The Company has constituted a Shareholders' & Investors Grievance Committee at board level to strengthen the investor relations and to inter-alia look into issues relating to Shareholder Grievances pertaining to transfer of shares, non receipt of declared dividends, non receipt of Annual Report, issues concerning de-materialisation etc.

The Committee met 4 times during the financial year on 31st March, 2013.

The composition of the Shareholders' Committee and details of the meetings attended by the Directors during the year 2012 – 2013 are given below:

The name of Members of Committee and their attendance are as follows:

| Name of the Members | Status | No. of Meetings Attended |
|-----------------------------|----------|--------------------------|
| Mr. Krishan Kumar Rathi | Chairman | 4 |
| Mr. Rajesh Srinivas Nawathe | Member | 4 |
| Mrs. Renu M. Soni | Member | 4 |

Mr. Biswanath Sarkar is Compliance Officer.

DETAILS OF INVESTORS COMPLAINTS RECEIVED DURING THE YEAR:

| Sr. No. | Nature of Compiants | Received | Disposed | Pending |
|---------|---|----------|----------|---------|
| 1. | Non receipt of Dividend Warrants. | NIL | NIL | NIL |
| 2. | Non receipt of Share Cert. After Transfer & others. | NIL | NIL | NIL |
| TOTAL | | NIL | NIL | NIL |

Shareholding of Non Executive Directors

The shareholding in the Company by the Non Executive Directors in their own name is NIL

CODE OF CONDUCT :

The Company has adopted a Code of Conduct for the Directors and senior management of the Company. The members of the Board and senior management of the Company have submitted their affirmation on compliance with the code for the effective period. The Declaration by the Chairman and Managing Director to that effect forms part of this Report.

MANAGEMENT DISCUSSIONS & ANALYSIS :

Management discussion and analysis report is given in a separate section forming part of the Directors' Report in this annual report.



[Cont...6]

STEPS FOR PREVENTION OF INSIDE TRADING :

In compliance of the SEBI (Prevention of inside Trading) Regulations as amended in 2002, the Company has issued comprehensive guidelines advising and cautioning management staff and other relevant business associates on the procedure to be followed while dealing in equity shares of OITL, and disclosure requirements in this regard. Company believes that “The Code of Internal Procedure and Conduct” and ‘The Code of Corporate Disclosures Policies’ framed by it in this regard will help in ensuring compliance of the amended SEBI regulations.

DISCLOSURES :

The necessary disclosures regarding the transactions entered into with the related parties are given in the notes to the accounts. There were no transactions of the material value with related parties viz., Promoters, Directors, or the Management or Relatives having any potential conflict with the interest of the company.

NON-COMPLIANCES :

There were no instances of non compliance on any matter related to the capital market during the last three years. No penalties or strictures were imposed on the company by any Stock Exchange or SEBI or any other statutory authority on any matter related to capital market during last three years.

Details of compliance with mandatory requirement and adoption of non mandatory requirement.

The Company has complied with all mandatory requirement of Clause 49 of the Listing Agreement with the Stock Exchange and has implemented the following non mandatory requirements:

1. AUDIT QUALIFICATION :

It is always the companies endeavor to present unqualified financial statements. There are no audit qualifications in the company’s financial statement for the year under review.

2. TRAINING OF BOARD MEMBERS :

Directors are fully briefed about all business related matters risks assessment market conditions of the product manufactured by the company, competition and new initiative proposed by the company.

CEO/CFO CERTIFICATION :

As required under Clause 49 of the Listing Agreement a Certificate duly signed by Mrs. Renu M. Soni, Director has been obtained. The certificate is annexed to this report.

AUDITORS’ CERTIFICATE ON CORPORATE GOVERNANCE:

The Company has obtained a certificate from Auditors of the company regarding compliance with the provisions relating to the corporate governance laid down in clause 49 of the listing agreement with the Stock Exchanges. This certificate is annexed to the report.



DECLARATION:

I, Mrs. Renu Soni, Director of **OMEGA INTERACTIVE TECHNOLOGIES LIMITED** hereby affirm and declare, to the best of my knowledge and belief, and on behalf of the Board of Directors of the Company and senior management personnel, that:

The Board of Directors has laid down a code of conduct for all Board members and senior management of the Company [‘the code of conduct’];

The code of conduct has been complied with;

GENERAL SHAREHOLDERS INFORMATIONS :**GENERAL BODY MEETINGS :**

The last three Annual General Meetings were held as under:

| Financial Year | Date | Time | Venue |
|------------------------------|----------------------------------|-----------|--|
| 31 st March, 2010 | 29 th August, 2011 | 2.00 p.m. | Registered Office |
| 31 st March, 2011 | 29 th September, 2012 | 4.00 p.m. | Registered Office |
| 31 st March, 2012 | 30 th September, 2013 | 4.00 p.m. | 3 rd Floor, Vaastu Darshan, B – Wing, Azad Road, Andheri (East), Mumbai – 400 069. |

All the matters as set out in the respective notices were passed by the Shareholders. No special resolution was required to be put through postal ballot last year.

MEANS OF COMMUNICATION :

- Quarterly results are sent to the Stock Exchange as required under the Listing Agreement and are published in local newspapers which have widely circulation.
- All items required to be covered in the Management Discussion and Analysis has been included in the Management Discussion and Analysis as attached to this Report.

GENERAL SHAREHOLDERS INFORMATIONS :

| | |
|------------------------|--|
| ANNUAL GENERAL MEETING | : 19 th Annual General Meeting. |
| DAY & DATE | : 30 th September, 2013. |
| TIME | : 4.00 p.m. |
| VENUE | : Vaastu Darshan – “B”, 3 rd Floor, Azad Road, Andheri (East), Mumbai 400 069. |

FINANCIAL CALENDAR :

- * Financial reporting for the quarter ended June 30, 2013: Mid of August, 2013.
- * Financial reporting for the quarter ended Sept.30, 2013: Mid of November, 2013.
- * Financial reporting for the quarter ended Dec. 31, 2013: Mid of February, 2014.
- * Financial reporting for the Year ended March 31, 2014 : Audited by May 31, 2014.

DATE OF BOOK CLOSURE :

30/09/2013 TO 30/09/2013 [Both days inclusive].



