



gradiente

1983-2003

11<sup>th</sup> ANNUAL  
REPORT

2002 - 2003

gradiente infotainment limited

**BOARD OF DIRECTORS**

**T.VENKATESHWA RAO**  
DIRECTOR

**ALI ADIL BAQURI**  
DIRECTOR

**SUNITEE RAJ**  
DIRECTOR

**SUDHEEP RAJ**  
DIRECTOR

**VIMAL RAJ MATHUR**  
CHAIRMAN & MANAGING DIRECTOR

**AUDITORS**

**U.SRINIVASA MURTHY**  
HYDERABAD

**BANKERS**

**STATE BANK OF INDIA**  
HYDERABAD \* MUMBAI  
**ANDHRA BANK**  
HYDERABAD

**IN HOUSE SHARE DEPARTMENT**

**3RD FLOOR, KRISHNA PLAZA**  
**KHAIRATABAD**  
HYDERABAD - 500 004.

**REGISTERED OFFICE & STUDIO**

**3RD FLOOR, KRISHNA PLAZA**  
**KHAIRATABAD**  
HYDERABAD - 500 004.

**NOTICE TO MEMBERS**

Notice is hereby given that the Eleventh Annual General Meeting of Gradiente Infotainment Limited will be held on Saturday the 27<sup>th</sup> September, 2003 at 11:30 A.M. at 3<sup>rd</sup> Floor, Krishna Plaza, Khairatabad, Hyderabad - 500 004 to transact the following business:

**ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Profit and Loss account for the financial year ended 31<sup>st</sup> March, 2003 and the Balance Sheet as at that date together with the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Shri. Ali Adil Baquri who retires by rotation and, being eligible, offers himself for reappointment.
3. . To appoint a Director in place of Smt. Sunitee Raj who retires by rotation and, being eligible, offers herself for reappointment.
4. To appoint Mr. U. Srinivasa Murthy, Chartered Accountant to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

**SPECIAL BUSINESS**

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

**"RESOLVED THAT Mr. Sudheep Raj who was appointed as Additional Director of the Company by the Board of Directors and who holds office as per Section 260 of the Companies Act, 1956, up to the date of this Annual General Meeting and in respect of whom the Company has, pursuant to Section 257 of the Companies Act, 1956, received a notice in writing proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."**

**NOTES**

1. ANY MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing a proxy, to be effective, should be deposited at the Registered office of the Company not less than 48 hours before the Meeting.
2. An Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956 in respect of item no 5 and 6 is attached hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2003 to 27<sup>th</sup> September, 2003 (both days inclusive)
4. All Correspondence and share transfer documents must be addressed to the Share Transfer Agents or to the Investors Relation Cell.
5. Members are requested to notify changes, if any, in their addresses to the Share Transfer Agents.

**Explanatory Statement  
(pursuant to Section 173 (2) of the Companies Act, 1956)**

**Item no: 5**

The Board of Directors of the Company appointed Shri Sudheep Raj as Additional Director of the Company during the period and their term of office expires on the date of ensuing Annual General Meeting and a notice from a member of the Company was received proposing his appointment as a Director of the Company under Section 257 of the Companies Act, 1956.

**Brief profile of Shri. Sudheep Raj :**

Shri Sudeep Raj aged about 29 years is a Commerce Graduate from Hyderabad. He has been associated with varied businesses and acquired good knowledge on Accounts and Public Relations. He has a particular penchant for Films and TV serials production and has acquired 5 years of rich experience in the field. With the Company's plans for venturing into TV serials , his experience will be of immense use to the Company.

No Director other than the appointees is concerned or interested in the said Resolution.  
Your Directors commend the Resolutions in item no.5 for approval.

**DIRECTORS' REPORT**

To

**The Members of Gradiente Infotainment Limited,  
Hyderabad**

Your Directors take pleasure in presenting the Eleventh Report on the affairs of the Company for the financial year 2002-2003 together with the Audited Financial Statements and Report of the Auditors thereon.

**BUSINESS PERFORMANCE:**

**Financial Results:**

The overall performance of the Company for the financial year 2002-03 is summarized as under:

Particulars	(Rs. in Lakhs)	
	2002-2003	2001-2002
Sales ( Net)	244.23	178.22
Increase / (Decrease) in Stocks	63.85	24.85
Other Income	26.00	10.00
<b>Total Revenue</b>	<b>308.39</b>	<b>203.17</b>
<b>Operating Expenses</b>	<b>298.34</b>	<b>200.15</b>
<b>Profit / Loss before Financial Expenses &amp; Depreciation</b>	<b>32.05</b>	<b>22.62</b>
<b>Interest &amp; Financial Expenses</b>	<b>13.98</b>	<b>11.30</b>
<b>Depreciation</b>	<b>9.02</b>	<b>8.30</b>
<b>Net Profit after Financial Expenses &amp; Depreciation</b>	<b>10.05</b>	<b>3.02</b>

During the year 2002-03, the Company has posted a turnover of Rs. 244.23 lakhs as against Rs. 178.22 lakhs in previous year and earned a net profit of Rs. 10.04 lakhs as against previous year of Rs. 3.02 lakhs out of Advertising activities. Due to inadequacy of profits, the Board has not recommended any dividend. However Rs. 10.05 lacs have been appropriated to Reserves.

**FUTURE OUT LOOK :** The line of business of the Company, as a part of Entertainment & media industry, has seen some shake up after a slump of almost five years and all the major players have shown encouraging results. The Company is also witnessing a spurt in demand in the current financial year and is expected to make rapid strides in consolidating its position. The smaller players in unorganized sector have continued to sledge prices to compete with the organized sector. This coupled with non release of a movie have placed the Company in a tight spot for rapid increase in turnover. However, with signs of recovery and with recent spurt in the adspend of major industrial houses, the Company expects to come in reasonable profits during the current fiscal.

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**DIRECTORS:** Shri Ali Adil Baquri and Mrs. Sunitee Raj retire by rotation and being eligible offer themselves for reappointment.

