

23rd  
Annual Report  
2011-2012

FOUR K ANIMATION LIMITED

## FOUR K ANIMATION LIMITED

### 23rd Annual Report 2011-2012

#### BOARD OF DIRECTORS

|                        |                                    |
|------------------------|------------------------------------|
| Mr. R. Nagaraja Sharma | Executive Director                 |
| Mr. Priyesh Pethe      | Executive Director                 |
| Mr. Lalji R. Yadav     | Non Executive Director             |
| Mr. Mandar S. Palav    | Independent Non Executive Director |
| Mr. Deepak Rane        | Independent Non Executive Director |
| Mr. Nirmal Jodhani     | Independent Non Executive Director |

**Compliance Officer :** Mr. Nitin Sarfare

**Auditors** M/s. P.V.H.S.Kishore Babu  
Chartered Accountants  
New No.26, Chari Street,  
T.Nagar, Chennai – 600 017

**Bankers** State Bank of Mysore  
Allahabad Bank,  
Borivali (W) Branch,  
Mumbai-400092.

**Registered Office** No. 26, Chari Street, T. Nagar, Chennai -600 017

**Share Transfer Agents** M/s. Cameo Corporate Services Limited  
Subramaniam Buildings,  
V Floor, 1 Club House Road,  
Chennai – 600 002

**Listing** The Bombay Stock Exchange Ltd  
The Madras Stock Exchange Ltd

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### NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **Twenty Third Annual General Meeting** of the Members of **Four K Animation Limited** will be held at **11.00 A.M on Saturday, the 29<sup>th</sup> September, 2012**, at the **registered office** of the Company situated at **No: 26, Chari Street, T. Nagar, Chennai – 600 017** to transact the following businesses:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Profit and Loss account for the year ended 31<sup>st</sup> March 2012, the Balance sheet as at that date and the reports of Directors and the Auditor thereto.
2. To appoint a Director in place of Mr. Deepak Rane and Mr. Nirmal Jodhani who retires by rotation and being eligible offers himself for re- appointment.

#### SPECIAL BUSINESS:

3. To consider and if though fit to pass the following Resolution with or without modification if any, as a **Ordinary Resolution:**

**“RESOLVED THAT** Pursuant to provisions of Section 260 and all other applicable provisions of the Companies Act, 1956 (including all such statutory modifications and amendments made thereof) Mr. Lalji Yadav, who was appointed as an Additional Director be and is hereby appointed as a Director of the Company and in respect of whom notice under section 257 of the Companies Act, 1956 have been received from a Director eligible to retire by rotation.”

**“RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the above resolution.”

4. To consider and if though fit to pass the following Resolution with or without modification if any, as a **Ordinary Resolution:**

**“RESOLVED THAT** Pursuant to provisions of Section 260 and all other applicable provisions of the Companies Act, 1956 (including all such statutory modifications and amendments made thereof) Mr. Mandar Palav, who was appointed as an Additional Director be and is hereby appointed as a Director of the Company and in respect of whom notice under section 257 of the Companies Act, 1956 have been received from a Director eligible to retire by rotation.”

**“RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the above resolution.”

5. “To consider and if thought fit, to pass with or without modification, the following resolution as ordinary Resolution”;

**Appointment of M/s. Gupta Saharia & Co., Chartered Accountants as Statutory Auditor:**

## FOUR K ANIMATION LIMITED

**“RESOLVED THAT** pursuant to provision of Section 224 and other applicable provision if any of the Companies Act, 1956 and further subject to such approval as may be necessary, consent and approval of the Company be and is hereby accorded for the appointment of M/s. Gupta Saharia & Co, Chartered Accountants, as Statutory Auditor of the Company, to fill the casual vacancy arising on account of the resignation received from the existing Auditor M/s P.V.H.S. Kishore Babu, Chartered accountants, until the conclusion of the next Annual General Meeting of the Company on such remuneration as maybe fixed in this behalf by the Board of Directors of the Company in consultation with the Auditor and Audit Committee thereof.

### **EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 173 (2) OF THE COMPANIES ACT, 1956 IN RESPECT TO THE SPECIAL BUSINESS**

#### **Item No. 4**

Mr. Lalji Yadav, was appointed as an Additional Director on 18<sup>th</sup> January 2012. Pursuant to provisions of Section 260 of the Companies Act, 1956 a Director appointed to fill the casual vacancy holds office only up to the date up to which the Director in whose place he is appointed would have held office if it had not been so vacated.

A Company has received a notice in writing from the member of the Company in terms of section 257 of the Companies Act, 1956 proposing the candidature of Mr. Lalji Yadav to act as a Director.”

The Board recommends his appointment as a Director. A brief Resume of Mr. Lalji Yadav is provided hereunder for your reference

|               |                              |
|---------------|------------------------------|
| Name          | <b>Mr. Lalji Yadav</b>       |
| Age           | <b>33 years</b>              |
| Qualification | <b>Chartered Accountants</b> |
| Expertise     | <b>Finance</b>               |
| Experience    | <b>8 Years</b>               |
| Shares held   | <b>Nil</b>                   |

None of the Directors of the Company except Mr. Lalji Yadav, is interested or concerned in passing of this resolution.

#### **Item No. 5**

Mr. Mandar Palav, was appointed as an Additional Director on 18<sup>th</sup> January 2012. Pursuant to provisions of Section 260 of the Companies Act, 1956 a Director appointed to fill the casual vacancy holds office only up to the date up to which the Director in whose place he is appointed would have held office if it had not been so vacated.

A Company has received a notice in writing from a member of the Company in terms of section 257 of the Companies Act, 1956 signifying his intention to propose the candidature of Mr. Mandar Palav to act as a Director.”

The Board recommends his appointment as a Director. A brief Resume of Mr. Mandar Palav is provided hereunder for your reference

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|               |                                   |
|---------------|-----------------------------------|
| Name          | <b>Mr. Mandar Palav</b>           |
| Age           | <b>28 years</b>                   |
| Qualification | <b>Company Secretary</b>          |
| Expertise     | <b>Secretarial and Compliance</b> |
| Experience    | <b>Four Years</b>                 |
| Shares held   | <b>Nil</b>                        |

None of the Directors of the Company except Mr. Mandar Palav, is interested or concerned in passing of this resolution.

### Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him and the proxy need not be a member.
2. Instruments of Proxy in order to be effective must be received by the Company not less than 48 hours before the meeting.
3. The Register of Members and the Transfer Book in respect of the Equity Shares will remain closed from 25<sup>th</sup> September, 2012 to 29<sup>th</sup> September, 2012 both days inclusive.
4. The members are requested to intimate to the Registrar and Transfer Agents, Cameo Corporate Services Limited, No.1, Subramanian Building, Club House Road, Mount Road, Chennai – 600 002 change of address, if any, at the earliest quoting their registered folio number.
5. Members holding shares in more than one folio in identical order of names are requested to write to the R&TA enclosing their share certificates to enable us to consolidate their holdings in one folio to facilitate better service.
6. Members seeking any information with regard to accounts or operations are requested to write to the company at an early date so as to enable the management to keep their information ready.
7. In accordance with the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges the particulars of Directors who are proposed to be re-appointed are given in the Corporate Governance Section.
8. The Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956 In respect of the items of Special Business as set out above is annexed.

Place: Chennai  
Date: 27/06/2012

By Order of the Board  
Sd-  
Nagraja Sharma  
Director

## FOUR K ANIMATION LIMITED

### DIRECTORS REPORT

**Dear Members,**

Your Directors take great pleasure in presenting their report on the business and operations of your Company along with the Annual Report and audited financial statements for the Financial Year 2011-2012.

#### FINANCIAL RESULTS:

( in Lacs)

| PARTIULARS                 | YEAR ENDED |            |
|----------------------------|------------|------------|
|                            | 31.03.2012 | 31.03.2011 |
| Profit before Depreciation | (5.82)     | 2.38       |
| Less: Depreciation         | 1.17       | 1.76       |
| Profit before Tax          | (6.99)     | (0.61)     |
| Less: Provision for FBT    | 0.09       | 0.00       |
| Profit after Tax           | (7.08)     | (0.87)     |
| Less: Provision for MAT    | -          | -          |
| Profit after MAT           | (7.08)     | (0.87)     |

#### REVIEW OF OPERATIONS

The Company has incurred losses of Rs. 7,08,037/- during the financial year. Your Directors expects to achieve better performance in the future and taking maximum efforts to control the costs and optimize in the results in the coming years. The shares of your Company are listed at Bombay Stock Exchange & Madras Stock Exchange.

#### DIVIDEND

In view of being suffered by the Company your Directors have not recommended dividend for the financial year 2011-12.

