

RAM KAASHYAP INVESTMENT LIMITED



EIGHTEENTH ANNUAL REPORT
2010-2011

BOARD OF DIRECTORS

Mr. Jude Jeyaprakash, *Executive Director*

Mr. A. Srinivas

Mr. S. Krishna Kumar

Mr. T. V. Balachandran

Mr. K. Raman

Mr. R. Gopalan

AUDIT COMMITTEE

Mr. T. V. Balachandran, *Chairman of the Committee*

Mr. A. Srinivas

Mr. S. Krishna Kumar

STATUTORY AUDITORS

M/s. R. Ravindran & Associates

Chartered Accountant

BANKERS

State Bank of Travancore

HDFC Bank Limited

REGISTERED OFFICE

33/8, B. R. Complex, II Floor
C. P. Ramasamy Road, Alwarpet
Chennai – 600 018.

REGISTRAR AND SHARE TRANSFER AGENT

Knack Corporate Services Private Limited

17/9, Thiruvengadam Street

Mandaveli, Chennai – 600 028.

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NOTICE

NOTICE is hereby given that the **Eighteenth Annual General Meeting** of the Shareholders of the Company will be held at **11.00 a.m. on December 29, 2011** at New Woodland Hotel Private Limited, No. 72-75, Dr. Radhakrishnan Salai, Mylapore, Chennai – 600 004,

ORDINARY BUSINESS

1. TO RECEIVE, CONSIDER, APPROVE AND ADOPT THE BALANCE SHEET AS AT MARCH 31, 2011, PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2011 AND THE DIRECTORS' AND AUDITORS' REPORT THEREON

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

"**RESOLVED THAT** the audited balance sheet as at March 31, 2011 and the profit and loss account of the Company for the year ended on that date, together with the directors' report and the auditors' report thereon as presented to the meeting, be and the same are hereby, approved and adopted."

2. TO APPOINT A DIRECTOR, WHO SHALL BE LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE FOR RE-APPOINTMENT OFFERS HIMSELF FOR RE-APPOINTMENT

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

"**RESOLVED THAT** Mr.S.Krishna Kumar, Director who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as a director of the Company."

3. TO APPOINT AUDITORS TO HOLD THE OFFICE FROM THE CONCLUSION OF THIS MEETING UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

"**RESOLVED THAT** M/s. R. Ravindran & Associates, Chartered Accountants, be and hereby appointed as Statutory Auditors of the Company from the conclusion of this Annual General Meeting of the Company until the conclusion of next Annual General Meeting of the Company, at a remuneration as may be mutually decided between M/s. R. Ravindran & Associates, Chartered Accountant and the Board of Directors of the Company."

SPECIAL BUSINESS

4. TO APPOINTMENT OF MR. K. RAMAN AS A DIRECTOR

To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. K. Raman, who was appointed as an additional director of the Company by the Board of directors and who ceases to hold office under Section 260 of the Companies Act, 1956 on the date of this meeting and in respect of whom the Company has received a notice under Section 257 in writing proposing his candidature for the office of director, be and is hereby elected and appointed as a director of the Company liable to retirement by rotation.”

5. TO APPOINTMENT OF MR. R.GOPALAN AS A DIRECTOR

To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. R. Gopalan, who was appointed as an additional director of the Company by the Board of directors and who ceases to hold office under Section 260 of the Companies Act, 1956 on the date of this meeting and in respect of whom the Company has received a notice under Section 257 in writing proposing his candidature for the office of director, be and is hereby elected and appointed as a director of the Company liable to retirement by rotation.”

6. TO CHANGE OF NAME OF THE COMPANY FROM EXISTING “M/S RAM KAASHYAP INVESTMENT LIMITED” TO “ M/S GEMMIA OILTECH (INDIA) LIMITED.

To consider and if thought fit, to pass with or without modification, the following resolution as an **Special Resolution**:

“RESOLVED THAT pursuant to Section 21 and other applicable provisions, if any, of the Companies Act, 1956, and subject to the approval of Central Government, the name of the Company be changed from existing “M/s Ram Kaashyap Investment Limited” to “ M/s Gemmia Oiltech (India) Limited.

RESOLVED FURTHER THAT pursuant to Sections 16, 31 and other applicable provisions, if any, of the Companies Act, 1956, the name ‘Ram Kaashyap Investment Limited’ wherever it appears in the Memorandum of Association and Articles of Association of the Company be substituted with the new name ‘M/s Gemmia Oiltech (India) Limited.

RESOLVED FURTHER THAT the old name “**RAM KAASHYAP INVESTMENT LIMITED**” be mentioned below to the new name “**GEMMIA OILTECH (INDIA) LIMITED**” as “formerly known as Ram Kaashyap Investment Limited.

RESOLVED FURTHER THAT the name “**RAM KAASHYAP INVESTMENT LIMITED**” wherever it occurs in the memorandum and Articles of Association, letter heads, brochures, Stamps, Seal including Common Seal, Share Certificates and any other documents or papers or materials of the company be substituted by the new name “**GEMMIA OILTECH (INDIA) LIMITED**.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to delegate all or any of its powers herein conferred to any Committee of Directors or Whole time Directors or any Director or Directors or Company Secretary or any other Officer or Officers of the Company with the power to further delegate any such powers as they may deem fit to give effect to the aforesaid resolution.”

By ORDER OF THE BOARD

Place: Chennai

Date : November 28, 2011

For **RAM KAASHYAP INVESTMENT LIMITED,**

Sd/-

Sd/-

**JUDE JEYAPRAKASH
EXECUTIVE DIRECTOR**

**S. KRISHNA KUMAR
DIRECTOR**

Notes:

1. An explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of Special Business is annexed hereto.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. The proxy forms, in order to be valid, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. A form of proxy is given at the end of the Annual Report. Corporate Members are requested to send certified copy of Board Resolution, pursuant to Section 187 of the Companies Act, 1956, authorizing their representative to attend and vote at the meeting.
3. Members seeking any information or clarification on the Accounts are requested to send in written queries to the Company. Replies to such written queries received, will be provided only at the meeting.
4. Members holding shares in physical form are requested to notify change of address, if any, to the Company's Registrars and Transfer Agents (RTA), **Knack Corporate Services Private Limited**, 17/9, Thiruvengadam Street, Mandaveli, Chennai - 600 028. (Telephone No.044 – 42303383, Fax No. 044 – 42303383)
5. Members / proxies are requested to bring the duly filed attendance slip sent herewith for attending the meeting.
6. The Company's Equity shares have been notified for compulsory dematerialization. Accordingly, trading of these shares through the Stock Exchanges would be facilitated if the share certificates are dematerialized. Members having the physical share Certificates are advised to consider opening of a Demat Account with an authorized Depository Participant and arrange for dematerializing their shareholdings in the Company.
7. The Share Transfer Register and Register of Members will remain closed from **December 26, 2011** to **December 29, 2011** (both days inclusive).

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

IN RESPECT OF ITEM NO. 4

Mr.K. Raman was appointed as an additional director of the Company on August 12, 2011 by the Board of directors of the Company. According to the provisions of Section 260 of the Companies Act, 1956, he may hold office as director only upto the date of the ensuing Annual General Meeting. As required by Section 257 of the Act, a notice has been received from a member signifying his intention to propose appointment of Mr.K. Raman as a director.

Mr.K. Raman is not disqualified from being appointed as Director in terms of Section 274(1)(g) of the Companies Act, 1956 and has complied with the requirements of obtaining Directors Identification Number in terms of Section 266A of the said Act.

The Board considers that it is desirable that the Company should continue to avail itself of his services and recommends passing the necessary resolution as an Ordinary Resolution.

Except Mr.K. Raman, none of the other directors of the Company are concerned or interested in the proposed resolution.

IN RESPECT OF ITEM NO. 5

Mr.R.Gopalan was appointed as an additional director of the Company on August 03, 2011 by the Board of directors of the Company. According to the provisions of Section 260 of the Companies Act, 1956, he may hold office as director only upto the date of the ensuing Annual General Meeting. As required by Section 257 of the Act, a notice has been received from a member signifying his intention to propose appointment of Mr.R.Gopalan as a director.

Mr.R.Gopalan is not disqualified from being appointed as Director in terms of Section 274(1)(g) of the Companies Act, 1956 and has complied with the requirements of obtaining Directors Identification Number in terms of Section 266A of the said Act.

The Board considers that it is desirable that the Company should continue to avail itself of his services and recommends passing the necessary resolution as an Ordinary Resolution.

Except Mr.R.Gopalan, none of the other directors of the Company are concerned or interested in the proposed resolution.

IN RESPECT OF ITEM NO. 6

Your Company is planning to expand its activities by entering into business of Oil & Natural gas, which has been identified as new profitable and the most sought after line of Business. To enable the same, your company has already changed its object clause of Memorandum.

In order to ensure that the name of the Company appropriately conveys core areas of business operations of the Company, it is proposed to change the name of the Company to “**M/s Gemmia Oiltech (India) Limited**”.

The provisions of the Companies Act, 1956 inter-alia require approval of the Members by way of Special Resolution for change of name of the Company and consequential alteration in the Memorandum of Association and Articles of Association of the Company.

The Registrar of Companies, Chennai, has confirmed the availability of this proposed new name to the Company. A copy of letter issued by the Registrar of Companies, Chennai, regarding availability of the aforesaid intended name is available for inspection for the Members at the Registered Office of the Company.

None of the Directors of the Company is, in any way, concerned or interested in this Resolution.

The Directors recommend passing the necessary resolution as a Special Resolution

By ORDER OF THE BOARD
For **RAM KAASHYAP INVESTMENT LIMITED,**
Sd/- *Sd/-*
JUDE JEYAPRAKASH **S. KRISHNA KUMAR**
EXECUTIVE DIRECTOR **DIRECTOR**

Place: Chennai

Date : November 28, 2011

PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT, THE ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT / RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING

Name	Mr.S. Krishna Kumar
Age	47 years
Qualification	B.Sc., MBA
Other Directorships held in Companies	Sanraa Media Limited
Committee memberships, if any, with position	Nil
Date of Appointment	31.12.2008

Name	Mr.K. Raman
Age	38 years
Qualification	B.A. (Corporate Secretary ship), Cost and Works Accountant
Other Directorships held in Companies	<ul style="list-style-type: none"> ➤ Power Play Construction Private Limited ➤ Sanraa Global Green Energy Limited ➤ Triple Enclave Infra Developers Private Limited ➤ Kaashyap Infra Developers Limited ➤ Meghdot Edutech Private Limited
Committee memberships, if any, with position	Nil
Date of Appointment	12.08.2011

Name	Mr.R. Gopalan
Age	75 years
Qualification	Cost and Works Accountant
Other Directorships held in Companies	<ul style="list-style-type: none"> ➤ Kaashyap Technologies Limited ➤ G V Films Limited
Committee memberships, if any, with position	Nil
Date of Appointment	03.08.2011

DIRECTORS' REPORT

The Board of Directors of Ram Kaashyap Investment Limited are pleased to present the Eighteenth Annual Report for the year ended March 31, 2011, together with the Auditors' Report and Audited Accounts for the Financial year 2010-11.

FINANCIAL PERFORMANCE

The comparative pictures of the financials of the Company for the last two years are presented in the table below.

PARTICULARS	2010-11	2009-10	Change %
Net Income	90,726,863	6,16,37,612	47.19
Expenditure	79,280,446	5,65,35,624	40.23
Profit before Depreciation, Interest and Tax	114,46,417	51,01,988	124.35
Interest and Finance Charges	22,68,043	8,29,914	173.29
Depreciation	3,82,217	7,89,107	(51.56)
Profit/(Loss) Before Tax	87,96,157	34,82,967	152.55
Provision for Tax	(67,816)	(17,947)	(277.87)
Profit/(Loss) after Tax	88,63,973	35,00,914	153.19

OPERATIONS REVIEW

On a standalone basis your Company has reported net revenue of Rs.90.73 Millions as against Rs.61.64 Millions of Revenues registered in the previous year up by 47.19%. Total expenditure for the year was Rs.79.28 Millions against Rs.56.54 Millions in the previous year up by 40.23%. Earning before Interest, Tax, Depreciation and Amortization (EBITDA) amounted to Rs.11.45 Millions while the same was Rs.5.10 Millions for the previous year i.e. an increase of 124.35%. The net profit after Tax was Rs.8.86 Millions as against Rs.3.5 Millions for the previous year, increase by 153.19 %.

BUSINESS REVIEW

A Detailed business review is being given in the Management Discussion and Analysis Section of the Annual Report.

DIVIDEND

In order to conserve the earnings so as to strengthen the business, your Directors' are not recommending any dividend for the period.

RECENT DEVELOPMENTS

Your Company had applied for extension from the Registrar of Companies, to convene the Annual General Meeting for the financial year 2010-11 on or before December 31, 2011, which has been approved by the Registrar of Companies.