Shri Sudheep Raj was appointed as Additional Director on 29<sup>th</sup> March, 2003 and as per the provisions of Section 260 of the Companies Act, 1956, his term of office expires at the ensuing Annual General Meeting. Company has received a notice from Member u/s 257 of the Companies Act, 1956 proposing for appointment of Shri Sudheep Raj as Director liable to retire by rotation. Your Directors recommend his appointment.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

In accordance with the provisions of Section 217(2AA) of the Companies Act, 1956, your Directors state:

- (i) That the accounting standards to the extent applicable to the Company have been followed in the preparation of the annual accounts. There are no material departures there from.
- (ii) That the accounting policies selected by the Board for the purpose of preparation and presentation of the financial statements have been and are being applied consistently and reasonable and prudent judgements and estimates ( wherever applicable) have been made for the said purpose, so as to give a true and fair view of the affairs of the Company as at the end of the financial year under review and of the profit/loss for the said year.
- (iii) That 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 your company and for preventing and detecting fraud and other irregularities.
- (iv) That the annual Accounts have been prepared on a going concern basis.

**AUDITORS :** Mr U. Srinivasa Murthy, Chartered Accountant, Hyderabad, the Auditor of the company retire at the conclusion of the ensuing Annual General Meeting and is eligible for reappointment. The Board recommends their reappointment.

The observations made by the Auditors in their report read with the Notes on Accounts are self explanatory and do not require any comments from Directors.

**LISTING :** The shares of your Company are listed on Mumbai, Kolkata and Hyderabad Stock Exchanges. The shares stand suspended from trading due to non compliance of Listing Agreement.

**EMPLOYEES :** There are no employees whose particulars are to be disclosed pursuant to the provisions of Section 217 (2A) of the Companies Act, 1956.

**FIXED DEPOSITS :** During the year under review, the company has not accepted any deposits under Section 58A of the Companies Act 1956 read with Companies ( Acceptance of Deposits) rules, 1975.

**INSURANCE :** The assets of the Company which include buildings,machinery, Stocks,etc., are adequately insured.

**CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Information regarding Energy Conservation, Technology Absorption, Foreign Exchange Earnings and outgo in accordance with Section 217 (1)(e) of the Companies Act, 1956 read with Companies ( Disclosure of particulars in the report of Board of Directors) Rules 1988, forming part of the Directors Report for the year ended 31<sup>st</sup> March, 2003 is as follows:

1. Conservation of Energy : The company's operations require low energy consumption. Adequate measures are taken to conserve energy whenever possible. The details required are attached herewith.
2. Technology Absorption:

a. Research & Development	There is no specific Research and Development activity carried out by the Company during the year.
b. Technology Absorption	NIL
<b>3. Foreign Exchange Earning and Outgo:</b>	
	Value ( in Rs. Lacs)
Value of Imports ( CIF basis)	Nil
Expenditure in Foreign currency	NIL
Earnings in Foreign Exchange	NIL

**CORPORATE GOVERNANCE:** The company has implemented the Code for Corporate Governance as stipulated under Clause 49 of the Listing Agreement. A separate report on Corporate Governance is annexed to this report.

**DEMATERIALISATION OF SHARES:** Pending the lifting of suspension by the Stock Exchanges, the demat has not been allowed by the Depositories. The Company made an application to NSDL and CDSL for demat of shares but the Depositories have not granted the ISIN number till date and Company is following up the matter with the Depositories.

**ACKNOWLEDGEMENTS:** The Board takes this opportunity to express its deep gratitude for the continued co-operation and support received from its Bankers, State and Central Governments, the customers, share holders, business associates and employees during the year under review.

For & on behalf of the Board of Directors

Place: Hyderabad.  
Date : 27.08.2003

Sd/-  
**VIMAL RAJ MATHUR**  
CHAIRMAN & MANAGING DIRECTOR

**ANNEXURE 'A' TO DIRECTORS REPORT**

Disclosure of particulars with respect to the Conservation of Energy, Technology absorption and Foreign Exchange Earnings & Outgo as required under Companies ( Disclosure of Particulars in the Board of Directors Report Relus),1998

- A. Energy conservation measures taken: Regular maintenance of machinery leads to improved operational efficiency and lower power consumption.
- B. Additional Investments and proposals, if any, being implemented for reduction of consumption of energy : NIL
- C. Impact of measures of (A) and (B) above for reduction of Energy consumption and consequent impact on the cost of production of goods : NIL

D. Total Energy consumption and Energy consumption per unit of production as per Form – A of the Annexure to the Rules in respect of the Industries specified in the Schedule thereto :

A. POWER AND FUEL CONSUMPTION:

1. Electricity:

a. Purchased	Rs. 66,860
b. Total Units( KWH)	
c. Rate per Unit	Rs. 4.70 per unit

2. Own Captive Generation ( Diesel)

a. Total Amount	NIL
b. Consumed ( litres)	NIL
c. Unit per litre	NIL

B. CONSUMPTION PER UNIT OF PRODUCTION

1. Total Amount of Power & Fuel
2. G.I / M.S / S.S Wire ( M.T )
3. Power & Fuel cost per M.T

II. TECHNOLOGY ABSORPTION : NIL

III. a) FOREIGN EXCHANGE EARNINGS : NIL

b) FOREIGN EXCHANGE OUTGO : NIL

Place : Hyderabad

Dated – 27.08.2003

for & on behalf of Board

Chairman & Managing Director

**Annexure- B to Report of the Directors**

**Management Discussion & Analysis**

**Industry structure and developments :** The Indian entertainment industry has demonstrated impressive growth in the last few years with opening up of Indian market for foreign media and also grant of INDUSTRY status to the Film production. India produces largest number of movies per year but is slow in keeping pace with the technological advancements in the field. Nevertheless, India enjoys a relatively favorable position in the world market as it offers a wide range of entertainment.

**Opportunities and Threats :** The Company is one of the first media / entertainment company to get listed. However the benefit could accrue as the movie under production got stuck and could not be released. This has affected the Company adversely and continues to haunt the financial position.

Now the Company is placing its strategic inputs in people and cutting-edge technology enable it to deliver quality entertainment that create new and easy business opportunities for our clients. Our strategic focus is to excel in every area of expertise and enhance value exchange for our clients. And while doing so, to convert every challenge into a destination.

