



BOMBAY TALKIES LTD.

Annual Report

2012-2013

Directors : Mr. Rajesh Kothari
Mr. Shailesh Parab
Mr. Kishor Patil

Registered Office : 403, Balaram Bhavan,
Grant Road,
Mumbai – 400 007

Registrar & Share Transfer : Adroit Corporate Services Pvt. Ltd.
19, Jaferbhoy Industrial Estate,
Makwana Road, Marol Naka,
Andheri East, Mumbai – 400 059

Auditors : H. T. Merchant & Company
Chartered Accountants
Mumbai

NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of Bombay Talkies Limited will be held on Saturday, the 21st September, 2013 at 11:00 A.M. at the Registered Office of the Company at 403, Balaram Bhavan, Grant Road, Mumbai – 400 007 to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and Profit and Loss Account for the year ended as on that date and Reports of the Directors and Auditors thereon.
2. To appoint a Directors in place of Mr. Rajesh Kothari and Mr. Kishor Patil who were retires by rotation and being eligible, offers himself for re-appointment.

AS SPECIAL BUSINESS:

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

“RESOLVED that Mr. Shailesh Parab, who was appointed with effect from 01.04.2013 as a Director of the Company and holds office upto the date of this Annual General Meeting under Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company”.

By Order of the Board of

Place : Mumbai
Dated : 28th August 2013

Sd/-
Kishor Patil
Director

NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not less than forty- eight hours before the commencement of the meeting, duly completed, stamped and signed. Corporate members are requested to send board resolution duly certified authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
2. The Register of Members and Share Transfer Books of the Company shall remain closed from 21st September 2013 to 21st September 2013.

Explanatory Statement pursuant to the provisions of Section 173 (2) of the Companies Act, 1956 with regard to the Special Business as set out in the accompanying notice.

Item No. 3

Mr. Shailesh Parab was appointed as an additional Director by the Board of Directors of the Company at their meeting held on 01.04.2013 pursuant to Section 260 of the Companies Act, 1956. Mr. Shailesh Parab shall hold office as additional Director up to the date of the ensuing Annual General Meeting. Notices have been received under Section 257 of the Companies Act, 1956 from some members of your Company signifying their intention proposing the appointment of Mr. Shailesh Parab as Director of your Company as set out under proposed Resolution Nos.3

The Board recommends the proposed Resolution Nos. 3 for your approval. None of the Director except who is being appointed is directly or indirectly concerned or interested in the resolutions.

By Order of the Board of

Place : Mumbai
Dated : 28th August 2013

Sd/-
Kishor Patil
Director

DIRECTOR'S REPORT

Your Directors have Pleasure in Presenting the Annual Report together with audited statement of accounts for the year ended 31st March, 31st March 2013

WORKING RESULTS

(Amount in Rs)

Particulars	31.03.2013	31.03.2012
Total Income	1,601,000.00	2,026,750.00
Depriciation	3,815,557.00	3,548,909.00
Profit (Loss) Before Tax	53,487.44	109,071.01
Provision for Tax-FBT	-	-
Profit (Loss) after Tax	53,487.44	109,071.01
Prior Period Adjustment	-	-
Balance bought forward	1,317,626.29	1,208,555.28
Balance carried to Balance Sheet	1,371,113.73	1,317,626.29

DIVIDEND:

In View of the inadequate Profit, your directors do not Proposed any dividend for the year.

DIRECTORS

Mr. Rajesh Kothari and Mr. Kishor Patil were retires by rotation and being eligible, offer them selves for re-election.

Mr. Shailesh Parab was appointed as an additional Director of the Company and Mr.Vinod Verma was resigned from the office Directors of the Company

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors State:

- i) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanations relating to material departure;
- ii) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that ate reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and the loss of the Company for the period;
- iii) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) That the Directors had prepared the annual accounts o a going concern basis.

FIXED DEPOSITS

Your company has neither invited nor accepted any Fixed Deposits from the public during the financial year under review.