Your Company has made great progress since its entry into the Media and Indian Entertainment ("MIE") business through its October 2009 acquisitions of 100% equity stakes in:

- Tamil Box Office India Private Limited
- Pix Aalaya Studios Private Limited

This sector has been profitable for the company and RKIL will organize these activities into a separate division/subsidiary over the next three years and continue to develop its early success with its core product offerings namely:

- Trading in Overseas Rights of South Indian Films
- Web streaming of South Indian movies and other content
- Animation and Gaming
- Production and Distribution of Tamil Movie based entertainment programmes in select countries

Your company is also planning to simultaneously expand its activities by entering into oil/natural gas environmental services pursuant to the clause 1 of the main object of the MOA. The company has already identified an international company to acquire its entire stake through a GDR/FCCB issue. The entire transaction is all-stock transaction. The target company is **Gemmia Worldwide S.A.**, its main assets being a 51% in OilTech Global Services (DBA) a group of companies engaged in oil sludge treatment, reservoir cleaning services, and oilfield and refinery services and equipment sales to oil and gas companies with assets and operations in Russia, Switzerland and beyond.

OilTech ("OT") is a group of companies controlled by Gemmia Worldwide S.A. with assets in Russia specializing in processing & disposal of waste sludge from the oil & gas industry. The company has also recently introduced a new service for the automated cleaning of oil storage.

Your Company has received approval from the Registrar of Companies, Chennai, for the name availability for the proposed change of name of the Company as "**Gemmia Oiltech (India) Ltd.**" in consonance with primary business objectives of the Company viz. foray into oiltech services, a new initiative approved by the shareholder.

Your Company is in the process of issuing Foreign Currency Convertible Bonds (FCCB) and Global Depository Receipts (GDR) of USD 75 Million each pursuant to the decision taken and approved by the Board.

Your Company vide postal ballot dated April 29, 2011 has obtained approval from the shareholders for increase in authorised share capital, amendment of objects clause in the Memorandum of Association of the Company, enhancement of borrowing powers and raising of funds through GDR / FCCB / ADR. Your Company is in receipt of a Scrutinizer's Report dated June 9, 2011 declaring the results of the postal ballot, all the resolutions being approved by the shareholder.

SUBSIDIARY COMPANIES

- 1. Tamil Box Office (India) Private Limited - TBO (India)**
- 2. Tamil Box Office Singapore Pte. Limited (Step-down Subsidiary) - (TBO - Singapore) #**
- 3. Pix Aalaya Studios Private Limited (PSPL)**

this subsidiary has been disinvested with effect from October 1, 2011

DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company Mr.S. Krishna Kumar, Director, retire by rotation and being eligible offers himself for re-appointment.

Mr.K. Raman was appointed as an additional Director on the Board of the Company with effect from August 12, 2011. The Resolution for regularising the appointment of the Mr.K. Raman has been included in the notice of the ensuing Annual General Meeting.

Mr.R. Gopalan was appointed as an additional Director on the Board of the Company with effect from August 3, 2011. The Resolution for regularising the appointment of the Mr.R. Gopalan has been included in the notice of the ensuing Annual General Meeting.

AUDITORS

M/s. R. Ravindran & Associates is due to retire at the conclusion of the Eighteenth Annual General Meeting. M/s. R. Ravindran & Associates has confirmed their eligibility and willingness to accept office, if re-appointed for the financial year 2011–12. Your Directors recommended the re-appointment of M/s. R. Ravindran & Associates, Chartered Accountants as the Statutory Auditors of the Company to hold office from the conclusion of the Eighteenth Annual General Meeting until the conclusion of the Nineteenth Annual General Meeting of the Company.

CONSOLIDATED FINANCIAL STATEMENTS

Your Directors have pleasure in attaching the Consolidated Financial Statements pursuant to Clause 32 of the Listing Agreement entered with the Stock Exchanges and prepared in accordance with the Accounting Standards prescribed by the Institute of Chartered Accountants of India, in this regard.

PARTICULARS OF EMPLOYEES

Statement of personnel particulars of employees pursuant section 217(2A) of the Companies Act, 1956 are not applicable since none of the employees are in receipt of remuneration in excess of the limits specified herein (Rs.2,00,000 per month or Rs.24,00,000 per annum) during the period under review.

CONVERSION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUT GO

Your Company does not carry on any manufacturing activities and hence the disclosure requirement in terms of Sections 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 do not apply to your Company.

During the year under review, there was no Foreign Exchange earnings and outgo for your Company.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreements with the Stock Exchanges, a Management Discussion and Analysis, Corporate Governance Report, Managing Director's and Auditors' Certificate regarding compliance of conditions of Corporate Governance are made a part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

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

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departure have been made from the same;
- ii. appropriate accounting policies have been selected and applied consistently and have made judgements and estimates that are reasonable and prudent so as to give a true a fair view of the state of affairs of the Company as at March 31, 2011 and Profit & Loss Account for the year ended March 31, 2011;
- iii. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. the annual accounts have been prepared on a going concern basis.

ACKNOWLEDGEMENT AND APPRECIATION

The Directors take this opportunity to thank the Shareholders, Financial Institutions, Banks, Customers, Suppliers and Regulatory & Governmental Authorities for their continued support to the Company. Further, the Directors wish to place on record their appreciation of Employees at all levels for their hard work, dedication and commitment.

By ORDER OF THE BOARD
For **RAM KAASHYAP INVESTMENT LIMITED**
Sd/- *Sd/-*
JUDE JEYAPRAKASH **S. KRISHNA KUMAR**
EXECUTIVE DIRECTOR **DIRECTOR**

Place: Chennai

Date : November 28, 2011

MANAGEMENT DISCUSSION & ANALYSIS

1. BUSINESS PERFORMANCE REVIEW:

The Company has made profits in the financial year 2010-11 after switching over to Entertainment and Media business. The Company and its subsidiaries have reported a top line of Rs.109 million and bottom line of Rs.9.67 million (Consolidated figures). Even during the previous year ended March 31, 2010, the company and its subsidiaries have reported a top line of Rs.82.2 million and bottom line of Rs.6.68 million demonstrating a turnaround in company's fortune, since 2009-10.

2. INDUSTRY STRUCTURE AND DEVELOPMENTS

Overseas distribution of regional movies is a huge opportunity waiting to be tapped.

India produces about 1,300 movies every year. Of this the South Indian cinema industry comprising Telugu, Tamil, Kannada and Malayalam films accounts for 65%. The Southern industry is estimated at over Rs.1,500 crores and has done better than Bollywood this year.

Spread over Malaysia/Singapore, Sri Lanka, South Africa, U.S.A. Canada and U.K., the South Indian diaspora are approximately 10 million populations.

For such a huge potential, currently there are very few players for theatrical rights and most of them are not corporate entities. Due to the oligopoly nature of the market, unpleasant trade practices have crept into the system and the customers are yearning for more players to enter the market so that they get better services at optimum prices.

A new professional and corporate player getting into the field has huge potential once it is able to break the dominance of the few players in the market.

The overseas potential of South Indian movies has been on the rise in the past few years.

3. OPPORTUNITIES AND THREATS

Customised television telecasting for the South Asian diaspora is yet another opportunity.

The company has been aggressively acquiring movie rights to be exploited through its step down subsidiary TBO Singapore Pte. Limited which operates the 24 x7 Tamil Movie based entertainment Channel. This channel's reach will be expanded to cover countries like Europe, U.S.A., Canada, Singapore, Malaysia, Sri Lanka, Australia and New Zealand in the coming year.

The step down subsidiary has already produced, marketed and broadcast program content of over 1400 hours of film based and reality shows.

After establishing its firm foothold in Tamil speaking households worldwide, the company plans to cater to other languages such as Telugu, Gujarati, Bengali, Bhojpuri, etc.

Viewing entertainment content through alternative media like computers, Mobiles and TVs connected to the internet is getting popular by the day and offers a very good opportunity to the company to ensure

good volumes and profits for its web streaming operations through its subsidiary Pix Aalaya Studios Private Limited (Pix Aalaya).

Pix Aalaya has perfected a web streaming technology that will boost optimal exploitation of the digital rights that come bundled with overseas and satellite rights.

The company already has satellite rights for 475 popular movies and has finalized plans for acquiring a huge inventory of about 800 well known films.

4. RISKS AND CONCERNS:

Video piracy and illegal web streaming are real concerns in the Entertainment and Media segment. Overseas Rights Trading has so far been confined to very limited player. The company might face tough competition from these players.

5. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has set up internal control systems and considering the volume of operations they are fairly adequate.

6. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

During the year the company had recruited key managerial personnel, who would drive the diversified activities of the company overseas trading and also the operations of its two wholly owned subsidiaries. Relationship with its employees continues to remain cordial.

7. OUTLOOK

Already the company's existing Media and Entertainment Business is profitable as can be seen from the performance in 2010-11. Further the company's plan to foray into new oiltech business as core business activity is only strengthening the company's believe that company will be performing very well in future.

Oil-bearing waste is a byproduct of oil refinery and extraction processes, which is generally difficult to manage due to its high hydrocarbon contents and viscosity - typical oil sludge contains 10-60% crude oil, 30-90% water, and 5-40% solid particles.

Russia being one of the world leaders in terms of oil production annually extracts around 500 million tons of oil, representing 12% of the global total. The country is also a leader in oily waste generation. The problem is that over the past 50 years, when the oil industry was booming, the volumes of oily waste generation consistently exceeded the volumes of its remediation, which to date has resulted in accumulation of nearly 200 million tons of oily waste. And even now, despite the increased attention to the problem of oily waste remediation, the proportion of waste being recycled is not more than 2/3 of newly generated waste.

The main sources of oil-bearing waste generation are oil production (drilling mud and waste in testing and repairing wells), oil transportation (soil contamination in case of accidents on pipelines), oil treatment and storage (sludge on the bottom of storage tanks and containers).

Since this waste is hazardous to the environment and difficult to transport, it is costly to dispose and handle for the oil industry, driving a high demand for services that are able to process oily sludge in an efficient manner. Furthermore, oily waste remediation also recovers hydrocarbons that would otherwise be lost, generating additional value for customer.

There exists a significant market for innovative oily waste remediation. As mentioned above, in 2010 total oil-bearing wastes amounted to approximately 200 mm³, and this figure is expected to grow by 1.5% annually. Apart from growing demand for oil and the potential for cost reduction the market is driven by legislative changes.

Along with the global trend, the Russian state has begun to pay more attention to environmental issues, actively applying economic incentives to oil companies, motivating them to prevent dumping of the newly generated waste. To date, environmental fees for dumping of oil-bearing waste roughly equal to US\$ 50 per m³, with an expected growth rate of 20% per year. Thus, the market has significant growth potential: The average estimate—growth to US\$ 700 million per year over the next 3 years and up to US\$ 1.7 billion a year for 10 year. For comparison, API (American Petroleum Institute) today estimates the market for oil-bearing waste in the United States at more than US\$ 2 billion a year, the United States being a smaller producer than Russia and supposedly applying much stricter environmental controls and remediation technologies at oil & gas producing sites.

Over the past three years, the dynamics of oily waste remediation market has been positive. In many regions, not only the newly generated oily waste, but also the old accumulated waste was recycled. According to the industry experts, remediation services market shows average growth of around 14% per annum.

REPORT ON CORPORATE GOVERNANCE

MANDATORY REQUIREMENTS

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company's philosophy on corporate governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operations, and in all its interactions with its stakeholders, including shareholders, employees, the government and lender.

Your Company is committed to achieving the highest standards of corporate governance.

Your Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value, over a sustained period of time.

2. BOARD OF DIRECTORS

The Company in its commitment to uphold good corporate Governance has further strengthened independence of the Board, by inducting an Additional Director in the Board. Total strength of the board on the date of this report is Five.

During the year under review, **11 Meetings** were held on **May 12, 2010, May 31, 2010, August 14, 2010, October 22, 2010, October 26, 2010, November 29, 2010, January 6, 2011, February 14, 2011, March 2, 2011, March 10, 2011 and March 16, 2011.**

The names and date of appointment / resignation of the Directors on the board, their attendance at the Board Meetings held during the year and number of directorship and Committee Chairmanship / Memberships held by them in other companies as on March 31, 2011 is given below. Other directorships mentioned below do not include alternate directorships, directorships of private limited companies, directorships of foreign companies and directorships in section 25 Companies. Chairmanship / Membership of Board Committees include only Audit and Shareholders / Investors Grievance committees.