SHARE TRANSFER SYSTEM :

Share Transfer Requests are received at the registered office of the Company as well as directly at RTAs office. RTA does the verification and processing of documents. In order to comply with the requirement of SEBI circular Nos. SMD/POLICY/CIR-10/02 dated May 7, 2002 to effect transfer of shares within one month, the RTA has been authorised to process, approve and effect transfer of shares on behalf of the Company at fortnightly intervals. The share certificates duly endorsed for transfer are returned to shareholders within stipulated time.

TRANSFER UNDER PHYSICAL AND DEMAT MODE:

M/s. LINK INTIME INDIA PRIVATE LIMITED
Unit : [OMEGA INTERACTIVE TECHNOLOGIES LIMITED]
C/13, Pannalal Silk Mills Compound, LBS Marg,
Bhandup [West], Mumbai - 400 078.
Tel: 022-2596 3838, Fax: 022-2594 6962.
Email : mumbai@linkintime.co.in

COMPLIANCE OFFICER:

Mr. Biswanath Sarkar

ADDRESS FOR CORRESPONDENCE :

308, Maker Bhawan No. III,
21, New Marine Lines,
Mumbai 400 020
E-mail : omegainteractive.technologies@gmail.com
Telephone No. 22054104 / 22054105

OMEGA INTERACTIVE TECHNOLOGIES LIMITED

Registered Office:
308, Maker Bhawan No. III,
21, New Marine Lines,
Mumbai 400 020
E-mail : omegainteractive.technologies@gmail.com
Telephone No. 22054104 / 22054105

LISTING:

Bombay Stock Exchange Limited, Mumbai.
Cochin Stock Exchange Limited, Cochin

STOCK CODE OF THE COMPANY :

Bombay Stock Exchange Limited, Mumbai.
Scrip Name: **OMEGA INTERACTIVE TECHNOLOGIES LIMITED**
Scrip Code : 511644
Electronic Mode: INE113B01011

DEPOSITORY CONNECTIVITY: NSDL and CDSL.

ISIN NO. FOR THE COMPANY'S SECURITY: INE113B01011



DEMATERIALISATION OF SHARES :

As on March 31, 2013, 44,94,374 Shares representing 89.89% of total Equity Shares were held in dematerialized form with NSDL and CDSL.

Member can hold Shares in electronic forms and trade the same in Depository System. However, they may hold the same in physical form also.

STOCK PRICE DATA: [TAKEN FROM BSE SITE].

Stock Market price data for the year

| Month | High Price | Low Price |
|--------|------------|-----------|
| Apr 12 | 3.62 | 3.44 |
| May 12 | 3.43 | 3.27 |
| Jun 12 | 3.63 | 3.14 |
| Jul 12 | 3.81 | 3.81 |
| Aug 12 | 4 | 3.48 |
| Sep 12 | 3.31 | 3.15 |
| Oct 12 | 3 | 2.41 |
| Nov 12 | 2.43 | 2.18 |
| Dec 12 | 2.28 | 2.18 |
| Jan 13 | 2.52 | 1.84 |
| Feb 13 | 1.83 | 1.75 |
| Mar 13 | 1.76 | 1.44 |

SHAREHOLDING PATTERN AS ON MARCH 31, 2013 :

| Category | No. of shares held | % of shareholding |
|-------------------------------------|--------------------|-------------------|
| Indian Promoters | 4,20,998 | 8.42 |
| Private Bodies Corporate | 14,71,763 | 29.44 |
| Mutual Funds/Financial Institutions | 900 | 0.02 |
| Indian Public | 27,82,154 | 55.64 |
| NRI/OCBs | 1,39,550 | 2.79 |
| Others | 1,84,635 | 3.69 |
| Total | 50,00,000 | 100.00 |



[Cont...10]

DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2013 :

| No. of Equity Shares held | No. of Shareholders | No. of Shares held | % of Equity Capital |
|---------------------------|---------------------|--------------------|---------------------|
| Upto 500 | 2793 | 4,79,210 | 9.58 |
| 500-1000 | 287 | 2,41,795 | 4.84 |
| 1001-2000 | 163 | 2,52,585 | 5.05 |
| 2001-3000 | 61 | 1,51,540 | 3.03 |
| 3001-4000 | 21 | 75,864 | 1.52 |
| 4001-5000 | 25 | 1,17,637 | 2.35 |
| 5001-10000 | 41 | 3,05,513 | 6.11 |
| 10001 & above | 52 | 33,75,856 | 67.52 |
| Total | 3443 | 50,00,000 | 100.00 |

COMPLIANCE:

A certificate has been obtained from the Statutory Auditors of the Company regarding compliance of conditions of Corporate Governance and is attached to this report.

CODE OF CONDUCT FOR BOARD MEMBERS AND SENIOR MENAGEMENT:

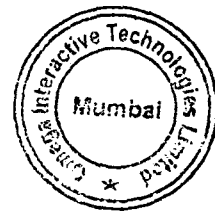
The Board of Directors has laid down the Code of Conduct for all the Board Members and members of Senior Management of the company. Certificate from the Managing Director affirming compliance of the said Code by all the Board Members and members of Senior Management of the Company to whom the code is applicable is annexed separately to this report.

POSTAL BALLOT:

The provision relating to Postal Ballot will be complied with in respect of matters, wherever applicable.

For and on behalf of the Board
For OMEGA INTERACTIVE TECHNOLOGIES LIMITED

Renu M. Soni
Renu M. Soni
Director

**REGISTERED OFFICE :**

308, MAKER BHAWAN NO. III,
21, NEW MARINE LINES,
MUMBAI – 400 020.

DATE : 31st MAY, 2013.



CEO CERTIFICATION

The Board of Directors
OMEGA INTERACTIVE TECHNOLOGIES LIMITED
Mumbai

Re: Financial Statements for the year 2012 – 2013 – Certification by CEO

I, Renu M. Soni, Director of **OMEGA INTERACTIVE TECHNOLOGIES LIMITED**, hereby certify that:

- (a) I have reviewed Financial Statements and the Cash Flow Statement for the financial year ended March 31, 2013 and to the best of our knowledge and belief:
 - 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 my knowledge and belief, no transactions entered into by the Company during the period, which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) I am responsible for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) I have indicated to the Auditors and the Audit Committee that:
 - i. there have been no significant changes in internal control over financial reporting during the year;
 - ii. there have been no significant changes in accounting policies during the year; and
 - iii. there have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **OMEGA INTERACTIVE TECHNOLOGIES LIMITED**

Renu M. Soni
Renu M. Soni
Director



DATED : 31st MAY, 2013

SAMPAT MEHTA & ASSOCIATES

(Regd.)