**Outlook :** During the previous years, the industry in general slowed down and has recently started to show signs of rapid recovery. The slowdown brought lower adspends from Corporate India resulting in fall in Company's business. Now since there are signs of revival, the media coverage are slated to increase which will result in good business for the Company. The Films production business is also picking up after grant of Industry status to the business.

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**Risks and concerns :** The slowdown in the industry has been a cause for concern. To reduce the impact of the such slowdown in future, your company is taking measures for creating new clientele and venture into production of TV serials. The unorganized sector continues to be the major threat to the company due to undercutting in prices. The new line of activity of TV serials will surely bring increased revenues. The marketing strategy has been changed and the Directors are personally involved in marketing activities to achieve better results and your company is exploring the Government promoted projects also after large scale privatisation.

**Internal control systems and their adequacy :** The internal control systems are aimed at promoting operational efficiencies. The Company is conducting internal audit at regular intervals to ensure that:

- a) Transactions are executed in accordance with the Company's policies and authorizations.
- b) Deployment of funds are in accordance with the Company's policies.

The internal audit is conducted as per the requirement of the Company and the report is submitted to the Audit committee and to the Management. It reviews the policies and procedures followed.

The Audit committee with three independent and non-executive directors meets regularly to investigate any matter relating to the internal control system and reviews the Internal Audit. The committee reviews the quarterly and half yearly financials before they are submitted to the Board of Directors.

**Financial Condition**

**Share Capital :** During the year under review Company has not allotted any shares.

**Secured Loans :** The Secured Cash Credit outstanding of Rs.87.93 lakhs as on 31<sup>st</sup> March 2003 from the Bank is for working capital requirements.

**Fixed Assets :** Fixed Assets (gross block) have increased from Rs. 128.11 lacs to Rs. 160.12 during the financial year.

**Current Assets :** The Net current assets of the Company have decreased to Rs. 583.06 lacs as on 31<sup>st</sup> March 2003 from Rs. 603.27 lacs last year.

**Human Resources :** The Company strongly believes that a right workforce makes all the difference in catapulting an organization to the highest echelons of success and achievement. Our workforce, thus, is a blend of cohesive and effective knowledge workers. One that is flexible. One that gives us a clear competitive advantage. Working together, we intend to develop and hone a workforce strategy that will be integral to the business strategy of our client. A highly qualified technical team is at the core of our operations. Having acquired expertise in their niche areas, they are trained in-house, on a regular basis, on diverse emerging trends and products.

*For and on behalf of the Board*  
**VIMAL RAJ MATHUR**  
 CHAIRMAN & MANAGING DIRECTOR

Place : Hyderabad  
 Date : 27-08-2003

## REPORT ON CORPORATE GOVERNANCE

Board of Directors of your Company has adopted the compliance of good corporate governance and to keep the shareholders informed about the happenings in the Company. As per the recent amendments to Listing Agreement and directions of SEBI, Your Company has complied with Corporate Governance Code as per clause 49 of the Listing Agreement. The information required to be attached to the Directors report is as under:

### BOARD OF DIRECTORS

Composition and Category of Directors as at 31<sup>st</sup> March, 2003

Name	Category	Designation	No. of Meetings attended since 01.04.2002	No. of membership on board of other Companies	No. of membership on Committees
Mr.Vimal Raj Mathur	Promoter Director	Non Executive Chairman	5	-	1
Mr. T. Venkateshwa Rao	Independent and Non- Executive Director	Director	5	1	3
Mr. Ali Adil Baquri	Independent and Non - Executive Director	Director	1	1	3
Mrs. Sunitee Raj	Promoter and Non-Executive Director	Director	5	-	-
Mr. Sudheep Raj	Independent and Non-Executive Director	Director	1	-	2

The following are dates on which the Board of Directors met during the financial year 2002-03:

S. No	Date of Board Meeting
1	30.04.2002
2	15.07.2002
3	31.10.2002
4	30.01.2003
5	29.03.2003

### AUDIT COMMITTEE

#### Terms of Reference

The Audit Committee constituted by the Company is responsible for looking into the internal controls, reporting process and financial policies of the Company. The Committee has complete access to financial data and other information related thereto. The Committee recommends the appointment of Statutory Auditors of the Company and the remuneration payable to them.

Composition of Audit Committee w.e.f 29.03.2003 is as under

Name of Director	Title	Status
Mr. T Venkateahwa Rao	Member/ Chairman	Independent and non-executive Directors
Mr. Ali Adil Baqur	Member	
Mr. Sudheep Raj	Member	

The Audit Committee met on 30.04.2002, 15.07.2002, 31.10.2002, 30.01.2003 and 29.03. 2003.

**COMPENSATION COMMITTEE**

Company has constituted Compensation Committee with Shri Vimal Raj Mathur, Mr. T Venkateshwa Rao and Mr. Ali Adil Baquri as members. The Committee reviewed the remuneration being paid to Mr. Vimal Raj Mathur as Whole Time Director. The Company has a regular Appraisal Policy. Due to slowdown in business, the compensations have not witnessed significant changes.

Details of Remuneration paid to Directors :

Mr. Vimal Raj Mathur – Whole Time Director

Salary	: Rs. 25,000/- per month
House Rent Allowance	: Rs. 12,000/- per month
Telephone Allowance	: Rs. 2,000/- per month
Car Allowance	: Rs. 1,500/- per month
Books & Periodicals	: Rs. 1,000/- per month
Medical Reimbursement	: Rs. 1,250/- per month

**INVESTORS' GRIEVANCE COMMITTEE**

As a measure of good corporate governance and to focus on the shareholders' grievances and to redress the investor's complaints in minimum possible time the Board has constituted Investor Grievance Committee under the Chairmanship of Mr. T. Venkateshwa Rao. This sub-committee also focuses on strengthening investor relations.

Composition : Mr. T Venkateshwa Rao, Mr. Sudheep Raj and Mr. Ali Adil Baquri

Name and designation of Compliance officer

Mr. Subba Rao – Manager

Status of Complaints received

During the year Company has received 3 (Three) Complaints from the public/ SEBI.

Processed to the satisfaction of shareholders: 3 ( Three).