#### DIRECTORS

In accordance with the requirements of the Companies Act, 1956, Mr. Deepak Rane and Mr. Nirmal Jodhani who retires by rotation and being eligible, offer themselves for re-appointment. Mr. Lalji Yadav and Mr Mandar Palav were earlier appointed as an Additional Directors, with the propose appointment, they will be inducted on the Board as a regular Directors.

#### DEPOSITS

During the year under review, the Company has not accepted any deposits from the public under Section 58A and 58AA of the Companies Act, 1956 read with Companies (Acceptance of Deposits) Rules.

#### DIRECTORS' RESPONSIBILITY STATEMENT UNDER SECTION 217(2AA) OF THE COMPANIES ACT, 1956

As required under Section 217 of the Companies Act, 1956, your Directors confirm that:

- In preparation of the annual accounts, the applicable accounting standards have been followed and that there were no material departures;
- The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

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- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- The Directors have prepared the annual accounts on a going concern basis.

### **AUDITORS AND THEIR REPORT:**

Mr. P.V.H.S. Kishore Babu, Chartered Accountants, has expressed their unwillingness to be reappointed as Statutory Auditors of the Company for the year 2012-13 in the forth coming Annual General Meeting. The Company has received consent letter from M/S Gupta Saharia & Co., as Chartered Accountants for their appointment as Statutory Auditor of the Company provided their appointment is approved by the Shareholders at the forth coming Annual General Meeting. M/ s. Gupta Saharia & Co., have also confirmed that their appointment, if made, will be within the limits prescribe u/s 224 of the Companies Act, 1956.

### **INFORMATION AS PER SECTION 217(1) (e) OF THE COMPANIES ACT, 1956:**

The particulars as required under Section 217 (1)(e) of the Companies Act, 1956 read with Companies (Disclosure of particulars in the report of the Board of Directors) Rules, 1988, regarding conservation of energy and technology absorption are not given as the Company has not undertaken any manufacturing activity.

The Company did not enter into any related party transactions.

### **CORPORATE GOVERNANCE**

In line with the requirement of clause 49 of the Listing Agreement, a separate report on Corporate Governance, along with a certificate of Practicing Company Secretaries of the Company is annexed herewith for the information of the members.

### **MANAGEMENT DISCUSSION ANALYSIS REPORT**

Management's Discussion and Analysis report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges is provided as Annexure 'A' to this report .

### **SUBSIDIARIES:**

Since the Company has no subsidiaries, the provisions of Section 212 of the Companies Act, 1956 is not applicable.

### **PERSONNEL:**

No employee of the Company was in receipt of remuneration over and above the sum specified under section 217(2A) of the Companies Act, 1956.

### **ACKNOWLEDGEMENT:**

Your Directors place on record its sincere appreciation towards the Company's valued customers for their support and the confidence reposed by them in the Company. We take this opportunity to thank the Company's clients, shareholders, auditors and bankers for their continued support during the year and look forward to their continued support in the future.

**For and on behalf of the Board**

**Chennai**  
**27/06/2012**

Sd/-  
**R. Nagaraja Sharma**  
**Director**

Sd/-  
**Priyesh Pethe**  
**Director**

## FOUR K ANIMATION LIMITED

### COMPLIANCE CERTIFICATE

To,

CIN: L92100TN1989PLC017816

**The Members  
Four K Animation Ltd.  
Chennai**

Auth. Cap. Rs. 5,00,00,000 /-  
Paid up Cap: Rs. 3,00,00,000 /-

We have examined the registers, records, books and papers of **Four K Animation Ltd. having its Registered Office situated at Flat No.5, New No.26, Chari Street, T Nagar, Chennai-600017** (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company, for the financial year ended on **31st March, 2012** (Financial Year). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Acts and rules made there under and all entries therein have been duly recorded.
2. The Company has filed the Forms and Returns as stated in Annexure "B" to this certificate, with the Registrar of Companies.
3. The Company, being a Public Limited Company, comments under Section 3(1)(iii) of the Companies Act, 1956, applicable to private Company are not required.
4. The Board of Directors duly met **5 (Five)** times respectively on **05.04.2011, 30.04.2011, 30.07.2011, 28.10.2011 and 31.01.2012** in respect of these meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members during the financial year under review however the notice of book closure is not published in the news paper as required under section 154 of the Act.
6. The Annual General Meeting for the Financial Year ended 31st March, 2011 was held on 30<sup>th</sup> September, 2011 giving due notice to the members of the Company and the resolutions passed there at were duly recorded in Minutes Book maintained for the purpose.
7. No Extra ordinary meeting(s) were held during the financial year.
8. As per the information available and documents provided by the Company, it has not given loans to persons referred to in the Section 295 of the Act.
9. The Company has not entered into any contract under the provisions of section 297 of the Act are applicable.
10. The Company has complied with the necessary provisions and procedures wherever necessary in respect of transaction for which entries are required to be made in the register maintained under section 301 of the Act.
11. As there were no instances falling under the preview of Section 314 of the Act, the Company has not obtained any approvals from its Directors, members or the Central Government as the case may be.
12. The Company has not issued any duplicate share certificates during the financial year under review.
13. The Company has:
  - (i) delivered all certificate on lodgment of transfer of shares after complying with procedures of the act.
  - (ii) not deposited any amount in a separate Bank Account as no dividend was declared during the financial year under review.



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- (iii) not posted warrants to any member of the Company as no dividend was declared during the financial year under review.
  - (iv) the Company is not required to transfer amounts in respect of unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund as the Company do not have any of the amount lying in any of the above referred five accounts.
  - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and the appointments of Directors, Resignation of Directors and Directors to fill casual vacancy have been duly made during the financial year.
  15. The Company has not appointed any managerial persons during the period under review pursuant to section 269 read with Schedule XIII under the Act.
  16. The Company has not appointed any sole-selling agents during the financial year under review.
  17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, or such other authorities prescribed under the various provisions of the Act.
  18. The Directors have disclosed their interest in other firms and companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
  19. The Company has not issued any shares during the financial year under review.
  20. The Company has not bought back any shares during the financial year ending 31<sup>st</sup> March, 2012.
  21. The Company has no preference share capital or debentures and as such there was no redemption of preference shares or debentures during the financial year.
  22. The Company has not kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
  23. The Company has not invited / accepted any fresh deposits from the public including any unsecured loans falling within preview of sections 58A of the Act during the financial year under review.
  24. The Company has not made any fresh borrowing during the financial years within the provisions of section 293(1)(d) of the Act.
  25. The Company has not made any fresh loans to or investments in other bodies corporate.
  26. The Company has not altered the provisions of the memorandum with respect to situation of the Company's registered office from one state to another during the financial year under scrutiny.
  27. The Company has not altered the provisions of the memorandum with respect to the objects of the Company during the financial year under scrutiny.
  28. The Company has not altered the provisions of the memorandum with respect to name of the Company during the financial year under scrutiny.
  29. The Company has not altered the provisions of the memorandum with respect to share capital of the Company during the financial year under scrutiny.
  30. The Company has not altered its articles of association during the financial year under review.
  31. There was no prosecutions initiated against or show cause notices received by the Company during the financial year under review for offences under the Act.

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32. The Company has not received any amount as security from its employees during the financial year under certification.  
33. The Company has not deducted any contribution towards Provident Fund during the financial year under review.

Sd/-  
**Vaishali Parab**  
C. P. No. 9073.

**Date : 27/06/2012**  
**Place: Mumbai**

### Annexure A

#### Registers maintained by the Company

Register of members under Section 150. Register of Transfer.

Registers and Returns under Section 163. Register of Contracts under Section 301.

Register of Directors, Managing Director, manager and secretary under Section 303. Register of Directors' shareholdings under Section 307.

Register of Charges under Section 143. Register of Share application and allotment. Minutes Book under Section 193.

Books of Account under Section 209.

### Annexure B

Forms and Returns as filed by the Company with the Registrar of Companies during the financial year ending on 31st March 2012.

| Sr No. | Form No./ Return | Section                                  | Date of filing |
|--------|------------------|--|----------------|
| 01     | Form 32 303(2)   | Appointment and Resignation of Directors | 13/12/2012     |
| 02     | Form 32 303(2)   | Appointment and Resignation of Directors | 13/12/2012     |
| 03     | Form 32 303(2)   | Registration of Resolutions              | 22/03/2012     |

Sd/-  
**Vaishali Parab**  
C. P. No. 9073.

**Date : 27/06/2012**  
**Place: Mumbai**

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### MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management's Discussion and Analysis report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges in India is presented below.

#### Industry structure and Development:

Animation industry has not only survived but grown in geometrical progression over decades because it has bred very competent and skilled artists, producers and animation studios where they collaborate to produce quality work at very predictable intervals. With the advent of 3D CGI animation the dynamics have stayed intact. It is an industry with its very own distinct sensibilities and nuances. Over the last year, emergence of well loved movies franchises like Ice Age, Madagascar, Kung Fu Panda, Lorax, just to name a few, many upstart entrepreneurs and visionary artists decided to create 3D animation studios of their own. The hype continues without reaching a bubble status. After all, demand continues for these kinds of entertaining, colorful family oriented films.