CORPORATE GOVERNANCE AND COMPLIANCE CERTIFICATE:

Separate notes on Corporate Governance and Management Discussion and Analysis Report are set out as Annexure "A" and "B" respectively. A Certificate from the Auditor of the Company certifying compliance conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is attached to this report.

LISTING AGREEMENTS REQUIREMENTS:

The securities of your company are listed at BSE Ltd., Mumbai. Trading in company's securities remain suspended at BSE Ltd. for various reasons including non-submission of documents and all possible steps are being taken by the management to get shares traded at the floor of the BSE Ltd.

BUY-BACK OF SHARES

There was no buy-back of shares during the year under review.

PARTICULARS OF THE EMPLOYEES:

None of the employees employed during the year was in receipt of remuneration in excess of the Prescribed limit specified in section 217 (2A) of the Companies Act, 1956 Hence, furnishing of particulars under the Companies (Particulars of Employees) 1975 does not arise.

AUDITORS & AUDITORS REPORT

The Auditors of the Company **M/s. H. T. Merchant & Company**, Chartered Accountants, Mumbai, hold office until the conclusion of the forthcoming Annual General Meeting of the company and being eligible offers themselves for appointment.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

During the year under review, there were no activities, which required heavy consumption of energy. However adequate measures have been taken to make sure that there is no wastage of energy. Since the requisite information with regard to the conservation of energy, technology absorption (Disclosures of Particulars in the report of Board of Directors) Rules is irrelevant/not applicable to the company during the year under review, the same are not reported.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange earnings and Outgo is not Applicable to the Company.

ACKNOWLEDGEMENTS

The Board of Directors wish to place on record their appreciation for the co-operation and support of the Company's Bankers, its valued customers, employees and all other intermediaries concerned with the company's business.

Your directors sincerely thank all members for supporting us during the difficult days. We look forward to your continued support and reiterate that we are determined to ensure that the plans are successfully implemented.

By Order of the Board of

Place : Mumbai
Dated : 28th August 2013

Kishor Patil
Director

-: CORPORATE GOVERNANCE:-

COMPANY'S PHILSOPHY ON CODE OF GOVERNANCE:

Bombay Talkies Limited aims at ensuring high ethical standards in all areas of its business operations to enhance its stake holder's value.

In accordance with Clause 49 of the Listing agreement with the Stock Exchanges, the details of governance including compliances by the Bombay Talkies Limited with the provisions of Clause 49 are as under:

1. BOARD OF DIRECTORS:

As on 31st March 2013, The Company's Board consisted of three (3Nos.) independent /non-executive directors, who have rich experience in their fields.

The Board of Directors duly meets 5 times during the last financial year on the following dates 25.07.2012,29.08.2012, 27.10.2012, 30.01.2013 and 26.04.2013.

Code of conduct:

The Company has already implemented a Code of Conduct for all Board Members and Senior Managements of the company in compliance with Clause 49 (1) of the Listing Agreement. But, since the operations of the Company were not much, the application of the code of conduct was limited to that extent

The constitution of the Board as on 31st March 2013 and the attendance of the Directors are given below:

Name of the Director	Category of the Director	No. of other Directorship (*)	No. of Board meetings Attended	Attendance at Last AGM
Rajesh Kothari	Independent Non Executive Director	4	5	Present
Vinod Varma	Independent Non Executive Director	-	5	Present
Kishor Patil	Independent Non Executive Director	4	5	Present

- Excludes Directorship in Indian Private Limited Companies, Foreign Companies, Companies u/s 25 of the Companies act, 1956
- The Director(s) are neither Chairman nor members of any other committee(s) other than Audit committee, grievance committee, remuneration committee of Bombay Talkies Limited as mentioned in this report.

Detailed Agenda is circulated/ sent to the members of the Board in advance. The Board discusses/ deliberates and decides on all the topics/ matters including those suggested in the Listing Agreement, as and when the requirement arises.

Risk Mitigation Plan: The Company has already adopted a risk mitigation plan, suitable to the Company. During the year there were no activities that required the assessment of risk.