Pending complaints: For non- receipt of shares by NRI's since Reserve Bank of India has not granted its approval for dispatch of certificates.

**1. Date, Venue and time for the last three Annual General Meetings**

Date	Venue	Time
29.09.2000	3 <sup>rd</sup> Floor, Krishna Plaza, Khairtabad, Hyderabad	10:00 A.M.
28.09.2001	3 <sup>rd</sup> Floor, Krishna Plaza, Khairtabad, Hyderabad	11:30 A.M
30.12. 2002	3 <sup>rd</sup> Floor, Krishna Plaza, Khairtabad, Hyderabad	03:00 PM

**2. Disclosures**

There are no materially significant related party transactions, i.e. transactions, material in nature, with its promoters, the directors or the management, their subsidiaries or relatives, etc., that may potentially conflict with the interest of the Company at large.

The Management Discussion and Analysis is provided elsewhere in this Annual Report.

**3. General information to shareholders**

a) As indicated in the notice to our shareholders, the Annual General Meeting will be held on Saturday the 27<sup>th</sup> September, 2003 at 11.30 A.M. at 3<sup>rd</sup> Floor, Krishna Plaza, Khairatabad, Hyderabad, 500 004.

b) The financial year of the Company is from 1<sup>st</sup> April to 31<sup>st</sup> March

Other dates of Financial Calendar Un-audited Results for quarter ended on 30.06.2003	July 2003
Un-audited Results for quarter ended on 30.09.2003	October 2003
Un-audited Results for quarter ended on 31.12.2003	January 2004
Un-audited Results for quarter ended on 31.03.2004	April 2004

c) Date of Book Closure: 23rd September, 2003 to 27<sup>th</sup> September, 2003 (both days inclusive)

d) The Shares of the Company are listed in

- \* Bombay Stock Exchange,  
Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 023
- \* Hyderabad Stock Exchange,  
Stock Exchange Building, Somajiguda, Hyderabad – 500 082
- \* Kolkata Stock Exchange,  
7, Lyons Range., Kolkata – 700 001

The listing fees for the financial years 1998-2003 has not been paid to the Stock Exchanges.

e) Stock Code: BSE- 31469 V Mathur/ HSE- VR Mathur/ Kolkata- VRM Comm.

f) Monthly high low stock quotations during the period April, 2002 to March, 2003 are NIL since the scrip has been suspended by BSE and HSE due to non compliance of Listing Agreement.

Note: There was no trading of Shares at any of the Stock Exchange.

g) Shares received for physical transfers are generally registered within a period of 15 days from the date of receipt of the valid and duly filled-up transfer deeds.

h) In respect of transfer of physical shares, shareholders are advised to contact our in house Share Department at the Registered Office. Phone Nos: 55636055,56, at 3<sup>rd</sup> Floor, Krishna Plaza, Khairatabad, Hyderabad – 500 082

i) As of March 31 2003 the distribution of our shareholding was as follows:

Category (in Rs.)		No. of share holders	%	Share (Amount in Rs.)	%
From	To				
1	5000	845	40.82	4077500	6.19
5001	10000	941	45.46	8202000	12.46
10001	20000	95	4.59	1691000	2.57
20001	30000	31	1.50	868500	2.32
30001	40000	20	0.97	746000	1.13
40001	50000	60	2.90	2889000	4.39
50001	100000	34	1.64	3001000	4.56
100001	Above	44	2.13	44367000	67.38
Total		2070	100.00	65842000	100.00

j) Dematerialization of shares: Till now, shares have not been dematerialized due to delay in approval from NSDL / CDSL.

k) As on the date of Directors' Report Company has no outstanding GDRs / ADRs or any other convertible instruments.

l) Location of our Registered office and Address for Correspondence:

**GRADIENTE INFOTAINMENT LIMITED**

3<sup>rd</sup> Floor, Krishna Plaza, Khairatabad, Hyderabad- 500 004.

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**AUDITOR'S REPORT CERTIFICATE ON CORPORATE GOVERNANCE**

**The Members of gradiente infotainment limited**

**We have examined the compliance conditions of corporate governance by U. Srinivasa Murthy, Chartered Accountant, Hyderabad, for the year ended on 31st March, 2003 as stipulated in clause 49 of listing Agreement of the company with the Stock Exchanges.**

**The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to produces 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 Company has complied with conditions of Corporate Governance as stipulated in the above mention listing Agreements.**

**We state that no investor grievances are pending for period exceeding for a period one month against company as per the records maintained by the Share Transfer Cum Investors Grievance Committee.**

**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.**

**U.SRINIVASA MURTHY**  
Chartered Accountant.

**Place : Hyderabad**  
**Date : 27.08.2003**

**AUDITORS REPORT**

To  
**The Share Holders,**  
**Gradiente Infotainment Limited.**

We have the attached Balance Sheet of gradinete infotainment limited As at 31<sup>st</sup> March, 2003 and also the Profit and loss of the Company for the year ended on the date annexed there to and report that :

1. We have obtained all the information and explanation which to the best of our knowledge and necessary for the purpose of audit.
2. In our opinion, proper books of account as required by the law have been kept by the Company so far as it appears from our examination of such books.
3. The attached Balance Sheet and the Profit & Loss Account referred to in this report are in agreement with books of account.
4. In our opinion and to the best of information and according to the explanation given to us, the said statement/ accounts read together with the schedules annexed therewith and subject to the notes thereon, given the information required by the Companies Act, 1956, in the manner so required and give a true and fair view:
  - I) In the case of the Balance Sheet, of the state of Affairs of the company as at 31<sup>st</sup> March 2003 and
  - II) In the case of the Profit & Loss Account, of the Profit of the Company for the year ended 31<sup>st</sup> March 2003.
5. In our opinion the profit and Loss Account and the Balance sheet comply with the Accounting Standards referred to in Section 211(3c) of the companies Act, 1956 to the extent applicable.
6. According to the information and explanations given to us and on the basis of written representations from directors taken on record by the Board of Directors, none of the directors are disqualified from being appointed as director under section 274(1)(g) of the Companies Act, 1956.
7. As required by the Manufacturing and other Companies (Auditor's Report) Order, 1988 issued by the Company Law Board in terms of section 227(4A) of the Companies Act, 1956 and on the basis of such checks, as we considered appropriate, and according to the information explanation given to us during the course of audit, We further report that:
  - I The Company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets but the same has to be updated. It was informed that these fixed assets have been physically verified by the management and no material discrepancies were noticed.
  - II None of the fixed assets have been revalued during the year.
  - III As Explained to us, the stocks of finished goods, and other material have been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
  - IV In our opinion and according to the information and explanation given to us, the procedure of physical verification of stock followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.
  - V No material discrepancies have been noticed during physical verification, as compared to book records.
  - VI On basis of our examination of the stock records, we are of the opinion that the valuation of stock is fair and proper, in accordance with the normally accepted accounting principles and basis of valuation of stocks same as in the preceding year.