Having said that, the global financial crisis did not just hit the realty projects and banking firms. It did have a trickling effect on the animation industry but limited itself to geography. But realistically it is due to growing overseas competition. It is important to note that a majority of those animation studios who never quite make the cut ventured into the industry because of the promise of easy money and not because of the love of the art. Art without heart seldom prospers and that goes for mediums such as paintings, music, literature etc. TV is very crowded and noticeably the licensing fees by broadcasters are dwindling thereby making most shows financially un-viable. It is one thing to state that the animation industry is encountering hard times.

It is, however, another thing to label the industry is bust like the dot-com crash of the early 21<sup>st</sup> century. No, not just yet not with all the new technologies and procedures coming the way of 3D animators. If anything, these tough times will only separate the cream of the crop from lame pretenders. Also, the difficulties created by global recession has translated to higher quality of animated movies. TV channels and use of digital satellites, the rapid growth of the Internet and a wide variety of other new technologies (including advances in stereoscopic and large-format projection), distributors and programmers in nearly every country require more content than ever to fill consumer demand. The general pace of international roll-outs is quicker than in the past. Films are launched simultaneously around the world and this is becoming common place. Distributors and exhibitors continue to innovate, find new ways to expand the Box Office pool. The animation industry in India is witnessing a new revenue model, which otherwise only existed in mature markets like North America, Europe, Japan etc. Merchandising and Character licensing is a fast rising industry in Asia today, particularly India. An obvious recent example is 'Chotta Bheem'.

Though the product does not fall into 3D CGI category, this animated brand is facilitating the markets to mature. India is also witnessing new horizons, different applications of animation, especially in gaming, live search maps, medicine, surgery and other simulations.

By Order of the Board  
Four K Animation Limited  
Sd/-  
Director

Chennai  
27/06/2012

## FOUR K ANIMATION LIMITED

### CORPORATE GOVERNANCE REPORT:

Company's Philosophy on Corporate Governance:

We are committed to introducing sound corporate governance practices in tandem with internal developments to position ourselves to conform to the best of corporate governance practices. The company takes feedback into account in its periodic reviews of the guidelines to ensure their continuing relevance, effectiveness and responsiveness to the needs of stakeholders. We believe that all our plans and actions must serve the underlying goal of value creation over a sustained period of time.

#### Board of Directors:

*Composition:*

The composition of the Board of Directors of the Company is in complete conformity with the requirements of Clause 49 of the Listing Agreement. The details of the Board of Directors, their attendance records and other relevant details during the year are as under:

| Name of Director                | Category                | No. of Board meetings Attended | Attendance at Last AGM | No. of Other Directorship | No. of other Committee membership in other Companies |
|---------------------------------|-------------------------|--------------------------------|------------------------|---------------------------|--|
| Mr. Nagaraja Sharma Rajagopalan | Executive Director      | 5                              | Yes                    | 1                         | 1  |
| Mr. Priyesh Pethe               | Executive Director      | 5                              | Yes                    | 1                         | Nil  |
| Mr. Lalji R. Yadav*             | Non- Executive Director | 2                              | No                     | 1                         | 2  |
| Mr. Mandar S. Palav*            | Non-Executive Director  | 2                              | No                     | 2                         | 3  |
| Mr. Deepak Rane                 | Non-Executive Director  | 5                              | Yes                    | Nil                       | Nil  |
| Mr. Nirmal Jodhani              | Non-Executive Director  | 5                              | Yes                    | Nil                       | Nil  |

\* Appointed on 18<sup>th</sup> January 2012.

*Relationship of Directors:*

None of the Directors are related to one another. During the year under review, no Executive Director has any material pecuniary relationship or transactions amongst themselves or with the Company.

#### Board Meetings and Board Committee meetings:

*Board Procedure & Code of Conduct:*

The Board meets at least once a quarter to discuss and decide on Company/business policy, and strategy apart from other normal Board business such as reviewing the quarterly performance and financial results. Board meetings are governed with structured agenda.

*Number of Board Meetings held and the dates on which held:*

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Five (5) Board Meetings were held during the year and the gap between two meetings did not exceed four months. The dates on which the Board Meetings were held and the number of Directors present are as follows:

| Sr. No. | Dates on which the Board Meetings were held | Total strength of the Board | No. of Directors present |
|---------|---|-----------------------------|--------------------------|
| 1       | 05/04/2011                                  | 4                           | 4                        |
| 2       | 30/04/2011                                  | 4                           | 4                        |
| 3       | 30/07/2011                                  | 4                           | 4                        |
| 4       | 28/10/2011                                  | 4                           | 4                        |
| 5       | 31/01/2012                                  | 6                           | 6                        |

### Committees of the Board:

#### *Audit Committee:*

The Audit Committee of the Company comprises of Mr. Nirmal Jodhani (Chairman), Mr. Deepak Rane, Mr. R Nagaraja Sharma. The Board of Directors specifies the terms of reference for the Audit committee in writing. The constitution, role and the powers of the audit Committee of the company are as per the guidelines set out in the Listing Agreement with Stock Exchanges.

The Committee meets periodically and reviews:

- Audited and Un-audited financial results;
- Business plans, various financial statements & reports placed by the management;
- Disclosure requirements;
- Auditors' report on financial statements;
- All other important matters within the scope and purview of the committee.

The Audit Committee meetings are usually held at the registered office of the company and are usually attended by the members of the Audit Committee and the representatives of the Statutory Auditors. The operation heads are also invited to the meetings as required. The Audit Committee met four times in the year under review the details of which are provided under herewith on the following dates:

30/04/2011

30/07/2011

28/10/2011

31/01/2012

| Sr.No. | Name of the Member     | Status   | No. of Meeting held | No. of Meetings attended |
|--------|------------------------|----------|---------------------|--------------------------|
| 1      | Mr. Nirmal Jodhani     | Chairman | 4                   | 4                        |
| 2      | Mr. Deepak Rane        | Member   | 4                   | 4                        |
| 3      | Mr. R. Nagaraja Sharma | Member   | 4                   | 4                        |

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### Directors' Compensation:

The details of remuneration paid to the Directors' during the year are as follows:

| Name of the Director  | Sitting Fees Rs. | Salaries, Commission and perquisites, etc. Rs. | Total Rs. |
|-----------------------|------------------|--|-----------|
| Mr. R.Nagaraja Sharma | Nil              | Nil  | Nil       |
| Mr. Priyesh Pethe     | Nil              | Nil  | Nil       |
| Mr. Deepak Rane       | Nil              | Nil  | Nil       |
| Mr. Nirmal Jodhani    | Nil              | Nil  | Nil       |
| Mr. Lalji R. Yadav*   | Nil              | Nil  | Nil       |
| Mr. Mandar S. Palav*  | Nil              | Nil  | Nil       |

### Investor's Grievance Committee:

Mr. Deepak Rane heads the Investor's Grievance Committee. The Investor's Grievance Committee of the Company comprises of Mr. Deepak Rane, Mr. Priyesh Pethe, Mr. R.Nagaraja Sharma . The Committee looks into the redressal of complaints of investors such as transfer, non-receipt of dividend/notices/ annual reports.etc. The committee deals with various matters relating to transfer/transmission of shares, issue of duplicate share certificate, review of shares dematerialized and all other investor's grievances, monitoring expeditious redressal of investors' grievances and all other matters related to shares/debentures. There were no investors' grievance/requests/ complaints received during the year under review.

### General Body Meetings:

a) Details of location and time, of General Meeting & Special Resolutions passed in the last three years:

b)

| Year      | AGM/EGM | Date       | Time       | Venue                                      |
|-----------|---------|------------|------------|--|
| 2010-2011 | AGM     | 30/09/2011 | 11 A.M.    | No.26, Chari Street, T.Nagar, Chennai – 17 |
| 2009-2010 | AGM     | 28/09/2010 | 11 A.M.    | No.26, Chari Street, T.Nagar, Chennai – 17 |
| 2008-2009 | AGM     | 29/09/2009 | 10.30 A.M. | No.26, Chari Street, T.Nagar, Chennai – 17 |

c) Postal Ballot:

During the year under review no resolution was passed through postal ballot.

### COMPLIANCE OFFICER

As on date **Mr. Nitin Sarfare**, is acting as Compliance officer of the Company

### Disclosures:

There are no materially significant transactions made by the company with its promoters the Directors or the Management, their subsidiaries or relatives etc., which require separate disclosure.

No penalties/strictures have been imposed on the company by any regulatory authority for non-compliance of any laws.

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**a. Related Party Transaction:**

The Company has not entered in any related party transaction as per section 301 of the companies Act, 1956.