Name and Designation	Date of Appointment /Resignation	No. of Board Meetings attended	Whether attended last AGM held on 27.9.2010	No. of other directorship	No. of committee position held in other Public companies	
Mr. Jude Jeyaprakash <i>Executive Director</i>	08.12.2009	11	Yes	2	Nil	Nil
Mr. A. Srinivas <i>Independent Director</i>	05.03.2006	6	No	2	Nil	Nil
Mr. T. V. Balachandran <i>Independent Director</i>	09.12.2009	8	Yes	1	Nil	Nil
Mr. S. Krishna Kumar <i>Independent Director</i>	31.12.2008	11	Yes	1	Nil	Nil
Mr. K. Raman* <i>Independent Director</i>	12.08.2011	*	*	5	*	*
Mr. R. Gopalan* <i>Independent Director</i>	03.08.2011	*	*	3	*	*

* Mr. K. Raman was appointed as an Additional Director with effect from August 12, 2011.

* Mr. R. Gopalan was appointed as an Additional Director with effect from August 3, 2011

None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company.

3. AUDIT COMMITTEE

(i) Brief description of terms of reference

The Audit Committee reviews, acts and reports to the Board of Directors with respect:

- Overseeing the Company's financial reporting process and Discloser of its financial information to ensure that the financial statements are correct, sufficient and creditable;
- Recommending the appointment / removal of Statutory Auditor(s) & Internal Auditor(s), Fix the Audit fee also approve the payment for any other services;
- reviewing with the Management, the quarterly financial statement before submission to the board;
- reviewing the adequacy of internal audit function, reporting structure, coverage and frequency of internal audit;
- reviewing the findings of any internal investigations by the internal auditors into matters where is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- discussion with Statutory Auditors, before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
- reviewing the Company's financial and risk management policies;
- reviewing the functioning of the Whistle Blower mechanism

(ii) Composition

Composition of the Audit Committee as on the date of this report:

Name	Designation
Mr. T. V. Balachandran	Chairman
Mr. Adapa Srinivas	Member
Mr. S. Krishna Kumar	Member

(iii) Meetings and attendance during the year

Four Audit committee meetings held during the year 2010-2011. The dates on which the meetings were held are as follows:

May 31, 2010; August 14, 2010; October 22, 2010 and February 14, 2011.

The attendance of the members during the year 2010-11 is given below:

Name	Number of Meetings held during the year	Number of Meetings attended during the year
Mr. T. V. Balachandran	4	4
Mr. Adapa Srinivas	4	1
Mr. S. Krishna Kumar	4	4

All the members including the chairman have adequate financial and accounting knowledge.

4. REMUNERATION COMMITTEE

(i) **Brief description of terms of reference**

The remuneration committee shall have the responsibility of determination of Remuneration packages for the executive Directors and non-Executive Directors of the Company.

(ii) **Composition**

Composition of the committee on the date of this report;

Name	Designation
Mr. Jude Jeyaprakash	Chairman
Mr. Adapa Srinivas	Member
Mr. S. Krishna Kumar	Member

(iii) **Meetings and attendance during the year**

Two Remuneration Committee meeting was held during the year 2010-11 on **November 15, 2010** and **March 10, 2011**.

The attendance of the members during the year 2010-11 is given below:

Name	Number of Meetings held during the year	Number of Meetings attended during the year
Mr. Jude Jeyaprakash	2	2
Mr. Adapa Srinivas	2	1
Mr. S. Krishna Kumar	2	2

(iv) **Details of remuneration to all Directors for the Financial Year 2010-2011.**

(Rs.)

Sl. No.	Name of the director	Salary & Perquisites per annum	Sitting fees
1.	Mr. Jude Jeyaprakash	9,00,000	-
2.	Mr. A. Srinivas	-	-
3.	Mr. S. Krishna Kumar	-	-
4.	Mr. T. V. Balachandran	-	-

* Mr. K. Raman was appointed as an Additional Director with effect from August 12, 2011.

* Mr. R. Gopalan was appointed as an Additional Director with effect from August 3, 2011

(v) **Shareholding of the Directors as on March 31, 2011**

Sl. No.	Name of the director	Number of equity shares held
1.	Mr. Jude Jeyaprakash	5,20,000
2.	Mr. A. Srinivas	Nil
3.	Mr. S. Krishna Kumar	Nil
4.	Mr. T. V. Balachandran	Nil

* Mr. K. Raman was appointed as an Additional Director with effect from August 12, 2011.

* Mr. R. Gopalan was appointed as an Additional Director with effect from August 3, 2011

5. SHAREHOLDER / INVESTOR GRIEVANCE COMMITTEE

(i) Brief description of terms of reference

- allot to the applicants, shares and other securities issued by the Company from time including allotment under Employer Stock Option Scheme;
- approve registration of transfer of shares and other securities issued and that may be issued from time to time; and approve or reject application for transfer of shares certified to the shareholders;
- approve / reject applications for re-materialisation, subdivision, consolidation, transposition and thereupon issue share certificates to the shareholders;
- lay down suitable procedures and approve issue of duplicate certificates of shares and other securities;
- decide the stock exchange(s) / depository(ies) in India or abroad, on which shares or other securities issued by the Company are to be listed or delisted including offering/issuing such shares / securities through depositories;
- fix record date and determine closure of Register of Members and Transfer Books for the purpose of payment of dividend, interest, issue of rights / bonus shares or for such other purpose as Committee might deem fit;
- redressal of shareholders and investors complaints such as transfer of shares, non-receipt of Annual Reports, non-receipt of dividend declared etc.;
- report to the Board about important developments in the area of servicing of shareholders and
- take initiatives for better servicing of the shareholder.

(ii) Composition and Meetings attended during the year

Composition of the committee on the date of this report:

Name	Designation
Mr. S. Krishna Kumar	Chairman
Mr. Adapa Srinivas	Member
Mr. T. V. Balachandran	Member

(iii) Meetings and attendance during the year

Four Shareholder / Investor grievance committee meetings held during the year 2010-2011. The dates on which the meetings were held are as follows:

May 31, 2010; August 14, 2010; October 22, 2010 and February 14, 2011.

The attendance of the members during the year 2010-11 is given below:

Name	Number of Meetings held during the year	Number of Meetings attended during the year
Mr. S. Krishna Kumar	4	4
Mr. Adapa Srinivas	4	1
Mr. T. V. Balachandran	4	4

(iv) Details of the complaints/requests received, resolved and pending during the year 2010-2011.

Total Shareholders complaints/ Requests

RECEIVED	RESOLVED	PENDING
10	10	NIL

6. GENERAL MEETINGS

Date, location and time for last Three Annual General Meetings -

DATE	VENUE	TIME
September 25, 2008 (15 th Annual General Meeting)	No.72-75, New Woodlands Hotel, Dr. Radhakrishnan Salai, Chennai – 600 004.	12.30 P.M
September 30, 2009 (16 th Annual General Meeting)	No.72-75, New Woodlands Hotel, Dr. Radhakrishnan Salai, Chennai – 600 004.	12.30 P.M
September 27, 2010 (17 th Annual General Meeting)	Shri Rajasthani Jain Samaj, “Dr. C. L. Mehta Hall” New No.131 (Old No.66), Sir Thyagaraya Road T. Nagar, Chennai – 600 017.	11.00 A.M

Date, location and time for the Extra-ordinary general meeting held during the year 2010-11:

DATE	VENUE	TIME
April 2, 2010	No.72-75, New Woodlands Hotel, Dr. Radhakrishnan Salai, Chennai- 600 004.	12.15 P.M

7. DISCLOSURE

- There are no materially significant related party transactions having potential conflict with the interests of the Company at large.
- There has not been any non-compliance by the Company and there are no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets, during the last three years.
- A Whistle Blower Policy is in force and it is affirmed that no personnel has been denied access to the Audit Committee
- The Company has complied with all the mandatory requirements of Corporate Governance, as required under the Listing Agreement and Company’s status of Compliance with the non-mandatory requirements is given below:

(a) The Board:

As our Chairman is an Executive Director, the Company maintains an office for him at the Corporate Office.

(b) Remuneration Committee:

The details of the same are given elsewhere in the report.

(c) Shareholder Rights:

The quarterly and half yearly and yearly declaration of the financial performance are posted on the website of the Company and are also sent to the stock exchanges, where the shares of the Company are listed.

(d) Training of Board Members:

New Directors, on being inducted to the Board, are familiarized with the Company's Corporate Profile, the Corporate Governance Code, and Code of Conduct for Directors and Senior Management, Insider Trading Code and the Company's policy for Unfair Trading Practices in Securities.

(e) Whistle Blower Policy:

The Company has laid down a Whistle Blower Policy, the details of which are given elsewhere in the report.

(f) Secretarial Audit:

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

8. MEANS OF COMMUNICATION:

The Quarterly Audited or Un-audited Financial results are normally published in the Trinity Mirror and Makkal Kural. All material information about the Company is promptly sent through fax to the concerned stock exchanges wherein the Company's Shares are listed. Besides, these are all given to press for information of the Public at large. The above results are also hosted on the Company website www.ramkaashyap.com.

9. GENERAL SHAREHOLDER INFORMATION:

SL. NO.	PARTICULARS	DESCRIPTION
1.	Financial Year	April 1, 2010 – March 31, 2011
2.	Date, Time and Venue	December 29, 2011 at 11 A.M., New Woodlands Hotels Private Limited, No.72-75, Dr. Radhakrishnan Salai, Mylapore, Chennai – 600 004.
3.	Book closure date	December 26, 2011 to December 29, 2011
4.	Listed Stock Exchanges	Madras Stock Exchange Limited, Chennai Bombay Stock Exchange Limited, Mumbai

SL. NO.	PARTICULARS	DESCRIPTION
5.	Registrar and Transfer Agents	Knack Corporate Services Private Ltd. Unit : Ram Kaashyap Investment Limited 17/9, Thiruvengadam Street, Mandaveli, Chennai - 600 028. Tel / Fax: (044) 42303383, E-mail: corserinvst@yahoo.co.in , Website: www.knackcorp.com
6.	Share Transfer System	Presently, the share transfers which are received in physical form are processed and the share certificates returned within a period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects.
7.	Dividend Payment Date	No dividend declared.
8.	Scrip ID (BSE)	RAMKASH
9.	Stock Code(BSE)	511652
10.	Market Price Data	Annexed.
11.	Address for Correspondence	33/8, B. R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai – 600 018.
12.	ISIN	INE736I01014
13.	AGM	18th Annual General Meeting
14.	<u>Quarterly Results</u> (Tentative) For the First Quarter ending June 30, 2011.	August 1, 2011
	For the Second Quarter ending September 30, 2011.	On or before October 25, 2011
	For the Third Quarter ending December 31, 2011.	On or before January 25, 2011
	For the Fourth Quarter ending March 31, 2012.	On or before April 25, 2012
15.	Dematerialization of Shares	About 72.21% of the outstanding shares have been dematerialized as on March 31, 2011.
16.	Any query on Annual Report	Ram Kaashyap Investment Limited, Secretarial Department No. 33/8, B. R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai – 600 018. Tel : 044-43442000, Fax No. 044-43442016, Email: cs@ramkaashyap.com
17.	Investor Correspondence	Knack Corporate Services Private Limited Unit : Ram Kaashyap Investment Limited 17/9, Thiruvengadam Street, Mandaveli, Chennai - 600 028. Tel : (044) 42303383, Fax No. (044) 42303383. Email : corserinvst@yahoo.co.in , Website : www.knackcorp.com

10. STOCK MARKET DATA:

Month	Bombay Stock Exchange Limited	
	High (Rs.)	Low (Rs.)
April 2010	12.10	9.94
May 2010	13.00	8.53
June 2010	11.20	9.28
July 2010	11.18	9.30
August 2010	10.85	8.58
September 2010	11.00	8.12
October 2010	13.33	8.33
November 2010	19.60	11.30
December 2010	20.00	12.15
January 2011	15.13	11.65
February 2011	15.80	13.00
March 2011	14.89	10.49

* There was no trading at Madras Stock Exchange Limited.

11. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2011:

Shareholding Range	Shareholders		Shareholding	
	Numbers	Percentage to Total	Total Number of Shares held	Percentage to Total
Up to 5,000	8473	92.94	11,15,537	12.69
5,001 – 10,000	311	3.41	2,58,999	2.95
10,001 – 20,000	125	1.37	1,88,646	2.15
20,001 – 30,000	78	0.86	1,97,144	2.24
30,001 – 40,000	20	0.22	69,967	0.80
40,001 – 50,000	30	0.33	1,45,700	1.66
50,001 – 1,00,000	28	0.31	2,04,349	2.32
1,00,001 and above	52	0.57	66,09,658	75.20
Total	9,117	100.00	87,90,000	100.00

12. DEMATERIALISATION OF SHARES:

As on March 31, 2011, out of total 87,90,000 equity shares of the company, 63,47,210 equity shares representing **72.21%** of total shares have been dematerialized. The detailed break-up of shares as on March 31, 2011 is as follows:

Particulars	No. of equity shares	Percentage
CDSL	20,27,809	23.07%
NSDL	43,19,401	49.14%
Physical	24,42,790	27.79%
Total	87,90,000	100.00%

13. SHAREHOLDING PATTERN OF THE COMPANY AS ON MARCH 31, 2011:

Category code	Category of Shareholder	Number of Share holders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of (A+B) ¹	As a percentage of (A+B+C)	Number of shares	As a percentage
(A)	Shareholding of Promoter and Promoter Group²							
1	Indian							
(a)	Individuals / Hindu Undivided Family	1	5,06,800	1,00,000	5.77	5.77	0	0
(b)	Central Government / State Government(s)				0.00	0.00		
(c)	Bodies Corporate				0.00	0.00		
(d)	Financial Institutions / Banks				0.00	0.00		
(e)	Any Others (Specify)				0.00	0.00		
	Sub-total (A)(1)	1	5,06,800	1,00,000	5.77	5.77	0	0.00
2	Foreign							
(a)	Individuals (Non-Residents Individuals/ Foreign Individuals)				0.00	0.00		
(b)	Bodies Corporate				0.00	0.00		
(c)	Institutions				0.00	0.00		
(d)	Any Others (Specify)				0.00	0.00		
	Sub-total (A)(2)	0	0	0	0.00	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	1	5,06,800	1,00,000	5.77	5.77	0	0.00
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	4	11,600	0	0.13	0.13		
(b)	Financial Institutions / Banks	1	300	0	0.01	0.01		
(c)	Central Government/ State Government(s)				0.00	0.00		
(d)	Venture Capital Funds				0.00	0.00		
(e)	Insurance Companies				0.00	0.00		
(f)	Foreign Institutional Investors				0.00	0.00		
(g)	Foreign Venture Capital Investors				0.00	0.00		
(h)	Any Other (specify)				0.00	0.00		
	Sub-total (B)(1)	5	11,900	0	0.14	0.14	0	0.00
B 2	Non-institutions							
(a)	Bodies Corporate	95	17,44,547	12,96,147	19.85	19.85		
(b)	Individuals							
	i. Individual shareholders holding nominal share capital up to Rs.1 lakh	8,972	20,71,091	3,87,001	23.56	23.56		

Category code	Category of Shareholder	Number of Share holders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of (A+B) ¹	As a percentage of (A+B+C)	Number of shares	As a percentage
	ii. Individual shareholders holding nominal share capital in excess of Rs.1 lakh.	38	43,17,507	40,19,107	49.12	49.12		
(c)	Any other (specify) – a) Clearing Member	4	1,37,755	1,37,755	1.57	1.57		
	b) NRI	2	400	400	0.00	0.00		
	c) Trust	0	0	0	0.00	0.00		
	d) Others (OCB)	0	0	0	0.00	0.00		
	Sub-total (B)(2)	9,111	8,271,300	5,840,410	94.10	94.10		
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	9,116	8,283,200	5,840,410	94.23	94.23		
	TOTAL (A)+(B)	9,117	8,790,000	6,347,210	100.00	100.00		
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0.00	0.00		
	GRAND TOTAL (A)+(B)+(C)	9,117	8,790,000	6,347,210	100.00	100.00	0	0.00

CERTIFICATE BY EXECUTIVE DIRECTOR OF RAM KAASHYAP INVESTMENT LIMITED

I, **Jude Jeyaprakash**, Executive Director of **RAM KAASHYAP INVESTMENT LIMITED**, to the best of our knowledge and belief and certify that:

1. I have reviewed the Balance Sheet and Profit and Loss Account and its schedules and Notes on Accounts, as well as the Cash Flow Statement and Director's Report.
 - a. based on our Knowledge and information, these statements do not contains any untrue statements of a material fact or omit any material fact or contain statements that might be misleading
 - b. These statements together present a true and fair view of the Company's affaires and are in compliance with existing accounting standards, applicable laws and regulations.
2. I also certify, that based on out knowledge and information provided to us, there are no transactions entered into by Ram Kaashyap Investment Limited which are fraudulent, illegal or in violation of the Company's Code of Conduct.
3. I am responsible for establishing and maintaining internal controls and procedures for the Company pertaining to the financial reporting, and have evaluated the effectiveness of these procedures in Ram Kaashyap investment limited. We have disclosed to the auditors and the audit committee, deficiencies, if any, in the design or operation of such internal controls, of which we are aware and the steps that we have taken or propose to take to rectify these deficiencies.
4. I have disclosed, based on our most recent evaluation, wherever applicable, to the Company's auditors and the Audit Committee of the Company's Board of Directors;-
 - a. Significant change in internal controls during the year:
 - b. Significant changes in accounting policies during the year and that the same have been disclosed in the Notes to the financial statements; and
 - c. Instance, if any, of significant fraud of which we become aware and involvement therein, if any, of the Management or an employee having a significant role in the Company's internal Control System.
5. I affirm that we have not denied any personnel, access to the Audit Committee of the Company (in respect of matters involving misconduct, if any).

Place : Chennai
Date : November 28, 2011

Sd/-
Jude Jeyaprakash
Executive Director

DECLARATION OF CODE OF CONDUCT

To
The Members of Ram Kaashyap Investment Limited

This is to confirm that the Board has laid down a code of conduct for all Board members and senior management of the Company. The Code of Conduct has also been on the Website of the Company.

It is further confirmed that all the directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended March 31, 2011 as envisaged in Clause 49 of the listing agreement with Stock Exchange.

Place : Chennai
Date : November 28, 2011

Sd/-
Jude Jeyaprakash
Executive Director

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of Ram Kaashyap Investment Limited
Chennai.

I have examined the compliance of the conditions of Corporate Governance by Ram Kaashyap Investment Limited for the year ended March 31, 2011 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges in India.

The Compliance of conditions of Corporate Governance is the responsibility of the management. My examination was limited to the 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 the opinion on the financial statements of the Company.

In my opinion and to the best of my information and explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

I state that generally no investor grievances are pending for a period of exceeding one month against the Company as per the records maintained by the Company.

I 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.

Place: Chennai
Date : November 28, 2011

For R. Ravindran & Associates,
Chartered Accountants
Firm Registration No. 003222S
Sd/-
R. Ravindran
Proprietor
Membership No. 023829

STANDALONE FINANCIAL STATEMENTS

AUDITORS' REPORT

To
The Members of
Ram Kaashyap Investment Limited
Chennai.

1. We have audited the attached Balance Sheet of M/s. Ram Kaashyap Investment Limited as at March 31, 2011 and also the Profit and Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on test basis evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 (CARO 2003) issued by the Company Law Board in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the annexure A statement on the matters specified in paragraphs 4 and 5 of the said Order to the extent applicable.
4. "Subject to non-recognition of amortisation of brand equity and further to our comments in the Annexure referred to in paragraph 3 above, we state that
 - a. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet and Profit & Loss Account and cash flow statement dealt with by this report are in agreement with the books of account.
 - d. In our opinion, the balance sheet, profit and loss account and the cash flow statement comply with the Accounting Standards referred to in Subsection (3C) of section 211 of the Companies Act, 1956.
 - e. On the basis written representations received from the Directors, as on March 31, 2011 and taken on record by the Board of Directors, we report that none of the director of the company is disqualified from being appointed as a director under clause (g) of sub-Section (1) of Section 274 of the Companies Act, 1956.
 - f. In our opinion and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principle generally accepted in India subject to:

- i. in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2011 and
- ii. in the case of the Profit and Loss Account of the profit of the Company for the year ended on that date.
- iii. in the case of the Cash Flow Statement, of the Cash Flows of the Company for the year ended on that date.

For **R. Ravindran & Associates,**
Chartered Accountants
Firm Registration No. 003222S

Sd/-

R. Ravindran

Proprietor

Membership No. 023829

Place: Chennai,

Date: May 30, 2011.

ANNEXURE TO THE AUDITOR'S REPORT

With reference to the Annexure referred to in paragraph 3 of the report of the Auditors' to the members of Ram Kaashyap Investment Limited on the accounts for the year ended March 31, 2011, we report that:

1. Fixed Assets:

- a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets and has been periodically verified by the management during the year.
- b. None of the fixed assets have been revalued during the year.
- c. The company disposed of substantial part of the Fixed Assets during the year.

2. Inventory:

The company does not carry any inventory as on balance sheet date.

3. Loan to/ from directors and interested parties

- a. The company has maintained a register u/s 301 of the Companies Act, 1956. The company has not granted any loans, secured or unsecured, to companies, firms or parties covered in the register maintained under Section 301 of the Act.
- b. In our opinion, the rate of interest and other terms and conditions on which the loan has been granted to the body corporate listed in the register maintained under Section 301 of the Act, are prima facie, prejudicial to the interest of the company.
- c. The principal amounts are repayable on demand and there is no repayment schedule. Interest is not charged during the year.
- d. There are no overdue amounts of more than rupees one lakh in respect of the loan granted to a body corporate listed in the register maintained in the register under Section 301 of the Act.
- e. The Company has not taken any loans, secured or unsecured, from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Therefore the provisions of sub clauses (e), (f) and (g) of clause of 4 (iii) of the Order are not applicable to the Company.

4. Internal Control

In our opinion and according to the information and explanations given to us, the internal control procedures are inadequate with the size of the company and the nature of its business, for the purchase of inventory, fixed assets and the sale of goods and services.

5. Transaction covered by section 301

- a. To the best of our knowledge and belief and according to the information and explanations given to us, the company has not entered into any of contracts or arrangements referred to in section 301 of the Companies Act, 1956.
- b. In our opinion and according to the information and explanations given to us, the company has not made sales and service aggregating during the period to Rs.500000/- or more in respect of each party, in pursuance of contracts or agreements referred to in under section 301 of the Companies Act 1956.

6. Deposit from Public

The Company has not accepted any deposit in violation of Section 58A of the Companies Act, 1956.

7. Internal Audit

In our opinion and according to the information and explanations given to us, the company does not have an internal audit system commensurate with the size and nature of the business.

8. Cost Accounting Records

The Provision of section 209(1)(d) of the Companies Act, 1956 regarding maintenance of cost records is not applicable to the company.

9. Statutory Dues

According to the information and explanations given to us, the company is not regular in depositing undisputed statutory dues with the appropriate authorities in respect of:

Statutory dues outstanding for more than 6 months:

Nature of Dues	Amount Payable (Rs.)
Tax Deducted at Source	2,30,981
VAT payable	82,576

10. Cash Losses

The Company has accumulated losses. The company has not incurred cash losses during the financial year covered by our audit and the immediately preceding previous year

11. Repayment of dues

The Company has defaulted in repayment of dues to the banks.

12. Loans and Advances on the basis of securities

The company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

13. Applicability of provisions to Chit fund, Nidhi / mutual benefit fund / societies:

The company is not a chit fund or a nidhi / mutual benefit fund / society hence the clause (xiii) of the Companies (Auditor's Report) Order 2003 is not applicable to the company.

14. Trading in shares, securities debentures and other investments

As per information's and explanations provided the Company is not dealing or trading in shares, securities, debentures and other investments.

15. Guarantee given for others

According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions. Accordingly clause (xv) of the Order is not applicable.

16. End use of term loans

According to the information and explanations given to us, the company has not obtained term loan during the year.

17. Preferential allotment of shares

The company has not made any preferential allotment to a person referred in sec 301 of the Act. The price at which the allotment is made is not prejudicial to the interest of the company.

18. Debentures

The company has not issued any debenture during the period covered by our audit. Accordingly clause 4(xix) of the order is not applicable.

19. End use of public issue proceeds

The company has not raised funds by public issue during the year.

20. Reporting of Frauds:

According to the information and explanations given to us, no significant fraud on or by the company, that causes a material misstatement to the financial statements, has been noticed or reported during the year.

For **R. Ravindran & Associates,**
Chartered Accountants
Firm Registration No. 003222S

Sd/-

R. Ravindran
Proprietor

Membership No. 023829

Place: Chennai,
Date: May 30, 2011.

RAM KAASHYAP INVESTMENT LIMITED

Regd. Office: 33/8, B. R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai - 600 018.