- VII The Company has not taken any loans, secured or unsecured from Companies, firm or parties listed in register maintained under section 301 of the Companies Act, 1956 and. Form companies under the same management as defined under sub-section (1B) of section 370 of the Companies Act, 1956.
- VIII The Company has not granted any loans, secured or unsecured to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956, and to companies under the same management as defined under sub-section (1B) of the section 370 of the Companies Act, 1956.
- IX According to the information and explanation furnished to us, the parties to whom loan or advances in the nature of loans have been given by the company, are repaying the Principle amount stipulated. However, no interest is charged on the amount.
- X In our opinion and according to the information and explanation given to us, there are adequate internal control procedure, commensurate with the size of the Company and nature of its business, with regards to the purchase, including given services to vendors and with regards to sale of goods.
- XI In our opinion and according to the information and explanations given to us, the transactions of purchase and sale of goods, material and services made in purchase of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956, and aggregating during the year to Rs. 50,000/- or more in respect of each party have been made at price which are reasonable having regards to the prevailing market prices available with the Company for such goods, material or services on the price at which transaction for similar goods, materials or services on the prices at which transactions for similar goods, materials or services have been made with other parties.
- XII The Company has not accepted any deposits as defined under section 58A of the company Act, 1956 and the Rules framed thereunder, from the public.
- XIII As explained to us, the Company has the regular procedure for the determination of unserviceable or damaged components, and finished goods and necessary adjustment for the loss have been made in the account.
- XIV As explained in the Notes on Accounts, the Company has not deposited any amount in the Provident Fund Account for the financial year as the number of employees working is not more than 10.
- XV According to the books and records examined by us and the information and explanation given to us, there are no undisputed amounts payable in respect of Wealth Tax, Customs Duty and Excise Duty which have remained outstanding for a period of more than six months from the date these become payable. However, an amount of Rs. Nil is still outstanding on account of income tax payable.
- XVI In our opinion, the Company is maintaining records of sale and disposable of realizable Scrap.
- XVII In our opinion and according to explanation given to us, the maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956 has not been prescribed.
- XVIII The Company has internal audit system but needs to be strengthened.
- XIX According to the information and explanation given to us, no personal expenses of employees or directors have been charged to revenue account, other than those payable under contractual obligations or in accordance with general accepted business practice.
- XX The Company is not sick industrial Company within the meaning of clause (o) of subsection (1) of section 3 of the sick Industrial Companies (Special Provisions) Act, 1985.

Date: 27-08-2003  
Place: Hyderabad

SRINIVASA MURTHY  
CHARTERED ACCOUNTANT

BALANCE SHEET AS AT 31ST MARCH, 2003

PARTICULARS	SCHEDULE NO.	AS AT 31.03.2003 RS.	AS AT 31.03.2002 RS.
<b>SOURCES OF FUNDS :</b>			
<b>SHARE HOLDERS FUNDS</b>			
Share Capital	1	62,470,000	62,470,000
Reserves & Surplus	2	4,656,242	3,651,274
<b>LOAN FUNDS,</b>			
Secured Loans	3	8,793,181	8,696,023
Unsecured Loans		—	1,176,800
<b>Total</b>		<b>75,919,423</b>	<b>75,994,097</b>
<b>APPLICATION OF FUNDS :</b>			
<b>FIXED ASSETS</b>			
Gross Block	5	16,012,997	12,811,037
Less: Depreciation		6,105,318	5,203,769
<b>Net Block</b>		<b>9,907,679</b>	<b>7,607,268</b>
Add: Capital work in Progress		5,538,109	5,762,068
		<b>15,445,788</b>	<b>13,369,336</b>
Investments	4	587,120	1,014,506
<b>CURRENT ASSETS LOANS &amp; ADVANCES :</b>			
Inventories	6	24,123,817	20,065,850
Loans & Advances		22,148,265	22,922,065
Sundry Debtors		12,946,233	17,158,735
Cash & Bank Balances		184,252	180,373
		59,402,567	60,327,023
Less: Current Liabilities & Provisions	7	1,096,618	1,067,671
<b>Net Current Assets :</b>		<b>58,305,949</b>	<b>59,259,352</b>
Miscellaneous Expenditure (To the extent not written off)	8	1,580,566	2,350,903
<b>Total :</b>	<b>14</b>	<b>75,919,423</b>	<b>75,994,097</b>
<b>NOTES ON ACCOUNTS :</b>			

As per our report of even date

**U.SRINIVASA MURTHY**  
CHARTERED ACCOUNTANT

for and on behalf of the Board of Directors.

Place : Hyderabad.

**VIMAL RAJ MATHUR**  
Chairman & Managing Director

**T.VENKATESHWA RAO**  
Director

Date: 27.08.2003



**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2003**

Particulars	Schedule	For the year ended 31st March 2003	For the year ended 31st March 2002
<b>I. INCOME</b>			
Sales	9	24,423,000	17,822,070
Increase/decrease in Work in Progress	10	6,389,550	2,485,209
Other Income(interest)		26,200	10,300
<b>Total</b>		<b>30,838,750</b>	<b>20,317,579</b>
<b>II. EXPENDITURE</b>			
Operative Expenses	11	23,849,940	14,956,845
Interest		1,398,236	1,130,483
Payments & Benefits to Employees	12	987,860	834,220
Admn. & Other expenses	13	2,696,197	2,263,285
Depreciation	5	901,549	830,183
<b>Total</b>		<b>29,833,782</b>	<b>20,015,016</b>
<b>III. Profit for the year</b>		<b>1,004,968</b>	<b>302,563</b>
Provision for Taxation		-	-
<b>Profit after Taxation</b>		<b>1,004,968</b>	<b>302,563</b>
Add: Balance brought forward		3,499,058	3,196,495
<b>Profit carried to Balance Sheet</b>		<b>4,504,026</b>	<b>3,499,058</b>
Notes on Accounts :	14		

As per our report of even date

**U. SRINIVASA MURTHY**  
*CHARTERED ACCOUNTANT*

for and on behalf of the Board of Directors

Place : Hyderabad,  
 Date : 27.08.2003.