**b. Disclosure of Accounting Treatment:**

In the preparation of financial statements, the company has followed the accounting standards issued by the Institute of Chartered Accountants of India to the extent applicable.

**c. Disclosure of Risk Management:**

The Company has laid down procedure to inform board of members about the risk assessment and minimization procedures which is periodically reviewed by the Board.

**d. Code of conduct:**

The Company adopted the code of conduct and ethics for directors and senior management. The code had been circulated to all the members of the board and senior management. The Board members and senior management have affirmed their compliance with the code and a declaration signed by the manager of the company appointed in terms of the Companies Act, 1956.

### GENERAL INFORMATION FOR SHAREHOLDERS

**1. Annual General Meeting:**

The 23<sup>rd</sup> Annual General Meeting of the Company would be held on Saturday, the 29<sup>th</sup> September, 2012 at No.26, Chari Street, T.Nagar, Chennai – 600 017 at 11.00 a.m.

**2. The Financial Year covers the period from 1<sup>st</sup> April 2012 to 31<sup>st</sup> March 2013**

Tentative Schedule

|   |                         |
|---|-------------------------|
| Unaudited Results for quarter ending June 30, 2012      | : End of July 2012      |
| Unaudited Results for quarter ending September 30, 2012 | : End of October 2012   |
| Unaudited Results for quarter ending December 31, 2012  | : End of January 2013   |
| Unaudited Results for quarter ending March 31, 2013     | : End of April 2013     |
| Audited Results for year ending March 31, 2013          | : End of July 2013      |
| AGM for year ending March 31, 2013                      | : End of September 2013 |

**3. Book Closure:**

The Register of Members and the Share Transfer Books of the Company will remain closed from **Tuesday, 25<sup>th</sup> September, 2012** to **Saturday, the 29<sup>th</sup> September, 2012** (both days inclusive).

**4. Dividend:**

The Board has not recommended Dividend on equity shares.

**5. Listing on Stock Exchanges:**

The Company's securities are listed on the following Stock Exchanges:

## FOUR K ANIMATION LIMITED

A. Bombay Stock Exchange Limited (BSE)  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001

B. Madras Stock Exchange Limited (MSE)  
No.30, Second Line Beach,  
Chennai, 600 001, Tamilnadu, India

### 6. Stock/Script Code:

#### **Bombay Stock Exchange:**

Script Code – BSE – 511421

Company Name – FOURK ANIM

7. There were no trading due to suspension in trading of the shares on Bombay Stock Exchange Limited during the year 2011-12 but same has been revoked by BSE on June 22, 2012 and hence month wise trading detail are not available.

### 8. Registrar & Transfer Agents:

Cameo Corporate Services Limited  
Subramanian Building",  
#1, Club House Road,  
Chennai 600 002, India  
Ph : 91-44 - 2846 0390 (5 lines)  
Fax : 91-44 - 2846 0129  
E-mail : cameo@cameoindia.com

### 9. Share Transfer System:

(ISIN: INE452N01018)

The transfers of shares in physical form is processed and completed by the Registrar & Transfer Agent within a period of fifteen days from the date of receipt thereof provided all documents are in order. The Company has, as per SEBI guidelines offers the facility of transfer cum demats. All complaints received from shareholders have been cleared till date.

### 10. Distribution of Share holding as on March 31, 2012:

| Category                        | Shares    | % of total |
|---------------------------------|-----------|------------|
| Promoters-                      |           |            |
| First Entertainment Pvt Ltd     | 647,300   | 21.58      |
| Unique Image Production Pvt Ltd | 280,100   | 9.34       |
| Total Promoters Group           | 927,400   | 30.91      |
| Public                          | 20,72,600 | 69.09      |
| Total                           | 30,00,000 | 100.00     |



## 23rd Annual Report 2011-2012

Distribution Schedule: **As on 31.03.2012**

| No. of shares |              | No. of shareholders | No. of shares  | No. of shares % |
|---------------|--------------|---------------------|----------------|-----------------|
| From          | To           |                     |                |                 |
| 01            | 5000         | 10                  | 2235           | 0.07            |
| 5001          | 10000        | 21                  | 20700          | 0.69            |
| 10001         | 20000        | 258                 | 423065         | 14.10           |
| 20001         | 30000        | 6                   | 16100          | 0.54            |
| 30001         | 40000        | 12                  | 38400          | 1.28            |
| 40001         | 50000        | 13                  | 52600          | 1.75            |
| 50001         | 100000       | 28                  | 217600         | 7.25            |
| 100001        | And above    | 40                  | 2229300        | 74.31           |
|               | <b>TOTAL</b> | <b>390</b>          | <b>3000000</b> | <b>100.00</b>   |

### 11. Dematerialization of Shares:

The Company having connectivity with NSDL & CDSL in respect of its shares and the ISIN allotted to the Company is - INE452N01018.

### 12. Location of Office of Company & Address of Correspondence:

Registered Office: No.26, Chari Street,  
T. Nagar, Chennai – 600 017

Non-Mandatory Requirements:

The Company is not yet implementing the non-mandatory requirements under Clause 49 of the Listing Agreement. However, adoption of other non-mandatory requirements under Clause 49 of the Listing Agreement is being reviewed by the Board from time to time.

## WHISTLE BLOWER POLICY

### 1. Preface

- 1.1 The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour.
- 1.2 The Company is committed to developing a culture where it is safe for all employees to raise concerns about any poor or unacceptable practice and any event of misconduct.
- 1.3 Clause 49 of the Listing Agreement between listed companies and the Stock Exchanges, inter-alia, provides, a non-mandatory requirement, for all listed companies to establish a mechanism called "Whistle Blower Policy" for employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy.
- 1.4 The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees wishing to raise a concern about serious irregularities within the Company.
- 1.5 The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

### 2. Policy

- 2.1 This Policy is for the Employees as defined hereinafter.
- 2.2 The Policy has been drawn up so that Employees can be confident about raising a concern. The areas of concern covered by this Policy are summarized in paragraph 5.

### 3. Definitions

- 3.1 "Disciplinary Action" means any action that can be taken on the completion of / during the investigation proceedings including but not limiting to a warning, imposition of fine, suspension from official duties or any such action as is deemed to be fit considering the gravity of the matter.
- 3.2 "Employee" means every employee of the Company (whether working in India or abroad).
- 3.3 "Protected Disclosure" means a concern raised by a written communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.
- 3.4 "Subject" means a person against or in relation to whom a Protected Disclosure is made or evidence gathered during the course of an investigation.
- 3.5 "Whistle Blower" is someone who makes a Protected Disclosure under this Policy.
- 3.6 "Whistle Officer" or "Committee" means an officer or Committee of persons who is nominated/appointed to conduct detailed investigation.
- 3.7 "Ombudsperson" will be a Non-Executive Director for the purpose of receiving all complaints under this Policy and ensuring appropriate action. In the first instance, the Board shall appoint this Ombudsperson. The Director shall have the authority to change the Ombudsperson from time to time.

## 23rd Annual Report 2011-2012

### 4. The Guiding Principles

- 4.1 To ensure that this Policy is adhered to, and to assure that the concern will be acted upon seriously, the Company will:
  - 4.1.1 Ensure that the Whistle Blower and/or the person processing the Protected Disclosure is not victimized for doing so;
  - 4.1.2 Treat victimization as a serious matter including initiating disciplinary action on such person/(s);
  - 4.1.3 Ensure complete confidentiality.
  - 4.1.4 Not attempt to conceal evidence of the Protected Disclosure;
  - 4.1.5 Take disciplinary action, if any one destroys or conceals evidence of the Protected Disclosure made/to be made;
  - 4.1.6 Provide an opportunity of being heard to the persons involved especially to the Subject;

### 5. Coverage of Policy

- 5.1 The Policy covers malpractices and events which have taken place/ suspected to take place involving:
  - 1. Abuse of authority
  - 2. Breach of contract
  - 3. Negligence causing substantial and specific danger to public health and safety
  - 4. Manipulation of company data/records
  - 5. Financial irregularities, including fraud, or suspected fraud
  - 6. Criminal offence
  - 7. Pilferation of confidential/propriety information
  - 8. Deliberate violation of law/regulation
  - 9. Wastage/misappropriation of company funds/assets
  - 10. Breach of employee Code of Conduct or Rules
  - 11. Any other unethical, biased, favoured, imprudent event
- 5.2 Policy should not be used in place of the Company grievance procedures or be a route for raising malicious or unfounded allegations against colleagues.

### 6. Disqualifications

- 6.1 While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.
- 6.2 Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention.

6.3 Whistle Blowers, who make any Protected Disclosures, which have been subsequently found to be mala fide, frivolous or malicious, shall be liable to be prosecuted under Company's Code of Conduct.

**7. Manner in which concern can be raised**

7.1 Employees can make Protected Disclosure to Ombudsperson, as soon as possible but not later than 30 consecutive days after becoming aware of the same.