CHARTERED ACCOUNTANTS

3, Kapur Mansion,
47, Hughes Road,
Mumbai - 400 007.
Tel. No. +91 22 6141 1200
Fax No. +91 22 6141 1212
E-mail : info@sampatmehta.com
URL : www.sampatmehta.com

AUDITORS' CERTIFICATE

To
The Members,
OMEGA INTERACTIVE TECHNOLOGIES LIMITED,

We have examined the compliance of conditions of Corporate Governance by **OMEGA INTERACTIVE TECHNOLOGIES LIMITED** for the year ended on March 31, 2013, as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination 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.

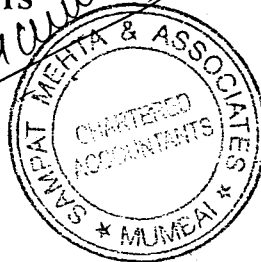
In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the Listing Agreement.

L

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 **SAMPAT MEHTA & ASSOCIATES**
CHARTERED ACCOUNTANTS

[SANJEEV JHAVERI]
PARTNER
M. NO. 38945



PLACE : MUMBAI.
DATED : 31st MAY, 2013



OMEGA INTERACTIVE TECHNOLOGIES LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS OVERVIEW :

The main business of the Company is Industrial and Domestic purposes.

OPPORTUNITIES, THREATS, RISKS, CONCERNS AND OUTLOOK :

The year under review experienced a global slow down in economic growth, which had its impact in India too. Despite recessionary trends, Company's performance increased substantially.

The general outlook with respect to this Industry in India is of caution under immense competitive pressure. However the intrinsic strength of your company has helped us to effectively overcome such pressure and the sales therefore should register a modest but definite growth.

PERFORMANCE OF THE COMPANY :

The challenges described above did restrict the sales growth to a modest rate, however, your Company managed to achieve a substantial growth in Net Profit. During the current financial year the Company is working towards further improvement in its profitability.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY :

Internal Control Systems are designed to ensure the reliability of financial and other record and accountability of executive action to the management's authorisation. The Statutory Auditors have evaluated the system of internal controls of the Company and have reported that the same are adequate and commensurate with the size of the Company and nature of its business.

The internal control systems are reviewed by the top Management and by the Audit Committee of the Board and proper follow up action is ensured wherever required.

FINANCIAL PERFORMANCE:

The highlights of the financial performance of the Company for the year under review are as under:

- a. The Net profit was 2.38 lacs as against Net profit of Rs.4.38 lacs during the previous year.
- b. The total income decreased to Rs.6.57 lacs as against Rs.8.84 lacs in the previous year.

[Cont...2]

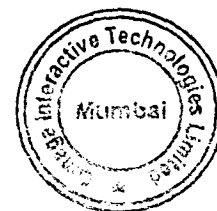


CAUTIONARY STATEMENT:

Statement in the Management Discussion and Analysis describing the Company's objectives, expectations, estimates or predictions may be forward looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include global and domestic supply and demand conditions affecting selling prices of finished goods, input availability and prices, changes in Government regulations, tax laws, economic developments within the country and other incidental factors. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis, of any subsequent developments, events or information.

**For and on behalf of the Board
For OMEGA INTERACTIVE TECHNOLOGIES LIMITED**

Renu M. Soni
**Renu M. Soni
Director**



REGISTERED OFFICE :
308, MAKER BHAWAN NO. III,
21, NEW MARINE LINES,
MUMBAI - 400 020.

DATE: 31st MAY, 2013

Independent Auditor's Report

To the Members of OMEGA INTERACTIVE TECHNOLOGIES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of OMEGA INTERACTIVE TECHNOLOGIES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2013 and Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

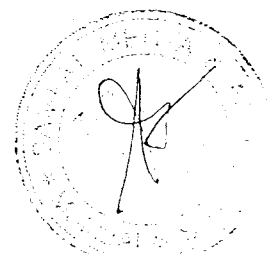
An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

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

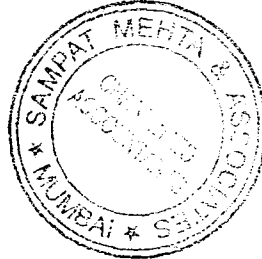


Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that :
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

**For SAMPAT MEHTA & ASSOCIATES
CHARTERED ACCOUNTANTS**

Firm No. 109038W



(Signature)
(CA SANJIV JHAVERI)
PARTNER
M. No. 38945

PLACE : MUMBAI
DATE : 31st MAY, 2013

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

ANNEXURE IN TERMS OF PARA 1 OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF OMEGA INTERACTIVE TECHNOLOGIES LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2013.

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) All the assets have been physically verified by the management during the year and there is 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 and we are informed that no material discrepancies were noticed by the management on such verification.
- (c) The Company has not disposed off a substantial portion of fixed assets during the year.
- (ii) (a) The Company has not granted/taken unsecured loan to/from parties covered in the register maintained under section 301 of the Companies Act, 1956. The provision's of sub clause (b) to (g) of Clause (iii) of para 4 of the aforesaid Order are not applicable to the Company for the year under report.
- (iii) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the company and the nature of its business with regards to providing of services. During the course of our audit, we have not observed any major weaknesses in internal controls systems.
- (iv) (a) According to the information and explanations given to us and as per the written confirmation given to us and as per the tests conducted by us, we are of the opinion that there are no contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public and consequently the provisions of Section 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 are not applicable. To the best of our knowledge and according to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- (vi) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- (vii) We are informed by the Management that the Central Government has not prescribed the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 for any of the products of the Company.