**VIMAL RAJ MATHUR**  
 Chairman & Managing Director

**T.VENKATESHWA RAO**  
 Director

SCHEDULES TO THE BALANCE SHEET

SCHEDULE - 1

SHARE CAPITAL

PARTICULARS	AS AT 31.03.2003 Rs.	AS AT 31.03.2002 Rs.
<b>AUTHORISED :</b>		
70,00,000 Equity Shares of Rs.10/- each (Previous year 70,00,000 Equity Shares)	70,000,000	70,000,000
<b>ISSUED CAPITAL :</b>		
66,58,600 Equity Shares of Rs.10/- each	66,586,000	66,586,000
Total	66,586,000	66,586,000
<b>SUBSCRIBED &amp; PAID UP CAPITAL :</b>		
65,84,200 Equity Shares of Rs.10/- each	65,842,000	65,842,000
Less: Allotment money in Arrears	3,372,000	3,372,000
	<b>62,470,000</b>	<b>62,470,000</b>

SCHEDULE - 2

PARTICULARS	AS AT 31.03.2003 Rs.	AS AT 31.03.2002 Rs.
<b>Reserves</b>		
General Reserve	152,216	152,216
<b>Surplus</b>		
Profit and Loss Account	4,504,026	3,499,058
	<b>4,656,242</b>	<b>3,651,274</b>

**SCHEDULES TO THE BALANCE SHEET**

**SCHEDULE - 3**

PARTICULARS	AS AT	AS AT
	31.03.2003	31.03.2002
	Rs	Rs
Working Capital Loan	8,793,181	8,696,023
Unsecured loans Against Hypothecation of inventories etc.)	-----	1,176,800
	<u>8,793,181</u>	<u>9,872,823</u>

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**SCHEDULE - 4**

**INVESTMENTS**

PARTICULARS	AS AT	AS AT
	31.03.2003	31.03.2002
	Rs	Rs
Investment & Deposit with Banks	587,120	1,014,506
<b>Total</b>	<u>587,120</u>	<u>1,014,506</u>

SCHEDULE TO THE BALANCE SHEET

SCHEDULE 5

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	1980	1979	1978	1980	1979	1978	1980	1979	1978
1. Vehicles	1,110,000	—	—	1,110,000	822,373	74,466	896,839	213,161	287,627
2. Office Equipment	894,873	203,060	—	1,097,933	640,075	82,872	722,947	374,981	254,798
3. Plant & Machinery	381,862	25,900	—	407,762	277,610	18,091	295,710	112,061	104,252
4. Furniture & fixture	778,405	73,000	—	851,405	493,590	64,765	558,355	293,050	284,815
5. Audio Visual Equipment	2,391,722	100,000	—	2,491,722	1,665,949	165,155	1,831,104	660,618	725,773
6. Building	7,254,175	2,800,000	—	10,054,175	1,304,172	496,200	1,800,372	8,253,803	595,0003
<b>TOTAL</b>	<b>12,811,037</b>	<b>3,201,960</b>	<b>—</b>	<b>16,012,997</b>	<b>5,203,769</b>	<b>901,549</b>	<b>6,105,318</b>	<b>9,907,679</b>	<b>7607268</b>
Previous year	12811037	—	—	12,811,037	4373566	830183	5203769	7607268	8438451

SCHEDULES TO THE BALANCE SHEET

SCHEDULE - 6

PARTICULARS	AS AT 31.03.2003	AS AT 31.03.2002
	RS.	RS.
<b>A. INVENTORIES (WORK-IN-PROGRESS)</b>		
(a) Print Media	735,000	650,800
(b) Audio visual media (Films / TV Serial Production)	13,573,617	11,253,250
(c) Production	9,815,200	8,161,800
<b>Total</b>	<b>24,123,817</b>	<b>20,065,850</b>
<b>B. LOANS AND ADVANCES</b>		
(Unsecured, considered good, recoverable in cash (or) in kind (or) for value to be received)		
Advances to Branches	554,600	537,580
Deposits Recoverable	560,800	560,800
Advances on other Accounts	21,032,865	21,823,685
<b>Total :</b>	<b>22,148,265</b>	<b>22,922,065</b>
<b>C. SUNDRY DEBTORS :</b>		
(Unsecured considered good)		
Debts outstanding for a period exceeding six months	5,855,520	10,406,875
Other Debts	7,090,713	6,751,860
<b>Total</b>	<b>12,946,233</b>	<b>17,158,735</b>

SCHEDULE - 7

PARTICULARS	AS AT 31.03.2003	AS AT 31.03.2002
	RS.	RS.
<b>A. CURRENT LIABILITIES</b>		
Creditors for goods and expenses	354,768	342,876
Interest accrued but not due	-----	189,785
Advance from distributors	540,500	300,500
<b>B. PROVISIONS</b>		
Outstanding expenses	75,500	95,860
Other Provisions	125,850	138,650
<b>Total</b>	<b>1,096,618</b>	<b>1,076,671</b>

**SCHEDULES TO THE BALANCE SHEET**

**SCHEDULE - 8**

**MISCELLANEOUS EXPENDITURE**

PARTICULARS	Current Year Rs.	Previous Year Rs.
Opening Balance <i>(Preliminary Expenses)</i>	2,350,903	3,121,240
Less: Written off during the year <i>(Expenses on Public Issue)</i>	770,337	770,337
<b>Total :</b>	<u>1,580,566</u>	<u>2,350,903</u>