BALANCE SHEET AS AT MARCH 31, 2011

PARTICULARS	SCHEDULE	AS AT 31.03.2011	AS AT 31.03.2010
		(Rs.)	(Rs.)
<u>SOURCE OF FUNDS</u>			
Shareholders' Funds			
(a) Capital	1	87,900,000	87,900,000
(b) Reserves & Surplus	2	59,973,124	51,109,151
		147,873,124	139,009,151
Loan Funds			
(a) Secured Loans	3	64,015,286	62,800,751
(b) Unsecured Loans	4	14,800,000	447,124
		78,815,286	63,247,875
Deferred tax liability		1,009,760	1,077,576
		227,698,170	203,334,602
<u>APPLICATION OF FUNDS</u>			
Fixed Assets			
(a) Gross Block	5	110,308,021	114,359,926
(b) Less: Depreciation		6,348,926	9,387,644
(c) Net Block		103,959,095	104,972,282
Investment	6	36,049,000	39,642,750
Current Assets, Loans and Advances			
(a) Cash and bank Balances	7	1,188,043	821,836
(b) Sundry Debtors	8	41,953,012	9,065,171
(c) Loans Advances	9	104,471,670	104,498,363
		147,612,725	114,385,371
Less: Current Liabilities & Provisions	10	59,922,651	55,665,801
Net Current Assets		87,690,075	58,719,570
		227,698,170	203,334,602

As per our Report of Even Date attached

For **R Ravindran & Associates,**

Chartered Accountants

Firm Registration No.003222S

Sd/-

R.Ravindran

Proprietor

M. No. 023829

Place : Chennai

Date : 30.05.2011

For **RAM KAASHYAP INVESTMENT LIMITED,**

Sd/-

Sd/-

JUDE JEYAPRAKASH

S. KRISHNA KUMAR

Executive Director

Director

Sd/-

C. A. SIDHARTH

Company Secretary

RAM KAASHYAP INVESTMENT LIMITED

Regd. Office: 33/8, B. R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai - 600 018.

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2011

PARTICULARS	SCHEDULE	YEAR ENDED	YEAR ENDED
		31.03.2011	31.03.2010
		(Rs.)	(Rs.)
<u>INCOME</u>			
Income from Operations	11	90,719,660	55,157,859
Other Income		7,203	6,479,753
		90,726,863	61,637,612
<u>EXPENDITURE</u>			
Operative Expenses	12	68,706,575	46,942,999
Employee Cost	13	3,882,562	5,158,888
Administrative Expenses	14	6,691,309	4,433,737
Interest & Finance Charges	15	2,268,043	829,914
		81,548,489	57,365,538
Profit before Depreciation and tax		9,178,374	4,272,074
Depreciation	5	382,217	789,107
Profit / (Loss) before Tax		8,796,157	3,482,967
Provision for Tax		-	-
Deferred Tax		(67,816)	(17,947)
Profit / (Loss) after tax		8,863,973	3,500,914
Accumulated Balance of Profit / Loss B/f		(104,349,152)	(107,850,066)
Balance Carried over to Balance Sheet		(95,485,179)	(104,349,152)
Earnings Per Share of Rs.10/- per share		1.01	0.54

As per our Report of Even Date attached

For **R Ravindran & Associates,**

Chartered Accountants

Firm Registration No.003222S

Sd/-

R.Ravindran

Proprietor

M. No. 023829

Place : Chennai

Date : 30.05.2011

For **RAM KAASHYAP INVESTMENT LIMITED,**

Sd/-

Sd/-

JUDE JEYAPRAKASH S. KRISHNA KUMAR

Executive Director

Director

Sd/-

C. A. SIDHARTH

Company Secretary

RAM KAASHYAP INVESTMENT LIMITED

Regd. Office: 33/8, B. R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai - 600 018.

SCHEDULES FORMING PART OF THE ACCOUNTS

PARTICULARS	As at 31-03-2011	As at 31-03-2010
	(Rs.)	(Rs.)
<u>Schedule 1: Share Capital</u>		
Authorised Share Capital 5,00,00,000 Equity Shares of Rs. 10/- each	500,000,000	500,000,000
	500,000,000	500,000,000
Issued, Subscribed and Paid-up 87,90,000 Equity Shares of Rs. 10/- each	87,900,000	87,900,000
	87,900,000	87,900,000
<u>Schedule 2: Reserves & Surplus</u>		
General Reserve	3,712,000	3,712,000
Balance in Statutory Fund A/c	3,396,475	3,396,475
Share Premium Account	20,600,000	20,600,000
Capital Reserve	127,749,828	127,749,828
Profit & Loss Account	(95,485,179)	(104,349,152)
	59,973,124	51,109,151
<u>Schedule 3: Secured Loans</u>		
From Scheduled Banks:		
- Cash Credit Account	52,520,000	52,520,000
- Interest Accrued and due	11,495,286	10,280,751
	64,015,286	62,800,751
<u>Schedule 4: Unsecured Loans</u>		
Unsecured Loan	14,800,000	447,124
	14,800,000	447,124

RAM KAASHYAP INVESTMENT LIMITED

Regd. Office: 33/8, B. R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai - 600 018.

SCHEDULES FORMING PART OF THE ACCOUNTS

Schedule 5: Fixed Assets

(Amount in Rs.)

Description of the asset	Gross Block				Depreciation				Net Block	
	As on 01.04.2010	Additions during the Year	Deletions during the Year	As on 31.03.2011	As on 01.04.2010	Dep. for the Year	Deletions during the Year	As on 31.03.2011	As on 31.03.2011	As on 31.03.2010
Office Equipments	298,338			298,338	222,490	10,550		233,040	65,298	75,848
Computers	690,925	15,850		706,775	568,446	51,634		620,080	86,695	122,479
Vehicles	6,706,505		3,245,505	3,461,000	5,550,203	121,923	2,724,850	2,947,276	513,724	1,156,302
Land & Building	5,241,610			5,241,610	1,851,296	169,516		2,020,812	3,220,798	3,390,314
Furniture & Fixtures	1,422,548		822,250	600,298	1,195,209	28,594	696,085	527,718	72,580	227,339
Brand Equity	100,000,000			100,000,000					100,000,000	100,000,000
Total	114,359,926	15,850	4,067,755	110,308,021	9,387,644	382,217	3,420,935	6,348,926	103,959,095	104,972,282
Previous Year	124,189,576	206,550	10,036,200	114,359,926	16,887,465	789,107	8,288,929	9,387,643	104,972,283	107,302,111

RAM KAASHYAP INVESTMENT LIMITED

Regd. Office: 33/8, B. R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai - 600 018.

SCHEDULES FORMING PART OF THE ACCOUNTS

PARTICULARS	As at 31-03-2011	As at 31-03-2010
	(Rs.)	(Rs.)
<u>Schedule 6: Investments</u>		
Long Term Investments - at cost		
Investment in Eyclight Events & Promotions (India)		3,593,750
Investment in KFS P Ltd.	49,000	49,000
Investment in Pix Aalaya Studios Private Limited	16,500,000	16,500,000
Investment in Tamil Box Office (India) Limited	19,500,000	19,500,000
	36,049,000	39,642,750
<u>Schedule 7: Cash and Bank Balances</u>		
Cash in hand	420,031	390,231
Balance with Scheduled banks in Current Accounts	768,012	431,605
	1,188,043	821,836
<u>Schedule 8: Sundry Debtors</u>		
Debts Outstanding for a period exceeding six months	6,245,602	2,831,449
Unsecured Considered good	35,707,410	6,233,722
	41,953,012	9,065,171
<u>Schedule 9: Loans and Advances</u>		
Unsecured, Considered good		
Advances recoverable in cash or in for value to be received	96,600,245	103,600,245
Other Advances	7,871,425	898,118
	104,471,670	104,498,363
<u>Schedule 10: Current Liabilities & Provisions</u>		
a) Current Liabilities		
i) Sundry Creditors		
Amount Payable to Preference Shareholders	7,634,520	7,666,970
Other Creditors	13,470,627	9,013,366
ii) KRSL for takeover of Liabilities	34,462,154	34,462,154
b) Provisions:		
Other Provisions	4,355,350	4,523,311
	59,922,651	55,665,801

RAM KAASHYAP INVESTMENT LIMITED

Regd. Office: 33/8, B. R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai - 600 018.

SCHEDULES FORMING PART OF THE ACCOUNTS

PARTICULARS	As at 31-03-2011	As at 31-03-2010
	(Rs.)	(Rs.)
<u>Schedule 11: Income from Operations</u>		
Sale of Copyrights	90,719,660	
Sale of Stock & Shares		52,860,473
Consultancy Income		232,976
Sale of Software		2,064,410
	90,719,660	55,157,859
<u>Schedule 12: Operative Expenses</u>		
Purchase of Copyrights	68,706,575	-
Purchase of Stock & Shares		46,942,999
	68,706,575	46,942,999
<u>Schedule 13: Employee Cost</u>		
Salary & Stipend	3,557,111	4,910,663
Staff Welfare	139,618	248,225
Gratuity & Leave Encashment	185,833	
	3,882,562	5,158,888
<u>Schedule 14: Administrative Expenses</u>		
Advertisement Expenses	605,955	-
Telephone Expenses	15,887	185,761
Printing & Stationery	172,194	135,820
Postage & Courier	1,073,055	
Audit fees	165,450	165,450
Rent, Rates & Taxes	195,052	1,460,262
Miscellaneous Expenses	884,750	303,480
Consultancy & Professional Fees	1,970,960	839,620
Listing & Filing Fees	253,185	304,030
Loss on Sale of Assets	371,820	762,272
Legal Fees & Expenses	440,000	130,000
Repairs & Maintenance	44,502	44,659
Travelling & Conveyance Expenses	317,492	95,259
Business Promotion Expenses	181,007	7,124
	6,691,309	4,433,737
<u>Schedule 15: Interest and Finance Charges</u>		
Financial Charges	2,265,535	828,267
Bank Charges	2,508	1,647
	2,268,043	829,914

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

SCHEDULE-16

NOTES TO THE BALANCE SHEET AS AT MARCH 31, 2011 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE.

A. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

- i) The Financial Statements have been prepared under the historical cost convention on a going concern basis and in accordance with the requirements of the Companies Act, 1956 and applicable accounting standards.
- ii) The Company follows a mercantile system of accounting and recognizes income and expenditure on accrual basis.

2. Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affects the reported amount of assets and liabilities, the disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reported period. Actual results differ from Estimates. Adjustment as a result of difference between actual and estimates are made prospectively in the period in which results are known /dematerialized.

3. Fixed Assets

- i) Fixed assets are stated at their original cost of acquisition including taxes freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.
- ii) Brand Equity is stated at the cost of acquisition

4. Depreciation

- i) Depreciation is recognised only in respect of Fixed Assets put to use.
- ii) Individual assets acquired for less than Rs.5000/- are entirely depreciated in the year of acquisition.
- iii) Depreciation on other Fixed Assets have been provided on written down value on a pro rata monthly basis at the rates specified in Schedule XIV of the companies Act, 1956.

5. Inventory

The Company does not carry any inventory as on the balance sheet date.

6. Revenue Recognition

- i) Revenue is derived from the sale of film rights recognised upon transfer of such film rights.

7. Retirement Benefits

Retirement benefits in the form of provident fund is a defined contribution scheme, is charged to profit and loss account of the year, when the contribution to the respective fund accrues.

Gratuity and Leave Encashment benefits are charged in the profit and loss account on the basis of actuarial valuation.

8. Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of such asset till such time as the asset is ready for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.

9. Lease

Operating lease payments are recognized as expenses in the profit and loss account as per the terms of the agreements which are representative of the time pattern of the users' benefit.

10. Consolidated Financial Statements

The company is holding 100% shares in Pix Aalaya Studios Pvt. Ltd. and Tamil Box Office (India) Pvt. Ltd. The management has prepared consolidated financial statements of the company and its subsidiary upto March 31, 2011.

11. Deferred tax

- i) Deferred tax represents the effect of timing difference between taxable income and accounting income for the reporting period that originate in one period and are capable of reversal in one or more subsequent periods.
- ii) Deferred tax assets is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future. However, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of assets.

12. Interim Financial Reporting

The company has adopted same accounting policies in preparation of interim financial statements as they followed in preparation of annual financial statements.

13. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

NOTES ON ACCOUNTS

1. Accounting Period

The period of accounts under review is from April 1, 2010 to March 31, 2011 for Ram Kaashyap Investment Limited and its Subsidiaries from April 1, 2010 to March 31, 2011.

2. Employee Benefits

The payment of gratuity and leave encashment are recognized based on actuarial valuation as on 31.03.2011

3. Investments

Long Term Investments are stated at cost. There had been no diminution in the value of long term investments.

Investment in companies	Relationship with companies	No. of shares	Cost price (Rs.)	Value of investments (Rs.)
Kaashyap Financial Services Pvt. Ltd.	-	4,900	10.00	49,000
Pix Aalaya Studios Pvt. Ltd.	Subsidiary	11,00,000	15.00	1,65,00,000
Tamil Box Office (India) Pvt. Ltd.	Subsidiary	13,00,000	15.00	1,95,00,000

4. Loans

Secured Loans are represented by hire purchase dues against hypothecation of specific assets of the company.

5. Related Parties

As per the Accounting standards (AS 18) "Related Party Disclosure" as referred to in Accounting standard rules, the disclosure of transactions with the related parties as defined therein are given below:

Name of the Related Party	Relationship with reporting enterprises
Pix Aalaya Studios Pvt. Ltd.	Subsidiary
Tamil Box Office (India) Pvt. Ltd.	Subsidiary

Transactions during the year with related parties

(Rs.)