[Cont...2]

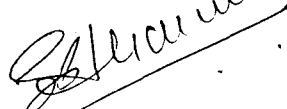
- (viii) (a) In our opinion and according to the information and explanations given to us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education Protection Fund dues, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues which are applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty and Cess were in arrears, as at 31st March 2013 for a period of more than six months from the date they became payable.
- (b) According to the information and explanation given to us, the following are the disputed amounts which are in arrears, as at 31st March 2013 for a period of more than six months from the date they became payable

| Name of the Statute | Forum of dispute | Nature of Dues | Amount (Rs) | Period to which amount relates |
|---------------------|--------------------|-----------------|-------------|--------------------------------|
| Income Tax | Appellate Tribunal | Assessment Dues | 5,48,203/- | 22.03.1994 to 19.07.1996 |

- (ix) There are no accumulated losses of the company at the end of year as there has been a merger of two Subsidiaries with the company and the past losses have been adjusted against reserves as per High Court Order dated 03rd May, 2013 (Refer Note no "22"). The company has not incurred cash losses during the financial year covered by our audit and not in the immediately preceding financial year.
- (x) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that the no funds raised on short-term basis have been used for long-term investment.
- (xi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.
- (xii) In our opinion, the provisions of clauses ii, xi, xii, xiii, xiv, xv, xvi, xviii, xix, xx of para 4 of the aforesaid Order are not applicable to the Company for the year under report.

For **SAMPAT MEHTA & ASSOCIATES**
CHARTERED ACCOUNTANTS

Firm No. 1090384W


(CA SANJIV JHAVERI)
PARTNER
M. No. 38945

PLACE : MUMBAI
DATE : 31st MAY, 2013

OMEGA INTERACTIVE TECHNOLOGIES LIMITED

BALANCE SHEET AS AT 31st MARCH, 2013

(In Rupees)

| Particulars | Note No. | As At 31st March, 2013 | As At 31st March, 2012 |
|--------------------------------------|----------|------------------------|------------------------|
| <u>Equity and Liabilities</u> | | | |
| 1) Shareholders' Funds | | | |
| a) Share Capital | 2 | 5,000,000 | 5,000,000 |
| b) Reserves and Surplus | 3 | 2,215,737 | 2,023,451 |
| | | 7,215,737 | 7,023,451 |
| 2) Current Liabilities | | | |
| a) Other Current Liabilities | 4 | 27,575 | 19,545 |
| Total | | 7,243,312 | 7,042,996 |
| <u>Assets</u> | | | |
| 1) Non-Current Assets | | | |
| a) Fixed Assets | 5 | | |
| i) Tangible Assets | | 103,058 | 123,844 |
| b) Non-Current Investments | 6 | 12,500 | 12,500 |
| c) Long-Term Loans and Advances | 7 | 6,070,675 | 4,050,247 |
| d) Other Non-Current Assets | 8 | 3,125 | 3,125 |
| | | 6,189,358 | 4,189,716 |
| 2) Current Assets | | | |
| a) Cash and cash equivalents | 9 | 849,394 | 680,185 |
| b) Short-Term Loans and Advances | 10 | - | 2,000,000 |
| c) Other Current Assets | 11 | 204,559 | 173,096 |
| | | 1,053,953 | 2,853,281 |
| Total | | 7,243,312 | 7,042,996 |

Notes forming part of the financial statements

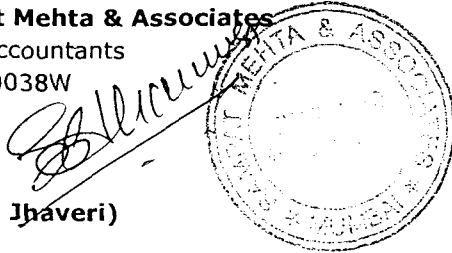
1-23

As per our attached report of even date

For Sampat Mehta & Associates

Chartered Accountants

FRN No. 109038W



(CA. Sanjiv Jhaveri)

Partner

M No.38945

PLACE: MUMBAI

Date: 31st May, 2013

For and on behalf of the Board

Renuboni

Director

Tom 5.12.13

Director

V.K. Pooja

Director



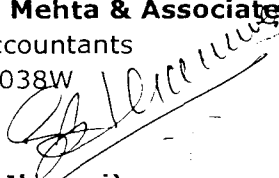
OMEGA INTERACTIVE TECHNOLOGIES LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2013

| | | (In Rupees) | |
|---|-----------|----------------|----------------|
| Particulars | Note Nos. | 2012-13 | 2011-12 |
| <u>Income</u> | | | |
| Revenue from Operations | 12 | 100,003 | 415,401 |
| Other Income | 13 | 557,288 | 468,372 |
| Total | | 657,291 | 883,773 |
| <u>Expenses</u> | | | |
| Employee Benefits Expense | 14 | 71,180 | 96,230 |
| Depreciation and Amortization Expense | 5 | 20,785 | 20,530 |
| Other Expenses | 15 | 327,740 | 328,858 |
| Total | | 419,705 | 445,618 |
| Profit before exceptional items & tax | | 237,586 | 438,154 |
| Exceptional Items | | - | - |
| Profit before tax | | 237,586 | 438,154 |
| Tax expenses: | | | |
| -Current tax | | 45,300 | - |
| -Deferred tax | | - | - |
| -Earliers Years | | - | - |
| Profit for the year | | 192,286 | 438,154 |
| Earnings per equity share: (face value of Rs 10/-) Basic and Diluted | 18 | 0.38 | 0.88 |

Notes forming part of the financial statements 1-23

As per our attached report of even date
For Sampat Mehta & Associates
Chartered Accountants
FRN No. 109038W


(CA. Sanjiv Jhaveri)
Partner
M No.38945

PLACE: MUMBAI
Date: 31st May, 2013

For and on behalf of the Board


Director


Director


Director

OMEGA INTERACTIVE TECHNOLOGIES LIMITED

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

(In Rupees)