**SCHEDULES TO THE PROFIT & LOSS ACCOUNT**

**SCHEDULE - 9**

**SALES**

PARTICULARS	Current Year Rs.	Previous Year Rs.
Domestic	24,423,000	17,822,070
<b>TOTAL</b>	<u>24,423,000</u>	<u>17,822,070</u>

**SCHEDULE - 10**

PARTICULARS	Current Year Rs.	Previous Year Rs.
Opening Balances	20,065,850	17,580,641
Closing Balances	26,455,400	20,065,850
<b>Total Increase/Decrease :</b>	<u>6,389,550</u>	<u>2,485,209</u>

**SCHEDULE - 11**

PARTICULARS	Current Year Rs.	Previous Year Rs.
Print media expenses	9,668,870	7,087,127
Production Materials	7,853,430	4,421,625
Audio-Visual Media Expenses	6,327,640	3,448,093
<b>Total :</b>	<u>23,849,940</u>	<u>14,956,845</u>

SCHEDULES TO THE PROFIT AND LOSS ACCOUNT

SCHEDULE - 12

PAYMENT & BENEFITS TO EMPLOYEES

PARTICULARS	For the Year	For the Year
	Ended	Ended
	31.03.2003	31.03.2002
	RS	RS
Salaries and Allowances	894,990	775,680
Staff Welfare Expenses	92,870	58,540
<b>Total</b>	<b>987,860</b>	<b>834,220</b>

SCHEDULE - 13

PARTICULARS	For the Year	For the Year
	Ended	Ended
	31.03.2003	31.03.2002
	RS	RS
Rent	605000	550,000
Printing & Stationery	55,820	49,280
Conveyance & Travelling	253,907	264,658
Postage & Telephones	108,355	34,635
Books & Periodicals	12,460	10,860
Vehicles Maintenance	50,450	22,350
Business Promotion Expenses	215,750	128,874
Legal Expenses	1,20,000	50,850
Audit Fees	15,000	15,000
Bank Charges	35,800	28,850
Electricity Charges	66,860	55,732
Rates & Taxes	1,870	1,870
Office Maintenance	60,650	58,560
Repairs & Maintenance	120,500	58,120
Preliminary Expenses written off	770,337	770,337
Membership & Subscription	2,600	2,600
Consultancy Charges	95,000	80,900
General Expenses	105,838	79,809
<b>Total :</b>	<b>2,696,197</b>	<b>2,256,630</b>

**SCHEDULE - 14                      NOTES FORMING PART OF ACCOUNTS**

**1. Significant Accounting Policies:**

- a. The Financial Accounts are prepared under the Historical Cost Convention method.
- b. The Fixed Assets are accounted at Cost. Cost of Assets comprises of purchase price, duties, levies, and any directly attributed cost for bringing the Asset cost to its working condition for intended use.
- c. **Depreciation :**  
Depreciation on the assets is provided at the rate and in the manner prescribed under Schedule XVI to the Companies Act, 1956 on written down value basis.
- d. **Inventories, etc. :**  
Inventories and other stock are valued on the following basis:  
Feature Films, Banners, Printing Leaflets, Campaign Development Arts and other stocks are valued at cost.
- e. **Revenue recognitions:**  
Income from Advertisement and Production charges are recognized as and when the services are rendered. Income from feature films is recognized on the, basis of agreements entered with various distributors on minimum guarantee collection basis.
- f. **Retirement Benefits :**
  - i) Leaves encashed by the employee is accounted for in the year in which the payments are made. No provision is made in the accounts for leave to be encashed by the employee in view of the uncertainties in the use of the leave and its encashment by the employee.
- g. **Miscellaneous Expenditure :**  
Preliminary and Public Issue expenses are amortised over ten years.

**2. Provident Fund Account**

- The Company has not contributed any amount to the above account for the financial year under the Employee Provident Fund Scheme, 1952 as the number of employees working is not more than 10.
- 3. Share Capital includes Rs. 27,39,000/- being value of shares allotted to Non-Resident Indians subject to the approval of the Reserve Bank of India. for dispatch of share certificates.
- 4. Sundry Debtors and Loans and Advances shown under the head Current Assets are subject to their confirmation.
- 5. Whole Time Director Remuneration :  
Salary , Allowance & Perquisites of Rs. 4,92,000/- during the year (Rs 4,92,000/- in 2001 - 2002).
- 6. Interest on Secured Loans is made at an estimated rates in the absence of information.
- 7. Previous years's figures have been reclassified/ regrouped whenever necessary.
- 8. Paise have been rounded off to the nearest rupee.
- 9. As per the information available with the Company, no amount is due to Small Scale Ancilliary Industrial undertakings as at 31 st March 2003.

**U.SRINIVASA MURTHY  
CHARTERED ACCOUNTANT**

PLACE : HYDERABAD  
DATE : 27.08.2003

for and on behalf of the Board of Directors

**VIMAL RAJ MATHUR  
CHAIRMAN & MANAGING DIRECTOR**

**T.VENKATESHWA RAO  
DIRECTOR**

gradiente infotainment limited.



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

PURSUANT TO PART IV OF THE SCHEDULE VI TO THE COMPANIES ACT , 1956.

**i. Registration Details :**

State Code:

Registration no : 

1	4	3	1	7
---	---	---	---	---

0	1
---	---

Balance sheet Date 

3	1	0	3	0	3
---	---	---	---	---	---

**ii. Capital Raised During the Year (Amount in Rs. Thousands.)**

Public Issue

Rights issue

Bonus issue

Private Placement

	N	I	L	
--	---	---	---	--

	N	I	L	
--	---	---	---	--

	N	I	L	
--	---	---	---	--

	N	I	L	
--	---	---	---	--

**iii. Position of Mobilisation and Deployment of the Funds ( Amount in Rs. Thousands.)**

Total Liabilities

Total Assets

7	5	9	1	9
---	---	---	---	---

7	5	9	1	9
---	---	---	---	---

**Sources of Funds.**

Paid up capital

Reserve and surplus

Secured Loans

Unsecured Loans

6	2	4	7	0
---	---	---	---	---

	4	6	5	6
--	---	---	---	---

	8	7	9	3
--	---	---	---	---

	N	I	L	
--	---	---	---	--

**Application of Funds.**

Net Fixed Assets

Net Current Assets

Misc. Expenditure

Accumulated Losses.