Particulars	Opening Balance Dr. / (Cr.)	Amount Paid	Amount Received	Closing Balance Dr/ (Cr.)
Pix Aalaya Studios Pvt. Ltd.	Nil	11,50,000	31,50,000	(20,00,000)
Tamil Box Office (India) Pvt. Ltd.	(6,51,275)	40,32,532	1,20,000	32,61,257

6. Deferred Tax

Particulars	Amount (Rs.)
Depreciation as per Companies Act	3,82,217
Depreciation as per Income Tax Act	1,62,748
Timing Difference	2,19,469
Deferred Tax Assets	67,816

7. Earnings per share**(Rs.)**

Net profit attributable to the shareholders	88,63,973
Cumulative No of equity shares upto 31.03.2011	87,90,000
Weighted average outstanding number of shares	87,90,000
Basic EPS	1.01

8. Impairment of Assets

An asset is impaired when the carrying amount of assets exceeds its recoverable amount. The company has reviewed the carrying amount of assets at each Balance sheet date and found that there is no indication for impairment of assets.

9. Remuneration to Auditors**(Rs.)**

Particulars	As on 31.03.2011	As on 31.03.2010
Statutory Audit	80,000	80,000
Tax Audit	60,000	60,000
Certification & other matters	25,450	25,450
Total	1,65,450	1,65,450

10. Remuneration to Managing Director**(Rs.)**

Name of the company	Person	2010-2011	2009-2010
Ram Kaashyap Investment Limited	Jude Jeyaprakash	9,00,000	3,00,000
	Total	9,00,000	3,00,000

Calculation of Permissible Managerial Remuneration**(Rs.)**

Particulars	2010-2011	2009-2010
Net Profit before tax and Managerial Remuneration but after depreciation	96,96,157	37,82,967
Add:		
Depreciation provided in the books	3,82,217	7,89,107
Loss on Sale of Assets	3,71,820	7,62,272
	1,04,50,194	53,34,346
Less:		
Depreciation allowed under Schedule VI of the Companies Act, 1956	3,82,217	7,89,107
Waiver of accrued interest of previous years treated as capital receipt	Nil	64,79,753
Net Profit calculated pursuant to Section 349 and 350 of the Companies Act	1,00,67,977	(19,35,514)
Available profits for the purpose of calculation of managerial remuneration	1,00,67,977	Nil

The maximum permissible remuneration as per Section 198 of the Companies Act shall not exceed 11% of Net profits calculated under Section 349 and 350 of the Companies Act. The maximum permissible remuneration as per the available profits calculated above is Rs.11,07,478/-. Managerial Remuneration charged Rs.9,00,000/- during the year.

11. Disclosures under Listing Agreement

As required by the amendment to Clause 32 of the listing agreement vide SEBI circular no. 2 / 2003 of 10th January, 2003, the following disclosure has been made.

Loans and advances:

- i) Loan to Subsidiaries:
Refer Point 5 of Notes to Accounts
- ii) Loan to Associates : NIL
- iii) Non-charging of Interest: Nil
- iv) Loan to Firms / Companies in which directors are interested:
Refer Point 5 of Notes to Accounts
- v) Investments by the Loanee in the shares of the Company as on March 31, 2011: Nil

12. Contingent Liability

The Company has entered into One Time Settlement (OTS) arrangement with three of its banker. There are delays in the payment of installments as envisaged in these OTS arrangements. In case, the bankers annul the OTS arrangements citing non compliance with the OTS terms, the liability of the company may go up which at present is not quantifiable.

13. Managerial Assertions

- I. No amount is due to Small Scale Ancillary Industrial Undertakings.
- II. Debit and Credit balances are subject to confirmation or reconciliation.
- III. Expenditure incurred on employees in receipt of remuneration of not less than Rs.24 lakhs per annum, where employed throughout the period or not less than Rs.2 lakhs per month, where employed for a part of the period is NIL.

14. Additional Information pursuant to Part II of Schedule VI of the Companies Act, 1956:

The company had not undertaken any trading in tangible goods in this year. Hence, providing quantitative particulars does not arise.

15. Figures have been rounded off to the nearest rupee.

16. Previous year figures have been regrouped / reclassified wherever necessary.

As per our Report of Even Date attached

For **R Ravindran & Associates,**

Chartered Accountants

Firm Registration No.003222S

Sd/-

R.Ravindran

Proprietor M. No. 023829

Place: Chennai

Date : 30.05.2011

For **RAM KAASHYAP INVESTMENT LIMITED,**

Sd/-

Sd/-

JUDE JEYAPRAKASH S. KRISHNA KUMAR

Executive Director

Director

Sd/-

C. A. SIDHARTH

Company Secretary

RAM KAASHYAP INVESTMENT LIMITED

Regd. Office: 33/8, B. R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai - 600 018.

CASH FLOW STATEMENT FOR THE PERIOD ENDED MARCH 31, 2011

PARTICULARS	Year Ended 31.03.2011	Year Ended 31.03.2010
	(Rs.)	(Rs.)
A. Cash flow from operating Activities		
Profit Before Tax	8,796,157	3,482,967
<u>Adjustments for</u>		
Depreciation	382,217	789,107
Interest Expenses	2,268,043	829,914
Loss on Sale of Assets	371,820	762,272
Operating Income before working Capital Changes	11,818,237	5,864,260
<u>Adjustments for</u>		
Increase / decrease in Trade and other receivables	(32,887,841)	19,015,555
Increase / decrease in Trade Payables	4,256,850	(11,894,867)
Increase / decrease in Loans & Advances	26,693	(7,002,000)
Cash inflow from operations	(16,786,061)	5,982,948
Net cash from Operations (A)	(16,786,061)	5,982,948
B. Cash Flow from Investing Activities		
Purchase of Fixed Assets	(15,850)	(206,550)
Investments in Shares	3,593,750	(39,593,750)
Proceeds from the sale of Fixed Assets	275,000	985,000
Net Cash used in Investing Activities (B)	3,852,900	(38,815,300)
C. Cash flow from Financing Activities		
Proceeds from Borrowings	15,567,411	(10,681,486)
Issue of Share Capital	-	45,000,000
Interest Paid	(2,268,043)	(829,914)
Net Cash from Financing Activities (C)	13,299,368	33,488,600
Net Cash increase in cash and cash equivalents (A+B+C)	366,207	656,248
Cash and Cash equivalents at the beginning of the year	821,836	165,588
Cash and Cash equivalents at the end of the year	1,188,043	821,836
	366,207	656,248

We have audited the above Cash Flow Statement of Ram Kaashyap Investment Limited derived from the audited annual accounts for the year ended March 31, 2011 and found the same to be drawn in accordance therewith and also with the requirements of Clause 32 of the Listing Agreement.

For **R Ravindran & Associates**,
Chartered Accountants
Firm Registration No.003222S
Sd/-

R.Ravindran, Proprietor M. No. 023829
Place : Chennai
Date : 30.05.2011

For **RAM KAASHYAP INVESTMENT LIMITED**,
Sd/- Sd/-
JUDE JEYAPRAKASH S. KRISHNA KUMAR
Executive Director Director
Sd/-
C. A. SIDHARTH
Company Secretary

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

Registration No.: State Code:

Balance Sheet Date:

II. CAPITAL RAISED DURING THE YEAR (Amount in Rs. Thousands)

Public Issue	<input type="text" value="Nil"/>	Rights Issue	<input type="text" value="Nil"/>
Bonus Issue	<input type="text" value="Nil"/>	Private Placement	<input type="text" value="Nil"/>

III. POSITION OF MOBILISATION AND DEVELOPMENT OF FUNDS (Amount in Rs. Thousands)

Total Liabilities	<input type="text" value="2,27,698"/>	Total Assets	<input type="text" value="2,27,698"/>
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SOURCES OF FUNDS

Paid-up Capital	<input type="text" value="87,900.00"/>	Reserves & Surplus	<input type="text" value="59,973"/>
Secured Loans	<input type="text" value="64,015"/>	Unsecured Loans	<input type="text" value="14,800"/>
Deferred Tax	<input type="text" value="1010"/>		

APPLICATION OF FUNDS

Net Fixed Assets	<input type="text" value="1,03,959"/>	Investments	<input type="text" value="36,049"/>
Net Current Assets	<input type="text" value="87,690"/>	Misc. Expenditure	<input type="text" value="Nil"/>
Accumulated Losses	<input type="text" value="Nil"/>		

IV. PERFORMANCE OF THE COMPANY (Amount in Rs. Thousands)

Turnover	<input type="text" value="90,727"/>	Total Expenditure	<input type="text" value="81,931"/>
Profit / (Loss) before Tax	<input type="text" value="8,796"/>	Profit / (Loss) after Tax	<input type="text" value="8,864"/>
Earnings per share	<input type="text" value="1.01"/>	Dividend Rate	<input type="text" value="Nil"/>

V. GENERIC NAMES OF PRINCIPAL PRODUCTS / SERVICES OF THE COMPANY (As per Mandatory Terms)

Product Description

Place : Chennai
Date : 30.05.2011

For **RAM KAASHYAP INVESTMENT LIMITED**,
Sd/- Sd/-
JUDE JEYAPRAKASH S. KRISHNA KUMAR
Executive Director Director
Sd/-
C. A. SIDHARTH
Company Secretary

CONSOLIDATED FINANCIAL STATEMENTS

AUDITOR'S REPORT

AUDITOR'S REPORT TO THE BOARD OF DIRECTORS ON THE CONSOLIDATED FINANCIAL STATEMENTS OF RAM KAASHYAP INVESTMENT LIMITED AND PIX AALYA STUDIOS PRIVATE LIMITED AND TAMIL BOX OFFICE (INDIA) PRIVATE LIMITED, ITS SUBSIDIARIES

1. We have audited the attached Consolidated Balance Sheet of **M/S. RAM KAASHYAP INVESTMENTS LTD.** and its subsidiaries **M/s. PIXAALAYA STUDIOS PVT. LTD.** and **M/s. TAMIL BOX OFFICE (INDIA) PVT. LTD.** as at March 31, 2011 and also the Consolidated Profit and Loss Account and Consolidated Cash flow for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on test basis evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. The financial statements of the subsidiary company registered in Singapore in the name of Tamil Box Office Singapore Pte. Ltd. whose Financial statements reflect total Assets of \$ 5,06,547/- as at March 31,2011 and total revenues amounting \$1,40,31,759/ and net cash flows amounting to Rs.4,630/- for the year then ended as considered in the Consolidated Financial Statements. These financial statements and other financial information have been audited by other auditors whose report has been furnished to us, and our opinion is based solely on the reports of the other auditor.
4. We report that Financial Statements have been prepared by the management of the company in accordance with the requirements of Accounting Standard (AS) 21 "Consolidated Financial Statements" issued by The Institute of Chartered Accountants of India.
5. Based on our audit and consideration of reports of other auditors on separate financial statements and on the other financial information of the components, and to the best of the information and according to the explanations give to us, "**Subject to non-recognition of amortisation of brand equity**", we state that in our opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:
 - ◆ in the case of the Consolidated Balance Sheet, of the state of affairs of the Company and its subsidiaries as at March 31, 2011.
 - ◆ in the case of the Consolidated Profit and Loss Account of the profit of the Company and its subsidiaries for the year ended on that date.

- ◆ in the case of the Cash Flow Statement, of the Cash Flows of the Company and its subsidiaries for the for the year ended on that date.

For **R. Ravindran & Associates,**
Chartered Accountants
Firm Registration No. 003222S

Sd/-

R. Ravindran

Proprietor

Membership No. 023829

Place: Chennai,

Date: May 30, 2011.