| Particulars | FOR THE YEAR ENDED 31st MARCH, 2013 | FOR THE YEAR ENDED 31st MARCH, 2012 |
|---|--|--|
| A Cash Flow from Operating Activities | | |
| Net Profit/(Loss) Before Tax and Extraordinary items | 192,286 | 438,154 |
| Depreciation | 20,785 | 20,530 |
| Current Year Tax | 45,300 | - |
| Earlier Year Tax | - | - |
| Interest Income | (557,288) | (434,302) |
| Exceptional Item | - | - |
| Sundry Balances W/off | - | - |
| Bad debts | - | - |
| Operating Profit before Working Capital Changes | | |
| Adjusted For: | | |
| (Increase)/Decrease in Trade receivable | - | - |
| (Increase)/Decrease in Inventories | - | (9,365,092) |
| (Decrease)/Increase in Trade Payable | - | - |
| (Decrease)/Increase in other current liability | 8,030 | (27,057) |
| (Increase)/ Decrease in Short term Loans & Advance | 2,000,000 | (2,000,000) |
| (Increase)/ Decrease in Long term Loans & Advance | (2,000,000) | 47,233,466 |
| (Increase)/ Decrease in other non-current assets | - | - |
| (Increase)/ Decrease in other current assets | (31,465) | 3,600,904 |
| Net Cash generated from Operations | (322,352) | 39,466,604 |
| Income Tax Paid (Net of Refunds) | (65,729) | (84,971) |
| Net Cash generated from Operating Activities | (388,081) | 39,381,633 |
| B Cash Flow from Investing Activities | | |
| Fixed Assets Acquired on Amalgamation | - | (68,629) |
| Investment made during the year | - | 2,500,100 |
| Interest Income | 557,288 | 434,302 |
| Net Cash from Investing Activities | 557,288 | 2,865,773 |
| C Cash flow From Financing Activities | | |
| Reduction of Share Capital | - | (45,000,000) |
| Loan Paid | - | - |
| Interest Expenses | - | - |
| (Decrease)/Increase in short term borrowings | - | - |
| Net Cash Flow from Financing Activities | - | (45,000,000) |
| Net Increase in Cash and Cash Equivalent during the Year (A+B+C) | 169,208 | (2,752,595) |
| Cash and Cash equivalents at the beginning of the year | 680,185 | 3,432,779 |
| Cash and Cash equivalents at the end of the year | 849,394 | 680,185 |

| | As at 31st March, 2013 | As at 31st March, 2012 |
|--|---------------------------|---------------------------|
| Cash and Cash Equivalents include: | | |
| Cash on hand | 550,954 | 206,702 |
| Balances with banks - In current accounts (Refer Note No. "9") | 298,441 | 473,483 |
| | 849,394 | 680,185 |

NOTES:

- 1 The Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard (AS) 3 on "Cash Flow Statements", and presents cash flows by operating, investing and financing activities.

As per our attached report of even date,
For Sampat Mehta & Associates
Chartered Accountants
FRN No. 109038W

(CA. Sanjiv Jhaveri)
Partner
M No.38945

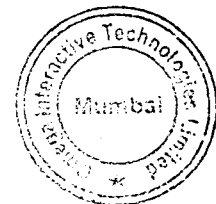
PLACE: MUMBAI
Date: 31st May, 2013

For and on behalf of the Board

Renubani
Director

T M S. 121
Director

K K R...
Director



NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements:

The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention, on the accrual basis of accounting and accounting standards issued by the central government in Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956 to the extent applicable.

1.2 Use of Estimates:

The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention, on the accrual basis of accounting and accounting standards issued by the central government in Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956 to the extent applicable.

1.3 Fixed Assets and Depreciation:

Fixed Assets are stated at cost, less accumulated depreciation. Cost comprises the purchase price and all attributable cost of bringing the asset to its working condition for its intended use. Depreciation on Fixed Assets has been provided on written down value method at the rates prescribed in Schedule XIV of the Companies Act, 1956.

1.4 Revenue Recognition:

Revenue (income) is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

Interest Revenue is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

1.5 Investments:

Long term investments are carried at cost with provision for diminution being made to recognise a decline, other than temporary, in their value. Such diminution is determined for each investment individually on the basis of the expected benefits to the company. However the exact quantum of benefits is dependent upon a number of future events, hence the provision for decrease in value of the investments is made on the basis of management's best estimates.

1.6 Taxes on income:

Tax expense comprises both current and deferred tax at the applicable enacted/ substantively enacted rates. Current tax represents the amount of income tax payable/ recoverable in respect of the taxable income/ loss for the reporting period.

Provision for current tax is made on the basis of estimated taxable income for the current accounting period in accordance with the provisions of The Income Tax Act, 1961.

Deferred tax represents the effect of "timing differences" between taxable income and accounting income for the reporting period that originate in one period and capable of reversal in one or more subsequent periods. Deferred Tax Assets on unabsorbed Depreciation and brought forward losses are recognised only on Virtual Certainty.

1.7 Provisions and contingencies:

A provision is recognized when the Company has a legal and constructive obligation as a result of a past event, for which it is probable that cash outflow will be required and a reliable estimate can be made of the amount of the obligation. Contingent liabilities are disclosed when the Company has a possible or present obligation where it is not probable that outflow of resources will be required to settle it. Contingent assets are neither recognized nor disclosed.

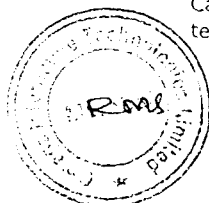
1.8 Earning Per Share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

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

1.9 Cash and Cash Equivalents:

Cash and Cash equivalents in the cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.



OMEGA INTERACTIVE TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

(In Rupees)

| | | As at 31st March, 2013 | As at 31st March, 2012 |
|----------|---|---------------------------|---------------------------|
| 2 | Share Capital | | |
| | Authorized 1,02,20,000 (P.Y. 1,02,20,000) Equity Shares of Rs 10/- each | 102,20,000 | 102,20,000 |
| | Issued, Subscribed and Paid up 5,00,000 (P.Y. 5,00,000) Equity Shares of Rs 10/- each fully paid up | 5,00,000 | 5,00,000 |
| | Total | 5,00,000 | 5,00,000 |

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

| Equity Shares | As at 31st March, 2013 | | As at 31st March, 2012 | |
|---|---------------------------|-----------------|---------------------------|-----------------|
| | Number of Shares | Amount | Number of Shares | Amount |
| At the beginning of the year | 500,000 | 5,00,000 | 5,00,000 | 50,00,000 |
| Less: Reduction of Share Capital in pursuant to scheme of Merger | | | (4,50,000) | (45,00,000) |
| Add: Shares Issued during the year | - | - | - | - |
| Outstanding at the end of the year | 500,000 | 5,00,000 | 500,000 | 5,00,000 |

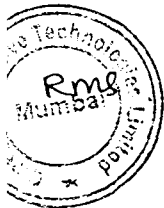
b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs 10/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to received remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the numbers of equity shares held by the shareholders.