2. AUDIT COMMITTEE:

The total strength of the Audit Committee is three. The said committee was constituted to exercise powers and discharge functions as stipulated in Clause 49 of the Listing Agreement, and other relevant statutory and regulatory provisions. The Chairman of the audit committee is an independent/non executive director, and of the other two members one is executive director and the other is non-executive / independent director.

During the relevant financial year, five Audit Committee Meetings were held on 25.07.2012, 29.08.2012, 27.10.2012, 30.01.2013 and 26.04.2013

The constitution of the Committee and the attendance of each member of the Committee is given below:

Name of the Member	Category	No. of Meetings	Attendance (No)
Rajesh Kothari	Chairman, Independent & Non Executive Director	5	5
Vinod Varma	Independent & Non Executive Director	5	5
Kishor Patil	Independent & Non Executive Director	5	5

3. SHARE HOLDERS GRIEVANCE/ SHARE TRANSFER COMMITTEE:

Share Holder's Grievance Committee

Share Holders Grievance Committee consists of two independent Directors, and one compliance officer who have met on 25.07.2012, 27.10.2012, 30.01.2013, and 26.04.2013. As on 31st March, 2013, Company has no complaints/ grievances.

The data for the year is as follows: No of Complaints received from share holders/ Exchange during the year 2012-13.

During the year company had affected transfers involving (Nil) equity shares.

The constitution of the Committee as on today is as under:

Name of the Member	Category	No. of Meetings	Attendance
Rajesh Kothari	Chairman, Independent & Non Executive Director	4	4
Vinod Varma	Independent & Non Executive Director	4	4
Kishor Patil	Independent & Non Executive Director	4	4

At present, Kishor Patil is a Compliance officer of the Company. He was appointed in 01st March, 2013. Kishor Patil, who was Compliance officer, prior to this date, had attended all the meetings held during the year.

Share Transfer Committee

The same members of Share Holders Grievance Committee are the members of this committee also. The Committee has met four times on 25.07.2012, 27.10.2012, 30.01.2013, and 26.04.2013

4. REMUNERATION COMMITTEE

The Directors have decided that till the company earns adequate Profits, they will not draw any remuneration from the Company. So remuneration committee was not set up during the year under review.

5. OTHER DETAILS/INFORMATIONS

The details of Annual General Meeting held in last 3 years are as under:-

Year Ended	Venue	Date	Time
31 st March, 2010	24/26, Cama Buildig, Dalal Street, Fort, Mumbai - 400023	27 th September, 2010	11.30 a.m.
31 st March, 2011	24/26, Cama Buildig, Dalal Street, Fort, Mumbai - 400023	24 th September, 2011	11.30 a.m.
31 st March, 2012	24/26, Cama Buildig, Dalal Street, Fort, Mumbai - 400023	22 nd September, 2012	11.30 a.m.

The Company has neither used Postal Ballot nor passed any special resolutions during these years, and there was no Extra Ordinary General Meetings of the members of the Company during the relevant period.

- **Means of communication:**

The Company has started filings the entire quarterly / half yearly / annual results of the company with the Stock Exchanges and press release are made in English & Marathi as stipulated in the Listing Agreement. The company does not have a web site. It also has not displayed in official news release and no presentations were made to institutional investors or to the analysts. We do not send half yearly financial reports to the share holders. The management Discussion and Analysis is a part of the Annual Report

- **Compliance of Insider Trading Norms:**

Company has adopted the code of internal procedures and thus complies with the insider trading norms.

- **General Shareholder's information**

a) AGM, date, time, and venue

Venue	Date	Time
403, Balaram Bhavan, Grant Road, Mumbai – 400 001	21 st September, 2013	11.30 a.m.

b) Financial year ending 31st March, 2013

c) Book closure date 21st September, 2013 to 21st September, 2013 **(both the days inclusive)**

d) Listing on stock exchanges. :- Bombay Stock Exchange Ltd.