7.2 Whistle Blower must put his/her name to allegations. Concerns expressed anonymously WILL NOT BE investigated.

7.3 If initial enquiries by the Ombudsperson indicate that the concern has no basis, or it is not a matter to be investigation pursued under this Policy, it may be dismissed at this stage and the decision is documented.

7.4 Where initial enquiries indicate that further investigation is necessary, this will be carried through either by the Ombudsperson alone, or by a Whistle Officer/Committee nominated by the Ombudsperson for this purpose. The investigation would be conducted in a fair manner, as a neutral fact-finding process and without presumption of guilt. A written report of the findings would be made.

7.5 Name of the Whistle Blower shall not be disclosed to the Whistle Officer/Committee.

7.6 The Ombudsperson/Whistle Officer/Committee shall:

- i) Make a detailed written record of the Protected Disclosure. The record will include:
  - a) Facts of the matter
  - b) Whether the same Protected Disclosure was raised previously by anyone, and if so, the outcome thereof;
  - c) Whether any Protected Disclosure was raised previously against the same Subject;
  - d) The financial/ otherwise loss which has been incurred / would have been incurred by the Company.
  - e) Findings of Ombudsperson/Whistle Officer/Committee;
  - f) The recommendations of the Ombudsperson/Whistle Officer/Committee on disciplinary/other action/(s).
- ii) The Whistle Officer/Committee shall finalise and submit the report to the Ombudsperson within 15 days of being nominated/ appointed.

7.7 On submission of report, the Whistle Officer /Committee shall discuss the matter with Ombudsperson who shall either:

- i) In case the Protected Disclosure is proved, accept the findings of the Whistle Officer /Committee and take such Disciplinary Action as he may think fit and take preventive measures to avoid reoccurrence of the matter;
- ii) In case the Protected Disclosure is not proved, extinguish the matter; Or
- iii) Depending upon the seriousness of the matter, Ombudsperson may refer the matter to the Committee of Directors (Whole-time Directors) with proposed disciplinary action/counter measures. The Committee of Directors, if thinks fit, may further refer the matter to the Audit Committee for necessary action with its proposal. In case the Audit Committee thinks that the matter is too serious, it can further place the matter before the Board with its 8 recommendations. The Board may decide the matter as it deems fit.

## 23rd Annual Report 2011-2012

7.8 In exceptional cases, where the Whistle Blower is not satisfied with the outcome of the investigation and the decision, s/he can make a direct appeal to the Chairman of the Audit Committee.

### 8. Protection

8.1 No unfair treatment will be meted out to a Whistle Blower by virtue of his/her having reported a Protected Disclosure under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blower. Complete protection will, therefore, be given to Whistle Blower against any unfair practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, discrimination, any type of harassment, biased behaviour or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties/functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure.

Thus, if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.

8.2 The identity of the Whistle Blower shall be kept confidential.

8.3 Any other Employee assisting in the said investigation or furnishing evidence shall also be protected to the same extent as the Whistle Blower.

### 9. Secrecy/Confidentiality

The Whistle Blower, the Subject, the Whistle Officer and everyone involved in the process shall:

- a. maintain complete confidentiality/ secrecy of the matter
- b. not discuss the matter in any informal/social gatherings/ meetings
- c. discuss only to the extent or with the persons required for the purpose of completing the process and investigations
- d. not keep the papers unattended anywhere at any time
- e. keep the electronic mails/files under password

If any one is found not complying with the above, he/ she shall be held liable for such disciplinary action as is considered fit.

### 10. Reporting

A quarterly report with number of complaints received under the Policy and their outcome shall be placed before the Audit Committee and the Board.

### 11. Amendment

The Executive Director of the Company has the right to amend or modify this Policy in whole or in part, at any time without assigning any reason, whatsoever.

For and on behalf of the Board

Place: Chennai  
Date: 27/06/2012

Sd/-  
R Nagaraja Sharma  
Director

Sd/-  
Priyesh Pethe  
Director

## FOUR K ANIMATION LIMITED

### DECLARATION ON COMPLIANCE OF CODE OF CONDUCT

This is to certify that:

Pursuant to Clause 49 of the Listing Agreement with Stock Exchanges, a Code of Conduct for the Board members and the Senior Management Personnel of the Company has been approved by the Board.

All Board members and Senior Management Personnel have affirmed compliance with the said Code of Conduct for the period ended March 31, 2012.

**Place: Chennai**  
**Date: 27/06/2012**

**Priyesh Pethe**  
**Director**  
**Four K Animation Limited**

### CEO CERTIFICATION

- a) I have reviewed the financial statements and the cash flow statement for the year and that 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 our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the audit committee
- i. Significant changes in internal control over financial reporting during the year;
  - ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud of which they 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.

Place: Chennai  
Date: 27/06/2012

**R. Nagarajan Sharma**  
Chief Executive Officer

## 23rd Annual Report 2011-2012

### COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To,  
The Board of Directors  
Four K Animation Limited  
Chennai.

I have examined the compliance of conditions of Corporate Governance by Four K Animation Limited for the year ended 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement(s) of the said Company with the 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 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 the above mentioned listing Agreement(s)

We state that no investor grievance is pending for a period exceeding one month against the Company as per records maintained by the Company.

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

**FOR P.V.H.S.Kishore Babu**  
Chartered Accountants

Sd/-  
**P.V.H.S.Kishore Babu**  
Membership No. 026488

Place : Chennai  
Date : 27<sup>th</sup> June, 2012

## FOUR K ANIMATION LIMITED

### AUDITORS' REPORT

To,  
The Members of  
**FOUR K ANIMATION LIMITED**

I have audited the attached Balance Sheet of **FOUR K ANIMATION LIMITED**, as at 31st March, 2012, the Profit & Loss Account and also Cash Flow Statement of the Company for the year ended on that date annexed thereto.

As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, I annex hereto a statement on the matters specified in paragraphs 4 and 5 of the said order.

1. Further to my comments in the annexure referred to in paragraph 1 above, I report that:
  - a) I have obtained all the information and explanations, which to the best of my knowledge and belief were necessary for the purpose of my audit;
  - b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books;
  - c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
  - d) In my opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement have been prepared in compliance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956, to the extent applicable;
  - e) On the basis of written representations from the Directors and taken on record by the Board of Directors, I report that none of the Directors are disqualified as on 31st March, 2012 from being appointed as Directors in terms of Section 274(1)(g) of the Companies Act, 1956;
  - f) Subject to what is stated in above, in my opinion and to the best of my information and according to the explanations given to me, the accounts read with the notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view:
    - a) In the case of the Balance Sheet, of the State of affairs of the Company as at 31st March, 2012;
    - b) In the case of the Profit & Loss Account, of the Loss for the year ended on that date;
    - c) In the case of the Cash Flow Statement, of the Cash Flows for the year ended that date.

**For P.V.H.S.Kishore Babu**  
Chartered Accountants  
Sd/-  
**(P.V.H.S.Kishore Babu)**  
Partner  
Membership No.026488

Place : Chennai  
Date : 27/06/2012



## 23rd Annual Report 2011-2012

### ANNEXURE TO THE AUDITORS' REPORT

#### The Companies (Auditor's Report) Order, 2003 ('CARO')

As required by Companies (Auditor's Report) Order, 2003 issued by Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956 and according to explanations given to me and on the basis of such checks, as I considered appropriate, I have to state that ;

- 1) 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 but, according to the information and explanation given to me, there is a regular programme of verification which, in my opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.  
c) During the year, The Company has not disposed off any substantial/major part of assets.
- 2) The company does not hold any inventory and hence the question of physical verification etc does not arise.
- 3) The company has not granted loans during the year to parties covered in the registered maintained under section 301 of the Company Act, 1956. The company has not taken unsecured loans during the year from parties covered in registered maintained u/s 301 of the Act.
- 4) In my opinion and according to the information and explanations given to me, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to sale of goods and services. During the course of my audit, I have not observed any continuing failure to correct major weaknesses in internal controls.
- 5) Based on audit procedures applied by me and according to the information and explanations provided by the management, I am of the opinion that the transactions that need to be entered into the register maintained under section 301 have been so enter
- 6) The Company has not accepted any deposits under the provisions of sections 58A and 58AA of the Companies Act, 1956 and the rules framed there under.
- 7) In my opinion, the Company has an internal audit system commensurate with its size and nature of the business.
- 8) The Central Government has not prescribed the maintenance of cost records u/s 209(1) (d) of the Companies Act, 1956 for any of the products of the Company.
- 9) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including, Income Tax, Sales Tax, Cess and any other material statutory dues applicable to it. The Company is not liable under the provisions of Investor Education and Protection Fund, Wealth Tax for the financial year covered by my audit. There are no undisputed statutory liabilities outstanding more than six months as on 31st March 2012.  
b) According to the information and explanation given to me, there are no dues of Income tax and cess, which have not been deposited on account of any dispute.
- 10) The Company have accumulated losses of Rs. 2,61,90,483/- as at 31.03.2012. which is more then 50% of Net worth of the company