c) Details of Shareholders holding more than 5 % shares in the Company

| Name of Shareholder | As at 31st March, 2013 | | As at 31st March, 2012 | |
|--|------------------------|--------------|------------------------|--------------|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| Equity shares of Rs.10/- each fully paid up | | | | |
| Mividha Investments Private Limited | 38,000 | 7.60% | 38,000 | 7.60% |

| | | As at 31st March, 2013 | As at 31st March, 2012 |
|----------|--|---------------------------|---------------------------|
| 3 | Reserves and Surplus | | |
| | Statutory Reserve | | |
| | Balance as per last financial statements | 1,00,000 | 1,00,000 |
| | Balance as at the end of the year | 1,00,000 | 1,00,000 |
| | Securities Premium Reserve | | |
| | Balance as per last financial statements | 640,039 | 30,00,000 |
| | Less: Amount utilised towards writing off deficit in Statement of Profit and Loss in pursuant to scheme of Merger | - | (29,359,961) |
| | Balance as at the end of the year | 640,039 | 640,039 |
| | Surplus in the Statement of profit and loss | | |
| | Balance as per last financial statements | 383,412 | (20,049,611) |
| | Less: Deficit adjusted against Securities Premium Account pursuant to scheme of Merger | - | 19,994,869 |
| | Add: Profit for the year | 192,286 | 438,154 |
| | Net Surplus in the Statement of profit and loss | 575,698 | 383,412 |
| | Total | 2,215,737 | 2,023,451 |



OMEGA INTERACTIVE TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

(In Rupees)

| | | As at 31st March, 2013 | As at 31st March, 2012 |
|----------|----------------------------------|---------------------------|---------------------------|
| 4 | Other Current Liabilities | | |
| | Creditors for expenses | 22,575 | 17,045 |
| | Statutory Dues | 5,000 | 2,500 |
| | Total | 27,575 | 19,545 |

The Company has not received any intimation from "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any relating to amounts unpaid as at the year end together with interest paid/payable as required under the said Act have not been made.

| | | As at 31st March, 2013 | As at 31st March, 2012 |
|----------|---|---------------------------|---------------------------|
| 6 | Non-Current Investments | | |
| | Unquoted Equity Instruments (Valued At Cost) | | |
| | Investment in wholly-owned subsidiaries : | | |
| | Nil (Nil) Equity Shares of Mykindasite International Private Limited of Rs.10/- each | - | 50,002,000 |
| | Less : Provision for diminution in the value of investments | - | (47,501,900) |
| | Less : Deletion on account of Merger | - | (2,500,100) |
| | | - | - |
| | Nil (Nil) Equity Shares of Malvern Trading Private Limited of Rs 10/- each | - | 100,000 |
| | Less : Deletion on account of Merger | - | (100,000) |
| | | - | - |
| | In Other : | | |
| | 1,250 (1,250) Equity Shares of The Saraswat Co-operative Bank Limited of Rs 10/- each | 12,500 | 12,500 |
| | Total | 12,500 | 12,500 |

Aggregated Value of Unquoted Investments

12,500

12,500

| | | As at 31st March, 2013 | As at 31st March, 2012 |
|----------|---|---------------------------|---------------------------|
| 7 | Long-Term Loans and Advances (unsecured, considered good) | | |
| | Loan given | | |
| | - To Others | 5,750,000 | 3,750,000 |
| | Other Loans and Advances | | |
| | Advance Income Tax (net) | 320,675 | 300,247 |
| | Total | 6,070,675 | 4,050,247 |



OMEGA INTERACTIVE TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

| | | (In Rupees) | |
|--|--|---------------------------|---------------------------|
| | | As at 31st March, 2013 | As at 31st March, 2012 |
| 8 Other Non-Current Assets <i>(Unsecured, considered good)</i> | | | |
| | Fixed Deposit with Bank (Refer Note no. "9") | 3,125 | 3,125 |
| | Total | 3,125 | 3,125 |
| 9 Cash and cash equivalents | | | |
| | Cash on hand | 550,954 | 206,702 |
| | Balances with banks - In current accounts | 298,441 | 473,483 |
| | Other Bank Balances | | |
| | In Fixed Deposit A/c with The Saraswat Co-Operative Bank Limited Amount disclosed under other non-current assets (Refer Note no. "8") | 3,125 (3,125) | 3,125 (3,125) |
| | Total | 849,394 | 680,185 |
| 10 Short-Term Loans and Advances <i>(Unsecured, considered good)</i> | | | |
| | Loan to Others | - | 2,000,000 |
| | Total | - | 2,000,000 |
| 11 Other Current Assets <i>(Unsecured, considered good)</i> | | | |
| | Interest accrued but not received | 204,559 | 173,096 |
| | Total | 204,559 | 173,096 |



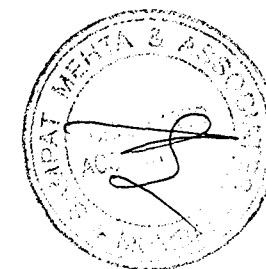
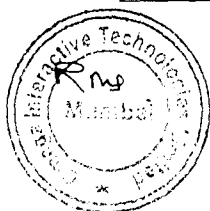
OMEGA INTERACTIVE TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

5. FIXED ASSETS

(In Rupees)

| Particulars | Gross Block | | | | Depreciation | | | Net Block | | |
|----------------------------------|-----------------------|---------------------------------|-----------------------|------------------------|-----------------------|-----------------------|-----------------|------------------------|------------------------|------------------------|
| | As at 1-April-2012 | Additions during the year | Acquired on Merger | As at 31-March-2013 | As at 1-April-2012 | Acquired on Merger | For the year | As at 31-March-2013 | As at 31-March-2013 | As at 31-March-2012 |
| a Tangible Assets | | | | | | | | | | |
| Computer | 3,865,417 | - | - | 3,865,417 | 3,854,983 | - | 4,174 | 3,859,157 | 6,260 | 10,434 |
| Furniture and Fixtures | 232,664 | - | - | 232,664 | 212,707 | - | 3,612 | 216,319 | 16,345 | 19,957 |
| Office Equipments | 636,351 | - | - | 636,351 | 542,899 | - | 12,999 | 555,898 | 80,453 | 93,452 |
| Current Year Rupees Total | 4,734,432 | - | - | 4,734,432 | 4,610,588 | - | 20,785 | 4,631,374 | 103,058 | 123,844 |
| Previous Year Rupees :- | 2,840,366 | - | 1,894,066 | 4,734,432 | 2,764,621 | 1,825,437 | 20,530 | 4,610,588 | 123,844 | 75,745 |