All the dues regarding the Listing Fee have been paid

e) Distribution schedule as on – 31st March, 2013

Category	Number of Shareholders	% (percentage)	Number of Shares Held	% (Percentage)
Upto – 100	196	13.45	12220	0.02
101 – 500	274	18.8	92190	0.17
501 – 1000	150	10.30	132387	0.25
1001 – 2000	80	5.49	126391	0.23
2001 – 3000	44	3.02	113624	0.21
3001 – 4000	17	1.17	61171	0.11
4001 – 5000	17	1.17	83273	0.15
5001 – 10000	29	1.99	231830	0.43
10001 – 20000	45	3.09	802509	1.49
20001 – 50000	574	39.39	17956040	33.25
50001 and above	31	2.13	34388365	63.69
Total	1457	100.00	54000000	100.00

f) Share price movements:

Month	High	Low
April 2012	-	-
May 2012	-	-
June 2012	-	-
July 2012	-	-
August 2012	-	-
September 2012	-	-
October 2012	-	-
November 2012	-	-
December 2012	-	-
January, 2013	-	-
February, 2013	-	-
March, 2013	-	-

g) Share Holding Pattern as on 31st March 2013.

Category	No. of Shares	%
Nationalized Banks	-	-
Mutual Funds	-	-
Central Government/ State Government(s)	-	-
NRI/ OCBs	14	0.00
Other Bodies Corporate	34232300	63.40
Public	19767686	36.60
Total	54000000	100.00

a) Director retiring by rotation / reappointment:

b) The ISIN for the dematerialized share of the company is

c) Share transfer system:

d) The Company has not proposed / declared any dividend during the year.

e) Financial Year : 1st of April to 31st March.

For the current financial year, following is the calendar (tentative and subject to change)

Financial reporting for 31st March 2012

- 1st Quarter - 25.07.2012
- 2nd Quarter – 27.10.2012,
- 3rd Quarter – 30.01.2013
- Financial year closing: 29.08.2012
- 4th Quarter – 26.04.2013

f) Address for correspondence

- Regd Office: 403, Balaram Bhavan, Grant Road, Mumbai – 400
- E-mail id of the Compliance officer: Mr. Kishor Patil

- E-mail id of the Company : btl.invtcomp@rediffmail.com
- Telephone No : 7498953389
- Fax : 7498953389

g) Share Transfer Agents: Adroit Corporate Services Private Limited
19, Jaferbhoy Industrial Estate
Makwana Road, Marol Naka, Andheri (East)
Mumbai - 400 059.

h) Stock Code – 512127 (Bombay Stock Exchange Ltd)

i) Dematerialization of shares & liquidity: Bulk of the shares are in physical mode, as given below:

Sr. No	Particulars	No. of share holders	No. of shares	Percentage
1	Physical Shares	652	51030711	94.50
2	Electronic Shares	802	2969289	5.50
	Total	1466	54000000	100.00

- j) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, Conversion date and likely impact on equity : NIL
- k) Conversion date and likely impact on Equity Shares: Not Applicable.
- l) The details of related parties' viz.; Promoters, Directors or the Management, their Subsidiaries or relatives conflicting with Company's interest: None
- m) Penalties or structures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the period under review: None
- n) Performance in comparison to broad-based indices such as BSE Sensex, CRISIL index etc. : Nil
- o) Whistle Blower Policy: Though there is no formal Whistle Blower Policy; the company takes cognizance of the complaints made and suggestion given by the employees and others.
- p) Training of Board Members: The Directors interact with the management in a very free and open manner on information that may be required by them for orientation with the business of the company.
- q) Mechanism for evaluating non-executive Board Members: The Non-Executive Directors of the Company are from diverse fields relevant to the Company's business requirements and have long standing experience and expertise in their respective fields.

Non -Executive Directors add substantial value to the deliberations of the Board and Committee thereof, besides giving guidance on matters referred to them from time to time. They also play an important role in safeguarding the interests of the stakeholders. In the light of the above, the Chairman under authority' from the Board evaluates the performance of each Non-Executive Director.