## FOUR K ANIMATION LIMITED

- 11) In my opinion and according to the information and explanation given to me, the company has not defaulted in repayment of dues a financial institution or bank.
- 12) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13) The Company is not a chit fund, nidhi/mutual benefit fund and therefore the requirement pertaining to such class of companies is not applicable.
- 14) According to the information and explanation given to me, the Company did not deal in or trade in shares, securities, debentures or other investment .The shares and other investment acquired by the company by way of investment are held by the company in its own name.
- 15) The Company has not given any guarantee for loans taken by others from banks or financial institution.
- 16) The Company has not taken term loan from Financial Institution during the year.
- 17) On the basis of review of utilization of funds on overall basis, related information as made available to me and as represented to me by the management, funds raised on short-term basis have not been used for long-term investment during the year.
- 18) The Company has not made any preferential allotment of shares during the year to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- 19) The Company has not issued any debentures during the year and therefore, the question of creating the security in respect thereof does not arise.
- 20) The Company has not made any public issue during the year and therefore, the question of disclosing the end use of money does not arise.
- 21) According to the information and explanation given to me, no fraud on or by the Company has been noticed or reported during the course of my audit.

Place : Chennai  
Date : 27/06/2012

For **P.V.H.S.Kishore Babu**  
Chartered Accountants  
Sd/-  
**(P.V.H.S.Kishore Babu)**  
Partner  
Membership No.026488

## 23rd Annual Report 2011-2012

### Balance Sheet as at 31st March, 2012

| Particulars  | Note No | As At 31st March 2012 | As At 31st March 2011 |
|--|---------|-----------------------|-----------------------|
| <b>I. EQUITY AND LIABILITIES</b>                     |         |                       |                       |
| <b>(1) Shareholder's Funds</b>                       |         |                       |                       |
| (a) Share Capital                                    | 1       | 30,000,000            | 30,000,000            |
| (b) Reserves and Surplus                             | 2       | (26,190,483)          | (25,482,446)          |
| (c) Money received against share warrants            |         |                       |                       |
| <b>(2) Share application money pending allotment</b> |         |                       |                       |
| <b>(3) Non-Current Liabilities</b>                   |         |                       |                       |
| (a) Long-term borrowings                             | 3       | 477,025               | -                     |
| (b) Deferred tax liabilities (Net)                   |         | 8,077                 | -                     |
| (c) Other Long term liabilities                      |         | -                     | -                     |
| (d) Long term provisions                             |         | -                     | -                     |
| <b>(4) Current Liabilities</b>                       |         |                       |                       |
| (a) Short-term borrowings                            |         | -                     | -                     |
| (b) Trade payables                                   | 4       | -                     | 35,435                |
| (c) Other current liabilities                        | 5       | 41,376                | 37,741                |
| (d) Short-term provisions                            |         | -                     | 11,376                |
|  |         | <b>Total</b>          | <b>Total</b>          |
|  |         | <u>4,335,995</u>      | <u>4,602,106</u>      |
| <b>II. Assets</b>                                    |         |                       |                       |
| <b>(1) Non-current assets</b>                        |         |                       |                       |
| <i>(a) Fixed assets</i>                              |         |                       |                       |
| (i) Tangible assets                                  |         | 86,011                | 119,603               |
| (ii) Intangible assets                               |         | 33,592                | 323,093               |
| (iii) Capital work-in-progress                       |         |                       |                       |
| (iv) Intangible assets under development             |         |                       |                       |
| (b) Non-current investments                          |         | -                     | -                     |
| (c) Deferred tax assets (net)                        |         | 7,704                 | 7,704                 |
| (d) Long term loans and advances                     | 6       | 212,221               | 212,221               |
| (e) Other non-current assets                         |         | -                     | -                     |
| <b>(2) Current assets</b>                            |         |                       |                       |
| (a) Current investments                              |         | -                     | -                     |
| (b) Inventories                                      |         | -                     | -                     |
| (c) Trade receivables                                | 7       | 3,407,138             | 3,407,138             |
| (d) Cash and cash equivalents                        | 8       | 207,823               | 164,842               |
| (e) Short-term loans and advances                    |         | -                     | -                     |
| (f) Other current assets                             | 9       | 381,506               | 367,506               |
|  |         | <b>Total</b>          | <b>Total</b>          |
|  |         | <u>4,335,995</u>      | <u>4,602,106</u>      |

As per my report of even date attached

For **P.V.H.S.Kishore Babu**  
Chartered Accountants  
Sd/-  
**(P.V.H.S.Kishore Babu)**  
Partner  
Membership No.026488

For **Four K Animation Limited**

(R. Nagaraja) (Priyesh  
Sharma) Pethe  
Director Director

Place: Chennai  
Date: 27/06/2012

**FOUR K ANIMATION LIMITED**

**Profit & Loss Statement for the year ended 31st March, 2012**

| Particulars  | Note No. | For the Year Ended<br>31st March 2012 | For the Year Ended<br>31st March 2011 |
|--|----------|---------------------------------------|---------------------------------------|
| I. Revenue from Operations   | 10       | 894,000                               | 853,000                               |
| II. Indirect Income  | 11       | -                                     | -                                     |
| III. Total Revenue (I + II)  |          | <u>894,000</u>                        | <u>853,000</u>                        |
| IV. Expenses:  |          |                                       |                                       |
| <u>Manufacturing Expenses</u>  | 12       | 170,000                               | -                                     |
| <u>Administrative &amp; Selling Expenses</u>                               |          |                                       |                                       |
| Employee Benefit Expenses  | 13       | -                                     | 208,000                               |
| Other Administrative and Selling Expenses                                  | 14       | 1,306,199                             | 406,931                               |
| Other Misc. Expenses   |          | -                                     | -                                     |
| Finance Costs  |          | -                                     | -                                     |
| Depreciation and Amortization Expense                                      |          | 117,761                               | 176,712                               |
| Total Expenses   |          | <u>1,593,960</u>                      | <u>791,643</u>                        |
| V. Profit before Exceptional and Extraordinary Items and Tax (III - IV)    |          | (699,960)                             | 61,357                                |
| VI. Exceptional Items  |          | -                                     | -                                     |
| VII. Profit before Extraordinary Items and Tax (V - VI)                    |          | (699,960)                             | 61,357                                |
| VIII. Extra Ordinary Items   |          | -                                     | -                                     |
| IX. Profit before Tax (VII - VIII)   |          | (699,960)                             | 61,357                                |
| X. Tax Expense:  |          |                                       |                                       |
| (1) Provision for Taxation   |          | -                                     | 11,376                                |
| (2) Deferred Tax   |          | 8,077                                 | (36,893)                              |
| XI. Profit/ (Loss) for the period from Continuing Operations (IX - X)      |          | (708,037)                             | 86,874                                |
| XII. Profit/Loss from Discontinuing Operations                             |          | -                                     | -                                     |
| XIII. Tax Expense of Discontinuing Operations                              |          | -                                     | -                                     |
| XIV. Profit/ (Loss) from Discontinuing Operations (after Tax) (XII - XIII) |          | -                                     | -                                     |
| XV. Profit/ (Loss) for the Period (XI + XIV)                               |          | <u>(708,037)</u>                      | <u>86,874</u>                         |
| XVI. Earnings Per Equity Share   |          |                                       |                                       |
| (1) Basic  |          | (0.24)                                | 0.03                                  |
| (2) Diluted  |          | -                                     | -                                     |

As per my report of even date attached

For **P.V.H.S.Kishore Babu**  
Chartered Accountants  
Sd/-  
**(P.V.H.S.Kishore Babu)**  
Partner  
Membership No.026488

**For Four K Animation Limited**  
(R. Nagaraja                      (Priyesh  
Sharma)                              Pethe)  
Director                              Director