**CONSOLIDATED BALANCE SHEET OF RAM KAASHYAP INVESTMENT LIMITED AND ITS SUBSIDIARIES
PIX AALAYA STUDIOS PVT. LTD. AND TAMIL BOX OFFICE (INDIA) PRIVATE LIMITED AS AT MARCH 31, 2011**

PARTICULARS	SCHEDULE	AS AT 31.03.2011	AS AT 31.03.2010
		(Rs.)	(Rs.)
<u>SOURCE OF FUNDS</u>			
Shareholders' Funds			
(a) Capital	1	87,900,000	87,900,000
(b) Reserves & Surplus	2	67,896,952	58,461,322
		155,796,952	146,361,322
Share Application Money			4,970,000
Loan Funds			
(a) Secured Loans	3	65,657,192	64,595,341
(b) Unsecured Loans	4	19,700,000	7,622,124
		85,357,192	72,217,465
Deferred tax liability		917,667	1,095,263
		242,071,811	224,644,050
<u>APPLICATION OF FUNDS</u>			
Fixed Assets			
(a) Gross Block	5	143,093,272	146,661,230
(b) Less: Depreciation		9,200,854	11,377,859
(c) Net Block		133,892,418	135,283,371
Investment	6	11,030,578	14,624,328
Current Assets, Loans and Advances			
(a) Stock		16,408,645	16,608,661
(b) Cash and bank Balances	7	1,538,441	1,625,215
(c) Sundry Debtors	8	56,454,474	17,312,596
(d) Loans Advances	9	109,790,404	120,536,647
(e) Work in Progress		2,693,400	2,975,535
		186,885,364	159,058,653
Less: Current Liabilities & Provisions	10	89,766,189	84,363,630
Net Current Assets		97,119,175	74,695,023
Miscellaneous Expenditure (to the extent not written off)		29,638	41,328
		242,071,811	224,644,050

As per our Report of Even Date attached

For **R Ravindran & Associates,**
Chartered Accountants

Firm Registration No.003222S

Sd/-

R.Ravindran

Proprietor

M. No. 023829

Place : Chennai

Date : 30.05.2011

For **RAM KAASHYAP INVESTMENT LIMITED,**

Sd/-

Sd/-

JUDE JEYAPRAKASH S. KRISHNA KUMAR

Executive Director

Director

Sd/-

C. A. SIDHARTH

Company Secretary

**CONSOLIDATED PROFIT AND LOSS ACCOUNT OF RAM KAASHYAP INVESTMENT LIMITED AND ITS
SUBSIDIARIES PIX AALAYA STUDIOS PVT. LTD. AND TAMIL BOX OFFICE (INDIA) PVT. LTD. FOR THE YEAR
ENDED MARCH 31, 2011**

PARTICULARS	SCHEDULE	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
		(Rs.)	(Rs.)
<u>INCOME</u>			
Income from Operations	11	108,878,344	59,724,932
Other Income		1,155,249	7,127,609
Closing Stock & Work-in-Progress		14,952,045	15,434,196
		124,985,638	82,286,737
<u>EXPENDITURE</u>			
Opening Stock & Work-in-Progress		15,434,196	11,450,535
Operative Expenses	12	78,815,381	50,734,779
Employee Cost	13	6,195,799	5,815,811
Administrative Expenses	14	10,429,584	5,472,958
Interest & Finance Charges	15	3,188,715	1,129,685
		114,063,675	74,603,767
Profit before Depreciation and tax		10,921,963	7,682,970
Depreciation	5	1,243,929	997,113
Profit / (Loss) before Tax		9,678,034	6,685,857
Provision for Tax			
Income Tax		420,000	300,266
Deferred Tax		(177,595)	6,143
Profit / (Loss) after tax		9,435,629	6,379,448
Accumulated Balance of Profit / Loss B/f		(101,896,980)	(108,276,428)
Balance Carried over to Balance Sheet		(92,461,351)	(101,896,981)
Earnings Per Share of Rs.10/- per share		1.07	0.73

As per our Report of Even Date attached

For **R Ravindran & Associates,**

Chartered Accountants

Firm Registration No.003222S

Sd/-

R.Ravindran

Proprietor

M. No. 023829

Place : Chennai

Date : 30.05.2011

For **RAM KAASHYAP INVESTMENT LIMITED,**

Sd/-

Sd/-

JUDE JEYAPRAKASH S. KRISHNA KUMAR

Executive Director

Director

Sd/-

C.A. SIDHARTH

Company Secretary

SCHEDULES FORMING PART OF CONSOLIDATED ACCOUNTS

PARTICULARS	AS AT 31.03, 2011	AS AT 31.03. 2010
	(Rs.)	(Rs.)
<u>Schedule 1: Share Capital</u>		
<u>Authorised Share Capital</u>		
5,00,00,000 Equity Shares of Rs.10/- each	500,000,000	500,000,000
	500,000,000	500,000,000
<u>Issued, Subscribed and Paid-up</u>		
87,90,000 Equity Shares of Rs.10/- each	87,900,000	87,900,000
	87,900,000	87,900,000
<u>Schedule 2: Reserves & Surplus</u>		
General Reserve	3,712,000	3,712,000
Balance in Statutory Fund A/c	3,396,475	3,396,475
Share Premium Account	25,500,000	25,500,000
Capital Reserve	127,749,828	127,749,828
Profit & Loss Account	(92,461,351)	(101,896,981)
	67,896,952	58,461,322
<u>Schedule 3: Secured Loans</u>		
From Scheduled Banks:		
- Cash Credit Account	52,682,807	52,876,094
- Interest Accrued and due	11,495,286	10,280,751
Hire Purchase & Business Loans	1,479,099	1,438,496
	65,657,192	64,595,341
<u>Schedule 4: Unsecured Loans</u>		
Unsecured Loans	19,700,000	7,622,124
	19,700,000	7,622,124

SCHEDULES FORMING PART OF CONSOLIDATED ACCOUNTS

Schedule 5: CONSOLIDATED FIXED ASSETS

(Amount in Rs.)

Description of the asset	Gross Block				Depreciation Block				Net Block	
	As on 01.04.2010	Additions during the period	Deletions during the period	As on 31.03.2011	As on 01.04.2010	Dep. for the period	Deletions during the period	As on 31.03.2011	As on 31.03.2011	As on 31.03.2010
Office Equipments	14,51,235	3,80,600		1,831,835	4,96,231	175,630		671,861	1,159,974	955,004
Computers	23,94,442	73,700		2,468,142	18,01,887	254,821		2,056,708	411,434	592,555
Vehicles	84,43,730	45,497	32,45,505	5,243,722	56,62,645	554,358	27,24,850	3,492,153	1,751,569	2,781,085
Land & Building	52,41,610			5,241,610	18,51,296	169,516		2,020,812	3,220,798	3,390,314
Furniture & Fixtures	21,30,213		8,22,250	1,307,963	15,65,800	89,604	6,96,085	959,320	348,643	564,414
Brand Equity	10,00,00,000			100,000,000					100,000,000	100,000,000
Goodwill on Consolidation		2,70,00,000								
Total	11 96 61 230	3,00,22,769	40,67,755	143,093,272	1,13,77,859	12,43,929	34,20,935	9,200,854	13,38,92,418	10,82,83,372
Previous Year	12,66,74,661	300,22,769	100,36,200	14,66,61,230	1,84,51,226	12,15,560	82,88,929	1,13,77,857	13,52,83,371	10,82,23,435

SCHEDULES FORMING PART OF CONSOLIDATED ACCOUNTS

PARTICULARS	AS AT 31.03, 2011	AS AT 31.03. 2010
<u>Schedule 6: Investments</u>	(Rs.)	(Rs.)
Investment in Eyclight Events & Promotions (India)	-	3,593,750
Investment in KFS P Ltd.	49,000	49,000
Investment in Kaashyap Interserve Technologies Ltd.	10,981,578	10,981,578
	11,030,578	14,624,328
<u>Schedule 7: Cash and Bank Balances</u>		
Cash in hand	619,574	799,257
Balance with Scheduled banks in Currents Accounts	918,867	825,958
	1,538,441	1,625,215
<u>Schedule 8: Sundry Debtors</u>		
Debts Outstanding for a period exceeding six months	14,345,605	6,831,449
Unsecured – Considered Good	42,108,869	10,481,146
	56,454,474	17,312,595
<u>Schedule 9: Loans and Advances</u>		
- Unsecured, Considered good		
Advances recoverable in cash or in for value to be received	101,694,221	119,536,051
Other Advances	8,096,183	1,000,596
	109,790,404	120,536,647
<u>Schedule 10: Current Liabilities & Provisions</u>		
a) Current Liabilities		
i) Sundry Creditors		
Amount Payable to Preference Shareholders	7,634,520	7,666,970
Other Creditors	42,601,812	37,370,722
ii) KRSL for takeover of Liabilities	34,462,154	34,462,154
b) Provisions:		
Provision for Income Tax	712,353	340,473
Other Provisions	4,355,350	4,523,311
	89,766,189	84,363,630

SCHEDULES FORMING PART OF CONSOLIDATED ACCOUNTS

PARTICULARS	AS AT 31.03.2011	AS AT 31.03.2010
	(Rs.)	(Rs.)
<u>Schedule 11: Income from Operations</u>		
Sale of Copyrights	90,719,660	
Sale of Stock & Shares	-	52,860,473
Animation Receipts	3,197,500	732,976
Sale of Television Episodes	14,961,184	6,131,483
	108,878,344	59,724,932
<u>Schedule 12: Operative Expenses</u>		
Purchase of Copyrights	73,160,853	
Purchase of Stock & Shares	-	49,872,080
VSAT Charges	5,654,528	862,699
	78,815,381	50,734,779
<u>Schedule 13: Employee Cost</u>		
Salary & Stipend	5,805,501	5,545,036
Staff Welfare	204,465	270,775
Gratuity & Leave Encashment	185,833	
	6,195,799	5,815,811
<u>Schedule 14: Administrative Expenses</u>		
Audit fees	223,025	208,100
Advertisement Expenses	605,955	
Telephone Expenses	169,644	347,158
Printing & Stationery	197,095	139,676
Rent, Rates & Taxes	1,371,776	1,726,168
Miscellaneous Expenses	1,503,598	65,092
Consultancy & Professional Fees	2,317,960	1,102,361
Listing & Filing Fees	253,185	304,030
Loss on Sale of Assets	371,820	762,272
Legal Fees & Expenses	490,000	130,000
Travelling & Conveyance Expenses	630,954	454,307
Electricity Charges	502,249	
Interest on FBT	7,267	26,376
Business Promotion Expenses	181,007	7,124
Donation	110,000	
Postage & Courier	1,126,056	27,511
Preliminary Expenses Written Off	11,690	11,690
Repairs & Maintenance	356,303	161,093
	10,429,584	5,472,958
<u>Schedule 15: Interest and Finance Charges</u>		
Interest on Loan	3,001,153	1,087,911
Interest on HP	118,443	11,768
Bank Charges	69,119	30,006
	3,188,715	1,129,685

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

Schedules to the Consolidated Financial Statements for the year ended March 31, 2011

A. Significant Accounting Policies.

a) **Method of Accounting**

The company generally follows the mercantile system of accounting and recognizes income and expenditure on accrual basis.

b) **Fundamental Accounting Assumptions**

The Financial statements of the Company are prepared under the historical cost convention on going concern basis in accordance with generally accepted accounting principles applicable in India. The said financial statements comply with the relevant provisions of the Companies Act and applicable Accounting Standards issued by ICAI.

c) **Use of Estimates**

The preparation of financial statements requires management to make estimates and assumptions that affects the reported amount of assets and liabilities, the disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reported period. Actual results differ from Estimates. Adjustment as a result of difference between actual and estimates are made prospectively in the period in which results are known /dematerialized.

d) **Principles of Consolidation**

The consolidated financial statements relate the company (Ram Kaashyap Investment Limited) and its Subsidiaries (Pix Aalaya Studios Pvt. Ltd. and Tamil Box Office (India) Pvt. Ltd.). The consolidated financial statements have been prepared on the following basis

- (i) The Financial statements of the Company and its subsidiaries are combined on a line by line basis, by adding the like items of assets, liabilities, income and expenses after fully eliminating intra group balances and intra group transactions resulting in unrealized profit or losses in accordance with the Accounting standard (AS – 21) “Consolidated Financial Statements”
- (ii) The Company does not have minority shareholders therefore there is no need to disclose the adjustment of minority interest share of net profit or loss against income of the company and also the share of net assets as a separate item from liabilities in the consolidated Balance Sheet.
- (iii) The Consolidated Financial statements are prepared using uniform Accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the stand alone financial statement of the Company
- (iv) Investments other than in subsidiary are accounted as per AS 13 “ Accounting for Investments”

e) Fixed / Intangible Assets and Depreciation/Amortisation

- (i) Fixed assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.
- (ii) Fixed assets are retired from active use or held for disposal are stated at lower of their net book value and net realizable value and are shown separately in the financial statements. Any profit or losses arising on disposal are generally recognised in profit and loss account.
- (iii) Brand equity is stated at the cost of acquisition.
- (iv) Goodwill arising on consolidation is not subject to amortization
- (v) Depreciation on Fixed Assets is provided on written down value method at the rates prescribed in Schedule XIV of the Companies Act, 1956 on monthly pro rata basis.
- (vi) Individual assets costing less than Rs.5000/- are provided at 100% depreciation in the year of acquisition.

f) Inventory

The Company does not carry any inventory as on the balance sheet date.

g) Revenue Recognition

The Company derives income from rendering services and the revenue has been recognised as follows:

- (i) Revenue from the sale of film rights is recognised upon transfer of such film rights
- (ii) Revenue from software development is recognised on accrual basis at the time of delivery of services

h) Foreign currency transactions

- (i) Transactions denominated in foreign currencies are recorded at the exchange rates prevailing at the time of transaction.
- (ii) Monetary items denominated in foreign currencies at the yearend are restated at year end rates.
- (iii) Non monetary foreign currency items are carried at cost
- (iv) Profit or loss arising on account of exchange differences is recognised in the profit and loss account

i) Retirement Benefits

Retirement benefits in the form of provident fund is a defined contribution scheme, is charged to profit and loss account of the year, when the contribution to the respective fund accrues.