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
Bombay Talkies Limited
403, Balaram Bhavan,
Grant Road,
Mumbai – 400 007

We have examined the compliance of the conditions of Corporate Governance by Bombay Talkies Limited for the year ended 31st March 2012 as stipulated in clause 49 of the Listing Agreement with the Stock Exchanges.

The Compliance of the conditions of Corporate Governance is the responsibility of the company's management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the Compliance of the conditions of Corporate Governance. It is neither an audit nor an expression on the financial statements of the Company.

In our opinion and to the best of our information, and according to the explanations given to us, we certify, that the Company has partly complied with the conditions of The Corporate Governance as stipulated in the above mentioned listing agreement.

We state that majority of the investor grievances were attended within one month as per maintained by the company.

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

For H. T. Merchant & Company
(Chartered Accountants)

H. T. Merchant
Proprietor

Place : Mumbai
Dated : 28th August, 2013

Management Discussion and Analysis

Overall review, industry Structure and Developments:

The Scenario and situation is compounding by factor like political instability and emergence of low cost for out sourcing business. It is expected that growth will come mostly in organic way.

Opportunities and Threat

Your Company, with its diversified portfolio of investments and trading strategy with available liquid funds was particularly well placed to benefit on improvement in the sentiment in market.

Out Look

The Company has net Loss of Rs. 53,487.44 for the year 2012-13 as Compared to a net Profit of Rs. 109,071.01 in the previous year 2011-12. The Company's has made profit in the year under consideration basically due to volatile Market.

Internal control System

The Company has an adequate system of internal control, which assures us of maintaining proper accounting records and reliability of financial information. The Company ensures adherence to all internal control policies and procedures as well as compliances with regulatory guidelines.

Human relations

The Company has a team of able and experienced industry professionals. There is in place a well defined in - house training program for its employees. Since the Company is not having manufacturing activities, hence the HRD was not formed.

Financial performance with respect to operational performance (Amount in Rs)

Particulars	31.03.2013	31.03.2012
Total Income	1,601,000.00	2,026,750.00
Depriciation	3,815,557.00	3,548,909.00
Profit (Loss) Before Tax	53,487.44	109,071.01
Provision for Tax-FBT	-	-
Profit (Loss) after Tax	53,487.44	109,071.01
Prior Period Adjustment	-	-
Balance bought forward	1,317,626.29	1,208,555.28
Balance carried to Balance Sheet	1,371,113.73	1,317,626.29

Caution:

The statements in this report including Management's Discussion and Analysis report reflects Company's projections, estimates, expectations or predictions and contain forward looking statements that involve risks and uncertainty. The Company and the Management shall not be held liable for any loss, which may arise as a result of any action taken on the basis of the information contained herein. Readers are cautioned not to place undue reliance on these forward looking statements that speak only of the expectations as on the date.

CEO & CFO CERTIFICATION

The Members
Bombay Talkies Limited
406, Balaram Bhavan,
Grant Road,
Mumbai – 400 007

Re-financial Statements for the year ended 31st March 2013 – Certification

We, Kishor Patil, Chairman, Independent & Non - Executive Director and Vinod Varma Independent & Non - Executive Director, on the basis of the review of the financial statements and the cash flow statements for the

Financial year ending 31st March 2013 and to the best of our knowledge and belief, thereby certify that:-

1. These statements do not contain any materially untrue statements or omit any material fact or contains statements that might be misleading.
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are to the best of our knowledge and belief, no transaction entered into by the company during the year ended 31st March 2013 which are fraudulent, illegal or violative of the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting, we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and that we have taken the required steps to rectify these deficiencies.
5. We further certify that:
 - (a) There have been no significant changes in the internal control over financial reporting during this year.
 - (b) There have been no significant changes in accounting policies during this year and that the same have been disclosed in the notes to the financial statements.
 - (c) There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control systems over financial reporting.

Kishor Patil
Chairman, Independent & Non - Executive Director

Vinod Varma
Independent & Non - Executive Director

Place : Mumbai, 28th Day of August, 2013.