OMEGA INTERACTIVE TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

(In Rupees)

| | | 2012-13 | 2011-12 |
|-----------|--------------------------------|----------------|----------------|
| 12 | Revenue from Operations | | |
| | Commission Received | 100,003 | 415,401 |
| | Total | 100,003 | 415,401 |

| | | 2012-13 | 2011-12 |
|-----------|------------------------------|----------------|----------------|
| 13 | Other Income | | |
| | Interest Income | 557,288 | 434,302 |
| | Interest Income on IT Refund | - | 4,070 |
| | Sundry Balance Written back | - | 30,000 |
| | Total | 557,288 | 468,372 |

| | | 2012-13 | 2011-12 |
|-----------|----------------------------------|---------------|---------------|
| 14 | Employee benefits expense | | |
| | Salaries | 71,180 | 96,230 |
| | Total | 71,180 | 96,230 |

| | | 2012-13 | 2011-12 |
|-----------|---|----------------|----------------|
| 15 | Other expenses | | |
| | Advertisement Expenses | 102,736 | 43,387 |
| | Depository Fees | 21,905 | 21,407 |
| | Listing Fees | 23,933 | 23,494 |
| | Registrar Expenses | 40,777 | 38,859 |
| | Demat Charges | 899 | 2,030 |
| | Internet Charges | 3,280 | 2,950 |
| | Communication Expenses | 5,909 | 4,053 |
| | Conveyance | 27,247 | 25,468 |
| | Printing and Stationary | 16,928 | 15,090 |
| | Bank Charges | 56 | 221 |
| | Legal & Professional Fees | 20,100 | 80,150 |
| | Payment to Auditors (Refer Note no. "17") | 11,236 | 17,045 |
| | Office Upkeep and Maintenance | 22,314 | 20,160 |
| | Repairs and Maintenance | 1,208 | 945 |
| | Filing Fees | 4,300 | 2,000 |
| | Digital Signature Charges | - | 2,000 |
| | Rates and Taxes | 2,500 | 2,500 |
| | Miscellaneous Expenses | 22,412 | 20,150 |
| | Prior period expenses | - | 6,949 |
| | Total | 327,740 | 328,858 |



OMEGA INTERACTIVE TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

16 Related Party Transactions

Related party disclosures as required by AS - 18, "Related Party Disclosures", are given below "

i) Relationships :

(a) **Subsidiaries (upto 30th September, 2011):**

- Malvern Trading Private Limited
- Mykindasite International Private Limited

(b) **Key Management Personnel:**

- Mr. Krishan Kumar Rathi - Director
- Mr. Rajesh Nawathe - Director
- Mrs. Renu Soni - Director

(c) **Relative of Director:**

- Mrs. Kanchan Soni

ii) Transactions with related parties :-

| Particulars | (In Rupees) | | | |
|---|--|------------------------|------------------------|------------------------|
| | Key Management Personnel and other related parties | | Subsidiaries | |
| | As at 31st March, 2013 | As at 31st March, 2012 | As at 31st March, 2013 | As at 31st March, 2012 |
| Purchase of Equity Shares | - | 20,460 | - | - |
| Purchase of Equity Shares from Relative of Director | - | 79,450 | - | - |
| Receipt of Loan Repayment | - | - | - | 2,750,000 |
| Loan Given | - | - | - | 5,000 |

NOTE: Related party relationship is as identified by the company and relied upon by the Auditors.

17 Payment to Auditors:

| Particulars | 2012-13 | 2011-12 |
|--|---------------|---------------|
| Audit Fees | 11,236 | 14,045 |
| Audit Fees for Malvern Trading Private Limited | - | 3,000 |
| Total | 11,236 | 17,045 |

18 Earnings Per Share:

| | Units | 2012-13 | 2011-12 |
|--|--------|---------|---------|
| i) Profit after tax & exceptional item | Rupees | 192,286 | 438,154 |
| ii) Weighted average number of equity shares outstanding | Nos. | 500,000 | 500,000 |
| iii) Basic Earnings Per Share | Rupees | 0.38 | 0.88 |
| iv) Diluted Earning Per Share | Rupees | 0.38 | 0.88 |
| v) Face Value of Share | Rupees | 10.00 | 10.00 |

19 Contingent Liabilities:

| | 2012-13 | 2011-12 |
|---|---------|---------|
| Claims against the Company not acknowledged as debts: | | |
| Income Tax matters | 548,203 | 548,203 |

20 Disclosure as required by Accounting Standard - AS 17 "Segment Reporting", issued by the ICAI

The business activity of the company consists of one reportable segment only i.e. software activities which includes Development of Software.



NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

21 Provision for deferred tax

No deferred tax asset is accounted in books on the brought forward losses as there is no virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realised.

22 Amalgamation of Mykindasite International Private Limited and Malvern Trading Private Limited with the company

The Honorable High Court of Bombay, on 03rd May, 2013, sanctioned the "scheme of amalgamation and arrangement" (the Scheme") under sections 391 to 394 read with sections 100 to 105 of the Companies Act, 1956. In accordance with the Scheme, Mykindasite International Private Limited ("first transferor company") and Malvern Trading Private Limited ("second transferor company") both wholly owned subsidiaries have merged with Omega Interactive Technologies Limited ("the company") with effect from 01st October, 2011.

The Amalgamation has been accounted for under the "Pooling of interest" method as prescribed under AS - 14 "Accounting for Amalgamations" issued by The Institute of Chartered Accountants of India. Accordingly the accounting treatment has been given as under :

1. The assets, liabilities and debit balance of profit and loss of the transferor companies as at 30th September, 2011 have been incorporated at their book values in the financial statements of the company. Also, the losses of the transferee company as on 30th September, 2011 which were not represented by assets have been reduced from Reserves and Surplus and Share Premium of the company.
2. The losses of Rs 4,75,01,900/- in respect of the first transferor company were not represented by corresponding assets and the same were adjusted to that extent by reducing the equity share capital. The first transferor company's subscribed and paid up capital was reduced to such an extent to bring in conformity with investment value as shown in the Balance Sheet of the transferee company.
3. The first transferor company's issued, subscribed & paid-up capital was reduced by Rs.9/50 per share. Consequent, upon such reduction, the subscribed and paid-up equity share capital was consolidated to make them paid-up to Rs. 10/- each.
4. The losses of Rs.1,99,94,869/- as on 30th September, 2011 in respect of the transferee company were not represented by corresponding assets and the same was reduced from the Reserves & Surplus and Share Premium to that extent.
5. The losses of Rs.1,25,62,866/- arising out of amalgamation of the first transferor company and losses of Rs.4,18,02,226/- arising out of amalgamation of the second transferor company were reduced from the Reserves & Surplus and Share Premium to the extent of Rs 93.65.092/- and from the paid-up equity share capital to the extent of
6. Consequent to above reduction the transferee company's subscribed & paid-up capital was reduced by Rs 9/- per share. Consequent, upon such reduction, the subscribed and paid-up equity share capital was consolidated to make the share paid-up to Rs. 10/- each.
7. The extinguishments and reduction of equity share capital as aforesaid did not involve either diminution of liability in respect of unpaid share capital or payment to any member of any paid up share capital and the order of the Court sanctioning the Scheme shall be deemed to be an order under Section 102 of the Act confirming the reduction.