Gratuity and Leave Encashment benefits are charged in the profit and loss account on the basis of actuarial valuation.

j) Lease

Operating lease payments are recognized as expenses in the profit and loss account as per the terms of the agreements which are representative of the time pattern of the users' benefit.

k) Taxes on Income

Provision for income tax is made on the taxable income for the year at current rates. Tax expense comprises of current tax, fringe benefit tax and deferred tax at the applicable enacted or substantively enacted rates. Current tax represents the amount of income tax payable for the reporting period.

Deferred tax represents the effect of timing difference between taxable income and accounting income for the reporting period that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred tax assets is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future. However, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of assets.

l) Interim Financial Reporting

The company has adopted same accounting policies in preparation of interim financial statements as they followed in preparation of annual financial statements.

m) Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

B. NOTES ON ACCOUNTS:

1. Accounting Period

The period of accounts under review is from April 1, 2010 to March 31, 2011 for Ram Kaashyap Investment Limited and its Subsidiaries from April 1, 2010 to March 31, 2011.

2. Investments

Long Term Investments are stated at cost. There had been no diminution in the value of long term investments.

Investment in companies	Relationship with companies	No. of shares	Cost price	Value of investments (In Rs.)
Kaashyap Financial Services Pvt. Ltd.	-	4,900	10.00	49,000
Pix Aalaya Studios Pvt. Ltd.	Subsidiary	11,00,000	15.00	1,65,00,000
Tamil Box Office (India) Pvt. Ltd.	Subsidiary	13,00,000	15.00	1,95,00,000

3. Loans

Secured Loans are represented by hire purchase dues against hypothecation of specific assets of the company

4. Related Parties

As per the Accounting standards (AS 18) "Related Party Disclosure" as referred to in Accounting standard rules, the disclosure of transactions with the related parties as defined therein are given below:

The Details of subsidiary are as follows:

Name of the subsidiary	Country of Incorporation	% of Holding
Pix Aalaya Studios Pvt. Ltd.	India	100%
Tamil Box Office (India) Pvt. Ltd.	India	100%

5. Goodwill on Consolidation

Paid up Share capital held by holding (24,00,000 shares of Rs.15/- each)	3,60,00,000
Add : Capital Loss	NIL
	3,60,00,000
Less: Cost of investments in subsidiary	90,00,000
Goodwill	2,70,00,000

6. Earnings per share

Basic EPS

Net profit attributable to the shareholders	94,35,629	63,79,447
Cumulative No of equity shares upto 31.03.2011	87,90,000	87,90,000
Weighted average outstanding number of shares	87,90,000	87,90,000
Basic EPS	1.07	0.73

7. Taxes on Income

Deferred tax liability / Assets

		(Rs.)
Particulars	31.03.2011	31.03.2010
Deferred Tax Liability/ (Asset)	(1,77,595)	6,143

8. Impairment of Assets

An asset is impaired when the carrying amount of assets exceeds its recoverable amount. The company has reviewed the carrying amount of assets at each Balance sheet date and found that there is no indication for impairment of assets.

9. Audit Fees

(Rs.)

Particulars	Holding Company	Subsidiary Pix Aalaya Studios Pvt. Ltd.	Subsidiary Tamil Box Office (India) Pvt. Ltd.	Holding Company	Subsidiary Pix Aalaya Studios Pvt. Ltd.	Subsidiary Tamil Box Office (India) Pvt. Ltd.
	(2010-11)	(2010-11)	(2010-11)	(2009-10)	(2009-10)	(2009-10)
Statutory Audit	80,000	25,000	25,000	80,000	25,000	25,000
Tax Audit	60,000			60,000		
Certification & other matters	25,450			25,450		
Total	1,65,450	25,000	25,000	1,65,450	25,000	25,000

10. Remuneration to Managing Director

(Rs.)

Name of the company	Person	2010-2011	2009-2009
Ram Kaashyap Investment Limited	Mr. Jude Jeyaprakash	9,00,000	3,00,000
	Total	9,00,000	3,00,000

The above Managerial Remuneration is within the limits mentioned under section 198 of the Companies Act.

11. Contingent Liability

The Company has entered into One Time Settlement (OTS) arrangement with three of its bankers. There are delays in the payment of installments as envisaged in these OTS arrangements. In case, the bankers annul the OTS arrangements citing non compliance with the OTS terms, the liability of the company may go up which at present is not quantifiable.

12. Disclosures under Listing Agreement

As required by the amendment to Clause 32 of the listing agreement vide SEBI circular no. 2 / 2003 of 10th January, 2003, the following disclosure has been made.

Loans and advances:

- i) Loan to Associates : Nil
- ii) Non-charging of interest: NIL
- iii) Loan to Firms / Companies in which directors are interested:

Refer Point 4 of Notes to Accounts

- iv) Investments by the Loanee in the shares of the Company as on March 31, 2011: Nil

13. Management Assertions

- No amount is due to Small Scale Ancillary Industrial Undertakings.
- Debit and Credit balances are subject to confirmation or reconciliation.
- Expenditure incurred on employees in receipt of remuneration of not less than Rs.24 lakhs per annum, where employed throughout the period or not less than Rs.2 lakhs per month, where employed for a part of the period is NIL.

14. Additional Information pursuant to Part II of Schedule VI of the Companies Act, 1956:

The company had not undertaken any trading in tangible goods in this year. Hence, providing quantitative particulars does not arise.

15. Figures have been rounded off to the nearest rupee.

16. Previous year figures have been regrouped / reclassified wherever considered necessary.

As per our attached Report of even date

For **R. Ravindran & Associates,**
Chartered Accountants
Firm Registration No. 003222S
R. Ravindran
Proprietor
M. No. 023829

Place: Chennai
Date: May 30, 2011

For and on behalf of the Board,

Sd/-	Sd/-
JUDE JEYAPRAKASH	S. KRISHNA KUMAR
Executive Director	Director

Sd/-
C.A. SIDHARTH
Company Secretary

CONSOLIDATED CASH FLOW OF RAM KAASHYAP INVESTMENT LIMITED AND IT SUBSIDIARIES PIX AALAYA STUDIOS LIMITED AND TAMIL BOX OFFICE (INDIA) LIMITED FOR THE YEAR ENDED MARCH 31, 2011

PARTICULARS	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
A. Cash flow from operating Activities	(Rs.)	(Rs.)
Profit Before Tax	96,78,034	66,85,856
<u>Adjustments for</u>		
Depreciation	12,43,929	9,97,113
Miscellaneous expenses written off	11,690	11,690
Interest Expenses	31,88,715	11,29,685
Loss on Sale of Assets	3,71,820	7,62,272
Operating Income before working Capital Changes	1,44,94,188	95 86 616
<u>Adjustments for</u>		
Increase / decrease in Stock / WIP	4,82,151	(88,37,623)
Increase / decrease in Trade and other receivables	(3,91,41,878)	1,16,63,271
Increase / decrease in Trade Payables	49,82,559	1,34,60,018
Increase / decrease in Loans & Advances	1,07,46,243	(2,16,01,880)
Net cash from Operations (A)	(84,36,738)	42,70,403
B. Cash Flow from Investing Activities		
Purchase of Fixed Assets	(4,99,797)	(30,22,769)
Investments in Shares	35,93,750	(3,48,93,750)
Proceeds from the sale of Fixed Assets	2,75,000	9,85,000
Net Cash used in Investing Activities (B)	33,68,953	(3,69,31,519)
C. Cash flow from Financing Activities		
Proceeds from Borrowings	1,31,39,727	(2,06,22,684)
Share Application Money	(49,70,000)	49,70,000
Issue of Share Capital & Premium		5,05,00,000
Interest Paid	(31,88,715)	(11,29,685)
Net Cash from Financing Activities (C)	49,81,012	3,37,17,631
Net Cash increase in cash and cash equivalents (A+B+C)	(86,774)	10,56,515
Cash and Cash equivalents at the beginning of the year	16,25,215	5,68,700
Cash and Cash equivalents at the end of the year	15,38,441	16,25,215
	(86,774)	10,56,515

We have audited the above Cash Flow Statement of Ram Kaashyap Investment Limited derived from the audited annual accounts for the year ended March 31, 2011 and found the same to be drawn in accordance therewith and also with the requirements of Clause 32 of the Listing Agreement.

For **R Ravindran & Associates,**
Chartered Accountants
Firm Registration No.003222S
Sd/-

R.Ravindran
Proprietor
M. No. 023829
Place: Chennai
Date : 30.05.2011

For **RAMKAASHYAP INVESTMENT LIMITED,**
Sd/- Sd/-
JUDE JEYAPRAKASH S. KRISHNA KUMAR
Executive Director Director

Sd/-
C. A. SIDHARTH
Company Secretary

CONSOLIDATED BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

Registration No.: State Code:

Balance Sheet Date:

II. CAPITAL RAISED DURING THE YEAR (Amount in Rs. Thousands)

Public Issue	<input type="text" value="Nil"/>	Rights Issue	<input type="text" value="Nil"/>
Bonus Issue	<input type="text" value="Nil"/>	Private Placement	<input type="text" value="Nil"/>

III. POSITION OF MOBILISATION AND DEVELOPMENT OF FUNDS (Amount in Rs. Thousands)

Total Liabilities	<input type="text" value="2,42,072"/>	Total Assets	<input type="text" value="2,42,072"/>
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SOURCES OF FUNDS

Paid-up Capital	<input type="text" value="87,900"/>	Reserves & Surplus	<input type="text" value="67,897"/>
Secured Loans	<input type="text" value="65,657"/>	Unsecured Loans	<input type="text" value="19,700"/>
Deferred Tax	<input type="text" value="918"/>		

APPLICATION OF FUNDS

Net Fixed Assets	<input type="text" value="1,33,892"/>	Investments	<input type="text" value="11,031"/>
Net Current Assets	<input type="text" value="97,119"/>	Misc. Expenditure	<input type="text" value="30"/>
Accumulated Losses	<input type="text" value="Nil"/>		

IV. PERFORMANCE OF THE COMPANY (Amount in Rs. Thousands)

Turnover	<input type="text" value="1,24,986"/>	Total Expenditure	<input type="text" value="1,15,308"/>
Profit / (Loss) before Tax	<input type="text" value="9,678"/>	Profit / (Loss) after Tax	<input type="text" value="9,436"/>
Earnings per share	<input type="text" value="1.07"/>	Dividend Rate	<input type="text" value="Nil"/>

V. GENERIC NAMES OF PRINCIPAL PRODUCTS / SERVICES OF THE COMPANY (As per Mandatory Terms)

Product Description

For **RAM KAASHYAP INVESTMENT LIMITED,**

Sd/- Sd/-
JUDE JEYAPRAKASH S. KRISHNA KUMAR
 Executive Director Director

Sd/-
C. A. SIDHARTH
 Company Secretary

Place : Chennai
Date : 30.05.2011

RAM KAASHYAP INVESTMENT LIMITED

Regd. Office: 33/8, B.R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai - 600 018.

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting hall)

NAME OF THE MEMBER :
FOLIO NUMBER :
DP ID / CLIENT ID :
NUMBER OF SHARES HELD :
NAME OF THE PROXY :

I hereby record my presence at the **Eighteenth Annual General Meeting** of **Ram Kaashyap Investment Limited** held at New Woodlands Hotels Private Limited, No.72-75, Dr. Radhakrishnan Salai, Mylapore, Chennai – 600 004, **on December 29, 2011 at 11.00 a.m.**

Signed this ____ day of _____ 2011.

Signature of Member / Proxy

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RAM KAASHYAP INVESTMENT LIMITED

Regd. Office: 33/8, B.R. Complex, II Floor, C. P. Ramasamy Road, Alwarpet, Chennai - 600 018.

FORM OF PROXY

I / we, _____, being a Member of Ram Kaashyap Investment Limited hereby appoint _____ son / wife / daughter of _____ or failing him _____ son / wife / daughter of _____ as my / our proxy to attend and vote on my / our behalf at the **Eighteenth Annual General Meeting** of the Company to be held at New Woodlands Hotels Private Limited, No.72-75, Dr. Radhakrishnan Salai, Mylapore, Chennai – 600 004, **on December 29, 2011 at 11.00 a.m.** and at any adjourned meeting thereof.

Signed this ____ day of _____ 2011.

Folio No.	
No. of shares held	
DP ID / Client ID	

Please affix
1 Rupee
Revenue
Stamp

Signature of Proxy Signature of Member

NOTE: The proxy form duly completed should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the aforesaid Meeting.