DECLARATION – COMPLIANCE WITH THE CODE OF CONDUCT

In accordance with clause 49 of the Listing Agreement with the Stock Exchanges, Mumbai, I, Rajesh Kothari, Chairman, Independent & Non - Executive Director of the Company, hereby declare that the Board Members and senior Management Personnel have affirmed compliance with the said Code of Conduct, as mentioned in this report, for the year ended 31st March 2013.

For Bombay Talkies Limited

Kishor Patil
Chairman, Independent & Non - Executive Director

Place: Mumbai
Date: 28th August 2013

INDEPENDENT AUDITORS' REPORT

To,
The Members,
Bombay Talkies Limited

We have audited the accompanying financial statements of Bombay Talkies Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2013 and the Statement of Profit and Loss for the year ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

Opinion

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2013 and,
- b) in the case of the Statement of Profit and Loss, of the Profit of the Company for the year ended on that date

Report on Other Legal and Regulatory Requirements

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

For H. T. Merchant & Company
(Chartered Accountants)

H. T. Merchant
Proprietor
Membership No.
033805

Firm Regn. No. 033805/10929/1

Place: Mumbai
Date: 28th August 2013.

ANNEXURE REFERRED TO THE AUDITORS' REPORT

(Referred to in our report of even date)

- (i) In respect of fixed assets –
The Company doesn't have any fixed assets during the reporting period and accordingly the sub clause (a), (b) & (c) of the order are not applicable.
- (ii) As no Inventories have been maintained by the company at the end of the year, in our opinion, clause (ii) (a) (b) (c) of paragraph 4 of the order is not applicable to the companies.
- (iii) In respect of loans, secured or unsecured to/ from companies, firms or other parties covered in the register maintained under section 301 of the Act.
 - a. The company has not accepted / granted any loans, during the year from the parties covered in the register maintained under section 301 of the companies Act, 1956
 - b. In our opinion and according to the information and explanations given to us the rate of interest wherever applicable and other terms and conditions are not prima facie prejudicial to the interest of the company;
 - c. The loan granted by the company is repayable on demand. Accordingly the regularity of repayment is not applicable. The payments of the interest are regular.
 - d. The company has not taken loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 the clause (iii) (e) (f) (g) of the order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us there are adequate internal control systems commensurate with the size of the company and the nature of its business, for the purchase of fixed assets and for sale of goods and services. During the course of our audit we have not observed any major weaknesses in internal control.
- (v) In respect of transactions entered in the register maintained in pursuance of section 301 of the Companies Act, 1956:
 - a. In our opinion and according to the information and explanations given to us the particulars of contracts or arrangements referred to in section 301 of the Act have been entered.
 - b. According to the information and explanations given to us, transactions made in pursuance of such contracts or arrangements have been made at prices which are prima facie, reasonable having regard to the prevailing market prices at the relevant time.
- (vi) As per the information and explanations given to us the company has not accepted any deposits within the meaning of Section 58A and 58AA of The Companies Act, 1956 and the rules framed there under.
- (vii) In our opinion, the internal audit system of the company commensurate with its size and nature of its business.
- (viii) The Central Govt. has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Act for the business of the company.
- (ix) In respect of statutory dues:
 - a. According to the information and explanations given to us the company is regular in depositing undisputed statutory dues including, Income tax, Wealth Tax, and any other statutory dues to the extent applicable to the company with the appropriate authorities. The provisions of Provident Fund, Employees State Insurance, Sales tax, Custom Duty, Excise Duty, Cess is not applicable to the company. According to information and explanation given to us, no undisputed amount payable were outstanding as on 31-03-2013 for a period of more than six months from the date they become payable.