	9	9	0	7
--	---	---	---	---

5	8	8	9	2
---	---	---	---	---

	1	5	8	0
--	---	---	---	---

	N	I	L	
--	---	---	---	--

**iv. Performance of the Company (Amount in Rs. Thousands.)**

Turnover

Total Expenditure

Profit/(Loss) before tax

Profit/(Loss) after tax

3	0	8	3	8
---	---	---	---	---

2	9	8	3	3
---	---	---	---	---

	1	0	0	4
--	---	---	---	---

	1	0	0	4
--	---	---	---	---

**Earning Per Share in Rs.**

Dividend %

	0	7	2	Ps.
--	---	---	---	-----

	N	I	L	
--	---	---	---	--

**v. Generic Name of three Principles Products/Services of the Company.**

Services Description.

P	R	I	N	T	M	E	D	I	A						
A	U	D	I	O	V	I	S	U	A	L	M	E	D	I	A
O	T	H	E	R	M	E	D	I	A						

Services Code No. (ITC Code)

	N	I	L	
--	---	---	---	--

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2003.**

A. CASH FLOW OPERATION :	2003		2002	
	Current Year	Rs.	Previous Year	Rs.
<i>Net Profit as per P &amp; L A/c</i>				
<i>Adjustment for:</i>				
i) <i>Depreciation</i>	901549	1004768	830183	302563
ii) <i>Miscellaneous Expenditure written off</i>	770337		770337	
iii) <i>Interest</i>	1398436	3070322	306142	1906662
		(+) <u>4075090</u>		(+) <u>2209225</u>
<i>Operation Profit before working capital changes adjustment for:</i>				
i) <i>Trade and other receivables</i>	773800		681224	
ii) <i>Inventories</i>	4645087		2485209	
iii) <i>Trade Payables and other liabilities</i>				
<i>Cash generated from operations</i>	53107		87671	
<i>Adjustment for interest</i>	(-) <u>1398436</u>	<u>4073558</u>	(-) <u>(27316)</u>	<u>3106078</u>
<b>NET CASH FLOW FROM OPERATIONAL ACTIVITIE</b>		(-) <u>15320</u>		<u>3106078</u>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
i) <i>Additions to th efixed Assets</i>	3201960		---	
ii) <i>Sale of Fixed Assets</i>	---		---	
iii) <i>Additions to Public Issue Expences</i>	---		---	
iv) <i>Investments</i>	(-) <u>427386</u>	(+) <u>2774574</u>	---	---
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		(+) <u>2759254</u>		---
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
i) <i>Repayment of Long Term Borrowings</i>	(+) <u>97158</u>		(-) <u>50000</u>	
ii) <i>Increase in Unsecured Loans</i>	(-) <u>1176800</u>		+ <u>976800</u>	
iii) <i>Proceeds from Issue of Shares Capital /Allotment Money</i>	---	(-) <u>1079642</u>	---	(+) <u>926800</u>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		(+) <u>1679612</u>		(-) <u>29947</u>
<b>NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS(A+B+C)</b>				
i) <i>Cash and Cash Equivalent as at 01.04.2002 (Opening Balance)</i>		180373		210320
ii) <i>Cash and cash Equivalent as at 01.04.2003 (Closing Balance)</i>		184252		180373
		(+) <u>36879</u>		(-) <u>29947.</u>

Place : Hyderabad  
Date : 27.08.2003

To  
The Board of Directors  
gradiente Infotainment Limited.  
Hyderabad.

We have examined the above Cash Flow Statement of gradiente Infotainment Limited., for the Year ended 31.03.2003 The Statement has been prepared by the company in accordance with the requirement of listing agreement Clause 32 with the Hyderabad Stock Exchange Ltd., and is based on and in agreement with the corresponding Profit and Loss Accounts and Balance Sheet of the Company covered by our report of even date to the Company.

Place : Hyderabad  
Date : 27.08.2003

U.Srinivasa Murthy  
Chartered Accountant.

**gradiente infotainmnet limited**  
 3RD FLOOR, KRISHNA PLAZA, KHAIRATABAD, HYDERABAD - 500004  
 11TH ANNUAL GENERAL MEETING

**PROXY FORM**

I/  
 We.....

of.....  
 in the district of .....

being a members(s) of the above named Company, hereby appoint.....  
 of ..... in the district of ..... or failing him.....  
 ..... in the district of ..... as my/our proxy to attend and vote for  
 me/us and on my/our behalf, at the 11th ANNUAL GENERAL MEETING of the Company to be held on Saturday, 27th September,  
 2003 at 11.30 am. at 3rd Floor, Krishna Plaza, Khairatabad, Hyderabad, 500 004 and any adjournment thereof.

Signed this ..... DPID:.....  
 Date: ..... CLIENT-ID:..... Folio No .....

Note: Proxy must reach the Company's Registered office not less than 48 Hours before the time fixed for the meeting

**gradiente infotainmnet limited**

3RD FLOOR, KRISHNA PLAZA, KHAIRATABAD, HYDERABAD - 500004

**ATTENDENCE SLIP**

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

Joint Shareholders(s) may obtain additional attendance slips on request

Name & Address of the Shareholder(s) ..... Folio No.....  
 ..... DPID.....  
 ..... CLIENT-ID.....

I hereby record my presence at the ANNUAL GENERAL MEETING of the Company held on Saturday, 27th September, 2003 at 11.30 am at 3rd Floor, Krishna Plaza, Khairatabad, Hyderabad, 500 004

**SIGNATURE OF THE SHAREHOLDER (S) OR PROXY.**

## BOOK POST

*If Undelivered, Please Return To*

**gradiente infotainment limited**

**Regd. Office : 3rd Floor, Krishna Plaza, Khairatabad, Hyderabad - 500 004.**

**Ph : 5563 6055, 5563 6056, Fax : 91-40- 5525 6057,**

**E-mail: [gradienteinfoldt@yahoo.co.in](mailto:gradienteinfoldt@yahoo.co.in)**