23 Foreign Currency Transactions

| Particulars | (In Rupees) | |
|---------------------------------|---------------|---------|
| | 2012-13 | 2011-12 |
| Expenditure in Foreign Currency | - | - |
| Earnings in Foreign Currency | - | - |
| Total | - | - |

Signature to Notes 1 to 23

As per our attached report of even date
For Sampat Mehta & Associates
 Chartered Accountants
 FRN No. 109038W

(CA. Sanjiv Jhaveri)
 Partner
 M No.38945

PLACE: MUMBAI
Date: 31st May, 2013



For and on behalf of the Board

Remiboni.
 Director

10/5/13
 Director

Director



OMEGA INTERACTIVE TECHNOLOGIES LIMITED

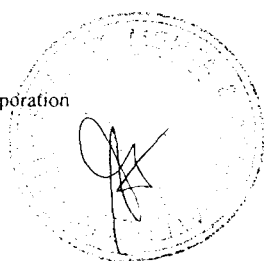
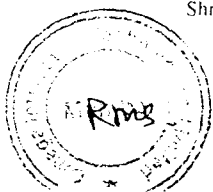
Notes to Financial Statements for the year ended 31st March, 2013

| | As at 31st March, 2013 | As at 31st March, 2012 |
|---------------------------------------|---------------------------|---------------------------|
| c) Creditors For Expenses | | |
| 1 Shark Advertising Pvt Ltd | 11,339 | - |
| 2 Rajesh Balsara & Associates | - | 3,000 |
| 3 Sampat Mehta & Associates - Mykinda | - | 2,809 |
| 4 Sampat Mehta & Associates - OITL | 11,236 | 11,236 |
| Total | 22,575 | 17,045 |

| | As at 31st March, 2013 | | As at 31st March, 2012 | |
|---|------------------------|------------|------------------------|------------------|
| | Long-Term | Short-Term | Long-Term | Short-Term |
| LOANS AND ADVANCES | | | | |
| a) Inter-Corporate Deposits | | | | |
| To Subsidiaries | | | | |
| 1 Malvern Trading Pvt Ltd | - | | - | |
| 2 Mykindasite International Pvt Ltd | - | | - | |
| To Others | | | | |
| 1 Nazareth Industrial Products | 1,000,000 | | 1,000,000 | |
| 2 Sharper Image | 2,750,000 | | 2,750,000 | |
| 3 Shree Krishna Sai Development Corporation | | | | 2,000,000 |
| 4 Bombay Goods Freight Carriers | 2,000,000 | | | |
| Total | 5,750,000 | - | 3,750,000 | 2,000,000 |
| b) Advance Income Tax (net) | | | | |
| 1 TDS Receivable (A.Y.2010-11) | 80,000 | | 80,000 | |
| 2 TDS on Interest (A.Y. 2011-12) | 135,276 | | 135,276 | |
| 3 TDS on Interest (A.Y. 2012-13) | 84,970 | | 84,971 | |
| 4 TDS on Interest (A.Y. 2013-14) | 65,729 | | | |
| 5 Provision for MAT (A.Y. 2013-14) | (45,300) | | | |
| Total | 320,675 | - | 300,247 | - |

| | As at 31st March, 2013 | | As at 31st March, 2012 | |
|---|------------------------|----------------|------------------------|----------------|
| | Non Current | Current | Non Current | Current |
| BANK BALANCES | | | | |
| a) Cash on Hand | | | | |
| i Omega Interactive Technologies Limited | | 471272.72 | | 162644 |
| ii Malvern Trading Private Limited | | 74763.34 | | 42140 |
| iii Mykindasite International Private Limited | | 4917.6 | | 1917.6 |
| b) Balances with banks - | | | | |
| On current accounts | | | | |
| 1 SBI Commercial and International Bank Limited - OITL | | | | 4,106 |
| 2 Axis Bank Ltd - OITL | | 271,045 | | 408,109 |
| 3 Axis Bank Ltd - Malvern | | 27,395 | | 27,845 |
| 4 SBI Commercial and International Bank Limited - Malvern | | | | 33,423 |
| Total | - | 849,394 | - | 680,185 |
| b) Other bank balance | | | | |
| Held as an margin money | | | | |
| 1 FD with The Saraswat Bank - BG | 3,125 | | 3,125 | |
| Total | 3,125 | - | 3,125 | - |

| | | | |
|---|--|----------------|----------------|
| Other Current Assets | | | |
| Interest Accrued but not Received | | | |
| Bombay Goods Freight Carriers | | 150,313 | - |
| Shree Krishna Sai Development Corporation | | 54,246 | 173,096 |
| | | <u>204,559</u> | <u>173,096</u> |



OMEGA INTERACTIVE TECHNOLOGIES LIMITED

308, MAKER BHAVAN NO. III, 21, NEW MARINE LINES, MUMBAI – 400 020.

PROXY FORM

| | |
|------------------|--|
| Master Folio No. | |
|------------------|--|

I/We.....of
.....being a member/members of Omega Interactive
Technologies Limited hereby appoint.....of
.....or failing him
vote for me /us and on my/ our behalf at the 19th Annual General Meeting to be
held on Monday, 30th September, 2013 at 4.00 P.M. or at any adjournment thereof.

Signed this.....day of.....2013.

| |
|--------------------------------------|
| Affix One Re. Revenue Stamp |
|--------------------------------------|

Notes :

1. The Proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the company not less than 48 hours before the time for holding the aforesaid meeting.
2. The Proxy need not be a member of the company.