Place: Chennai  
Date: 27/06/2012

## 23rd Annual Report 2011-2012

### Annexures to the Balance Sheet

| Particulars   | As At 31st<br>March 2012 | As At 31st<br>March 2011 |
|---|--------------------------|--------------------------|
| <b>NOTE # 1</b>   |                          |                          |
| <b>Share Capital</b>  |                          |                          |
| <b>Authorised Capital</b>                                   |                          |                          |
| 50,00,000 Equity Shares of Rs 10/- each                     | 50,000,000               | 50,000,000               |
| <b>Issued</b>   |                          |                          |
| 30,00,000 Equity Shares of Rs10/- each                      | 30,000,000               | 30,000,000               |
| <b>Subscribed</b>   |                          |                          |
| (a) Subscribed and fully paid up                            |                          |                          |
| 30,00,000 Equity shares of Rs. 10 each with voting rights   | 30,000,000               | 30,000,000               |
| (b) Subscribed but not fully paid up                        |                          |                          |
| <i>(refer annexure for the Particulars of shareholders)</i> |                          |                          |
|   | <u>30,000,000</u>        | <u>30,000,000</u>        |
| <b>NOTE # 2</b>   |                          |                          |
| <b>Reserves and Surplus</b>                                 |                          |                          |
| (a) General Reserve   |                          |                          |
| As per last Balance Sheet                                   | 1,750,000                | 1,750,000                |
| Addition during the year                                    | -                        | -                        |
|   | 1,750,000                | 1,750,000                |
| (b) Contingency Reserves                                    |                          |                          |
| As per last Balance Sheet                                   | 1,250,000                | 1,250,000                |
| Addition during the year                                    | -                        | -                        |
|   | 1,250,000                | 1,250,000                |
| (c) Surplus i.e. Balance in the Statement of Profit & Loss  |                          |                          |
| As per last Balance Sheet                                   | (28,482,446)             | (28,569,320)             |
| Addition during the year                                    | (708,037)                | 86,874                   |
| Allocations & Appropriations                                |                          |                          |
| Transfer to Reserves  | (29,190,483)             | (28,482,446)             |
|   | <u>(26,190,483)</u>      | <u>(25,482,446)</u>      |
| <b>NOTE # 3</b>   |                          |                          |
| <b>Long-Term Borrowings</b>                                 |                          |                          |
| <b>Unsecured Loan</b>                                       |                          |                          |
| (a) Loans and advances from related parties                 |                          |                          |
| Secured   | -                        | -                        |
| Unsecured   | 477,025                  | -                        |
| (b) Deposits  |                          |                          |
| Secured   | -                        | -                        |
| Unsecured   | -                        | -                        |
|   | <u>477,025</u>           | <u>-</u>                 |
| <b>NOTE # 4</b>   |                          |                          |
| <b>Trade Payables</b>                                       |                          |                          |
| Acceptances   | -                        | 35,435                   |
|   | <u>-</u>                 | <u>35,435</u>            |

## FOUR K ANIMATION LIMITED

### Annexures to the Balance Sheet

| Particulars                                     | As At 31st<br>March 2012 | As At 31st<br>March 2011 |
|---|--------------------------|--------------------------|
| <b>NOTE # 5</b>                                 |                          |                          |
| <b>Current Liabilities</b>                      |                          |                          |
| Audit Fees Payable                              | 25,000                   | 36,500                   |
| Other Provisions                                | -                        | 1,241                    |
| Professional Fees Payable                       | 5,000                    | -                        |
| Provision for Taxation                          | 11,376                   | -                        |
|   | <u>41,376</u>            | <u>37,741</u>            |
| <b>NOTE #</b>                                   |                          |                          |
| <b>Short-Term Provisions</b>                    |                          |                          |
| Provision for Taxation                          | -                        | 11,376                   |
|   | <u>-</u>                 | <u>11,376</u>            |
| <b>NOTE # 6</b>                                 |                          |                          |
| <b>Long-Term Loans and Advances</b>             |                          |                          |
| Other Loans & Advances                          | 212,221                  | 212,221                  |
|   | <u>212,221</u>           | <u>212,221</u>           |
| <b>NOTE # 7</b>                                 |                          |                          |
| <b>Trade Receivables</b>                        |                          |                          |
| Secured, Considered Good                        |                          |                          |
| - Outstanding for a period exceeding six months | -                        | -                        |
| Less: Allowance for Bad & Doubtful Debts        | -                        | -                        |
| Unsecured, Considered Good                      |                          |                          |
| - Outstanding for a period exceeding six months | 3,407,138                | 3,407,138                |
| Less: Allowance for Bad & Doubtful Debts        | -                        | -                        |
|   | <u>3,407,138</u>         | <u>3,407,138</u>         |
| <b>NOTE # 8</b>                                 |                          |                          |
| <b>Cash and Cash Equivalents</b>                |                          |                          |
| Balance with Banks                              | -                        | 122,342                  |
| Cash on Hand                                    | 207,823                  | 42,500                   |
|   | <u>207,823</u>           | <u>164,842</u>           |
| <b>NOTE # 9</b>                                 |                          |                          |
| <b>Other Current Assets (Residual Head)</b>     |                          |                          |
| Others (specify nature)                         | -                        |                          |
| SA tax Paid (Acct Yr 2010-11)                   | 14,000                   |                          |
| - TAX DEDUCTED AT SOURCE                        | 367,506                  | 367,506                  |
| - MVAT CREDIT WITH MAHARASHTRA GOVT.            | -                        | -                        |
|   | <u>381,506</u>           | <u>367,506</u>           |

## 23rd Annual Report 2011-2012

### Annexures to the Balance Sheet

| Particulars                                      | As At 31st<br>March 2012 | As At 31st<br>March 2011 |
|--|--------------------------|--------------------------|
| <b>NOTE # 10</b>                                 |                          |                          |
| <b>Revenue From Operations</b>                   |                          |                          |
| Sale of Products                                 | 894,000                  | -                        |
| Income from Software Developments                | -                        | 853,000                  |
| Other Operating Revenues                         | -                        | -                        |
| Less: Excise Duty                                | -                        | -                        |
|  | <u>894,000</u>           | <u>853,000</u>           |
| <b>NOTE # 11</b>                                 |                          |                          |
| <b>Other Incomes</b>                             |                          |                          |
| Direct Income - Consultancy Income               | -                        | -                        |
| Dividend Income                                  | -                        | -                        |
| Other Non-Operating Income                       | -                        | -                        |
|  | <u>-</u>                 | <u>-</u>                 |
| <b>NOTE # 12</b>                                 |                          |                          |
| <b>Manufacturing Expenses</b>                    |                          |                          |
| Cost of Materials Consumed                       | -                        | -                        |
| Purchases of Stock-in-Trade                      | 170,000                  | -                        |
| Other Manufacturing Expenses                     | -                        | -                        |
|  | <u>170,000</u>           | <u>-</u>                 |
| <b>NOTE # 13</b>                                 |                          |                          |
| <b>Employee Benefit Expenses</b>                 |                          |                          |
| Salaries and Wages                               | -                        | 208,000                  |
| Contribution to PF and Other Funds               | -                        | -                        |
| Staff Welfare Expenses                           | -                        | -                        |
|  | <u>-</u>                 | <u>208,000</u>           |
| <b>NOTE # 14</b>                                 |                          |                          |
| <b>Other Administrative and Selling Expenses</b> |                          |                          |
| Audit Fees                                       | 25,000                   | 20,000                   |
| Film Production & Software Development Exps      | -                        | 179,000                  |
| Misc. Expenses                                   | -                        | 10,600                   |
| Rent & Electricity                               | -                        | 96,000                   |
| Travelling & Conveyance                          | -                        | 74,365                   |
| Repairs & Maintenance                            | -                        | 3,966                    |
| Directors Sitting Fees                           | -                        | 23,000                   |
| BSE Annual Listing fees                          | 31,025                   | -                        |
| BSE Resolution                                   | 400,000                  | -                        |
| Misc Balance Written off                         | 327,674                  | -                        |
| Other Expenses                                   | 165,650                  | -                        |
| Printing & Stationery                            | 18,850                   | -                        |
| Professional Fees                                | 5,000                    | -                        |
| Salary Expenses                                  | 287,000                  | -                        |
| Share Transfer Agent Fees                        | 46,000                   | -                        |
|  | <u>1,306,199</u>         | <u>406,931</u>           |

**FOUR K ANIMATION LIMITED**

NOTE #

**Tangible Assets as on 31st March 2012**

**Schedule E: AS PER COMPANIES ACT' 1956**

| Particulars                | GROSS BLOCK       |                         |                    |                  | DEPRECIATION        |                 |                   | NET BLOCK         |                    |
|----------------------------|-------------------|-------------------------|--------------------|------------------|---------------------|-----------------|-------------------|-------------------|--------------------|
|                            | As at<br>4/1/2011 | Addition<br>/(Deletion) | Total<br>3/31/2012 | Upto<br>4/1/2011 | Reversal<br>of Depr | For the<br>year | Upto<br>3/31/2012 | As at<br>4/1/2011 | As at<br>3/31/2012 |
| Computer                   | 2,975,050         |                         | 2,975,050          | 2,841,197        | -                   | 53,541          | 2,894,738         | 133,853           | 80,312             |
| Furniture & Fixtures       | 2,418,087         |                         | 2,418,087          | 2,259,295        | 130,051             | 28,741          | 2,418,087         | 158,792           | (0)                |
| Office Equipments          | 73,003            |                         | 73,003             | 66,384           | -                   | 920             | 67,304            | 6,619             | 5,699              |
| Air Conditions             | 367,947           |                         | 367,947            | 280,502          | 75,290              | 12,155          | 367,947           | 87,445            | 0                  |
| Software's                 | 1,200,000         |                         | 1,200,000          | 1,144,013        | -                   | 22,395          | 1,166,408         | 55,987            | 33,592             |
| <b>Total</b>               | <b>7,034,087</b>  |                         | <b>7,034,087</b>   | <b>6,591,391</b> | <b>205,341</b>      | <b>117,752</b>  | <b>6,914,484</b>  | <b>442,696</b>    | <b>119,603</b>     |
| <b>Previous Year Total</b> |                   |                         |                    |                  |                     |                 |                   |                   |                    |



**SIGNIFICANT ACCOUNT POLICES AND NOTES TO ACCOUNT**

**A.. SIGNIFICANT ACCOUNTING POLICES**

- (a) The company follows the accrual system of accounting in accordance with the requirement of the Companies Act, 1956 and complies with the accounting standards referred to in sub-section 211 of the said Act.
- (b) The accounts are prepared on historical cost basis and on the basis of going concern. Accounting policies not specifically referred to otherwise are consistent with generally accepted accounting principles’.

**B. NOTES FORMIMG PART OF ACCOUNTS:**

- 1 Under the Micro Small and Medium Enterprises Development Act, 2006, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises. The company is in the process of compiling relevant information from its suppliers about their coverage under the Act. Since the relevant information is not presently available, no disclosures have been made in the accounts.
- 2 The company has suspended manufacturing activities during the financial year 2003-2004 and there are no intentions to resume the manufacturing activities. In spite of these facts the accounts have been prepared on the basis of going concern.
- 3 Corresponding figures of the previous year have been regrouped or rearranged to make it comparable with this years’ figure, wherever necessary.
- 4 In view of the fact that the company has suspended manufacturing operations, particulars required to be furnished as per part-III of Schedule-VI of the Companies Act, 1956 has not been furnished.
- 5 The company is having net deferred tax assets. Deferred tax assets, which have arisen mainly on account of unabsorbed depreciation and carried forward losses, have been considered for recognition, as there is no virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Therefore, net deferred tax asset has not been recognized in the accounts of the company.

**SIGNIFICANT ACCOUNTING POLICIES:**

**1) GENERAL:**

- I. The Financial Statement has generally been prepared on the historical cost convention.
- II. Accounting policies not specifically referred to otherwise are in consonance with generally accepted accounting principles.

**2) BASIS OF ACCOUNTING:**

The Company follows the mercantile system of accounting generally except otherwise stated herein below, if so.

**3) FIXED ASSETS:**

Fixed assets are stated at cost of less accumulated depreciation has been provided on WDV in accordance with the provision of section 205(2)(b) of the companies Act, 1956 at the rates specified in the schedule XIV to the said Act.

**4) INVESTMENT:**

Investments, if any, are stated at cost.

**5) REVENUE RECOGNITION:**

Revenue in respect Overdue Compensation Charges Etc. is recognized only when it is reasonably certain that the ultimate collection will be made.

**6) DEFERED TAX:**

The Deferred tax is recognized for all temporary differences subject to the consideration of prudence and at currently available rates. Deferred Tax assets are recognized only if there is virtual certainty that they will be realized.

## 23rd Annual Report 2011-2012

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2012

|   | 31/3/2012<br>(Rupees) | 31/3/2011<br>(Rupees) |
|---|-----------------------|-----------------------|
| <b>A CASH FLOW FROM OPERATING ACTIVITIES</b>                              |                       |                       |
| Net Profit /(Loss) before tax and Extra Ordinary items                    | (7.08)                | 0.61                  |
| <u>Adjustment for:-</u>   |                       |                       |
| Depriciation  | 1.18                  | 1.77                  |
| Misc. Balance Written Off   | (2.05)                | -                     |
| <b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>                    | <b>(3.85)</b>         | <b>2.38</b>           |
| <u>Adjustment for:-</u>   |                       |                       |
| Trade and other receivables   | -                     | (1.99)                |
| Trade Payables  | (0.43)                | -                     |
| Others receivables/Current Assets/Deferred Tax Assets                     | (0.06)                | 0.11                  |
| Cash geneated from operations   | (0.54)                | (1.88)                |
| Direct Taxes Paid   | -                     | (0.11)                |
| Extra-Ordinary Items  | -                     | -                     |
| <b>NET CASH FLOW FROM OPERATING ACTIVITIES I</b>                          | <b>(4.34)</b>         | <b>0.39</b>           |
| <b>B CASH FLOW FROM INVESTING ACTIVITIES</b>                              |                       |                       |
| Purchase of Fixed Assets  | -                     | -                     |
| Sale of Fixed Assets  | -                     | -                     |
| New Investments   | -                     | -                     |
| Sale of Investments   | -                     | -                     |
| Interest Received   | -                     | -                     |
| Dividend Received   | -                     | -                     |
| <b>NET CASH USED IN INVESTING ACTIVITIES II</b>                           | <b>-</b>              | <b>-</b>              |
| <b>C CASH FLOW FROM FINANCING ACTIVITIES</b>                              |                       |                       |
| Loan From Directiors & Relatives  | 4.77                  | -                     |
| Preceeds from issue of share capital                                      | -                     | -                     |
| Preceeds from Long term boeeowings  | -                     | -                     |
| Repayment of Financial Liabiliy/Lease                                     | -                     | -                     |
| Dividend Paid   | -                     | -                     |
| <b>NET CASH USED IN FINANCING ACTIVITIES III</b>                          | <b>4.77</b>           | <b>-</b>              |
| <b>NET INCREASE/(DECREASE) IN CASH OR CASH EQUIVALENTS (I + II + III)</b> | <b>0.43</b>           | <b>0.39</b>           |
| <b>Add:- CASH &amp; CASH EQUIVALENTS AS AT 01/04/2011</b>                 | <b>1.65</b>           | <b>1.26</b>           |
| <b>CASH &amp; CASH EQUIVALENTS AT 31/03/2012</b>                          | <b>2.08</b>           | <b>1.65</b>           |

For **P.V.H.S.Kishore Babu**

Chartered Accountants

Sd/-

**(P.V.H.S.Kishore Babu)**

Partner

Membership No.026488

For **Four K Animation Limited**

Sd/-  
Director

Sd/-  
Director

Place: Chennai

Date: 27/06/2012

## FOUR K ANIMATION LIMITED

### AUDITORS' CERTIFICATE

We have examined the above cash flow statement of Four K Animation Limited for the period ended 31<sup>st</sup> March 2012. The Statement has been prepared by the Company in accordance with the requirement of Listing Agreement, and is based on and in Agreement with Profit & Loss Accounts for the period ended 31<sup>st</sup> March 2012 and Balance Sheet of the Company as on that date which has been duly audited by us.

**AS PER REPORT OF EVEN DATE**

**For P.V.H.S.Kishore Babu  
Chartered Accountants**

Sd/-

**P.V.H.S.Kishore Babu**

**Place: Chennai  
Date: 27/06/2012**

**23rd Annual Report 2011-2012**

**Four K Animation Limited**

Regd. Office: No.26, Chari Street, T. Nagar- Chennai-600017.

**ATTENDANCE SLIP**

Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the **23<sup>RD</sup> Annual General Meeting** of the Company at the **Regd. Office** of the company situated at No.26, Chari Street, T. Nagar- Chennai-600017 on Saturday, the **29<sup>th</sup> September, 2012** at **11.00 a.m.**

\_\_\_\_\_  
Name of the Shareholder \_\_\_\_\_  
Signature

\_\_\_\_\_  
Folio No. \_\_\_\_\_  
(Full name of Proxy)

**Note:** No Duplicate Attendance Slip will be issued at the meeting hall. You are requested to bring your copy of Annual Report to the Meeting.

**Four K Animation Limited**

Regd. Office: No.26, Chari Street, T. Nagar- Chennai-600017.

**PROXY FORM**

I/We ..... of .....  
..... in the district of ..... being a member/members of  
the above named Company hereby appoint ..... of .....  
in the district of..... or failing him ..... of  
..... In the district of ..... as my / our proxy to vote  
for me/us on my our behalf at the **23<sup>rd</sup> ANNUAL GENERAL MEETING** of the Company to be held at **Regd. Office** of the  
company situated at No.26, Chari Street, T. Nagar- Chennai-600017, on Saturday, **the 29th September, 2012** and at any  
adjournment thereof.

Signed this..... day of ....., 2012.

Reg. Folio No.....

No. of Shares .....



**NOTE:** This form 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 meeting.

PRINTED MATTER

BOOK - POST

To,

*If undelivered, please return to:*

FOUR K ANIMATION LIMITED

Regd. Office :

No. 26, Chari Street, T. Nagar, Chennai - 600 017