- b. According to the information and explanations given to us the company does not have any disputed dues of Income tax/ Service Tax/ Wealth tax/ Investor Education and Protection Fund and any other statutory due.
- (x) The company has neither accumulated losses nor has incurred cash losses in the financial year or in the immediately preceding financial year.
- (xi) The company has not defaulted in the repayment of dues to a Bank or Financial institution, nor debenture holders.
- (xii) According to the information and explanations given to us the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a chit fund or nidhi mutual benefit fund / society. Therefore, the provision of clause 4 (xiii) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company.
- (xiv) In respect of shares, securities and other investments dealt or traded by the Company, proper records have been maintained in respect of the transactions and contracts and timely entries have been made therein. All the investments are held by the Company in its own name.
- (xv) According to the information and explanations given to us the company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) The company has not raised any term loan during the year.
- (xvii) According to the information and explanation given to us and overall examination of the Balance Sheet of the Company, we report that the no funds raised on the short term basis have been used for long term investment and vice versa.
- (xviii) According to the information and explanations given to us the company has not made any preferential allotment of shares to parties and companies listed in the Register maintained under section 301 of the Act.
- (xix) According to the information and explanations given to us the company has not issued secured debentures.
- (xx) According to the information and explanations given to us the company has not raised money by public issues.
- (xxi) In our opinion and according to the information and explanations given to us no fraud on or by the company has been noticed or reported during the year.

For H. T. Merchant & Company
(Chartered Accountants)

H. T. Merchant
Proprietor
Membership No. 033805
Firm Regn. No. 033805/10929/1

Place: Mumbai
Date: 28th August 2013

INDEPENDENT AUDITORS' REPORT

To,
The Members,
Bombay Talkies Limited

We have audited the accompanying financial statements of Bombay Talkies Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2013 and the Statement of Profit and Loss for the year ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

Opinion

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

c) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2013 and,

d) in the case of the Statement of Profit and Loss, of the Profit of the Company for the year ended on that date

Report on Other Legal and Regulatory Requirements

3. As required by the Companies (Auditor's Report) Order, 2003("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

4. As required by Section 227(3) of the Act, we report that:

(f) 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.

(g) 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.

(h) The Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.

(i) In our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act.

(j) On the basis of the written representations received from the directors as on 31st March, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

For H. T. Merchant & Company
(Chartered Accountants)

H. T. Merchant
Proprietor
Membership No. 033805
Firm Regn. No. 033805/10929/1

Place: Mumbai
Date: 28th August 2013.

ANNEXURE REFERRED TO THE AUDITORS' REPORT

(Referred to in our report of even date)

- (iv) In respect of fixed assets –
The Company doesn't have any fixed assets during the reporting period and accordingly the sub clause (a), (b) & (c) of the order are not applicable.
- (v) As no Inventories have been maintained by the company at the end of the year, in our opinion, clause (ii) (a) (b) (c) of paragraph 4 of the order is not applicable to the companies.
- (vi) In respect of loans, secured or unsecured to/ from companies, firms or other parties covered in the register maintained under section 301 of the Act.
 - a. The company has not accepted / granted any loans, during the year from the parties covered in the register maintained under section 301 of the companies Act, 1956
 - b. In our opinion and according to the information and explanations given to us the rate of interest wherever applicable and other terms and conditions are not prima facie prejudicial to the interest of the company;
 - c. The loan granted by the company is repayable on demand. Accordingly the regularity of repayment is not applicable. The payments of the interest are regular.
 - d. The company has not taken loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 the clause (iii) (e) (f) (g) of the order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us there are adequate internal control systems commensurate with the size of the company and the nature of its business, for the purchase of fixed assets and for sale of goods and services. During the course of our audit we have not observed any major weaknesses in internal control.
- (xxii) In respect of transactions entered in the register maintained in pursuance of section 301 of the Companies Act, 1956:
 - a. In our opinion and according to the information and explanations given to us the particulars of contracts or arrangements referred to in section 301 of the Act have been entered.
 - b. According to the information and explanations given to us, transactions made in pursuance of such contracts or arrangements have been made at prices which are prima facie, reasonable having regard to the prevailing market prices at the relevant time.
- (xxiii) As per the information and explanations given to us the company has not accepted any deposits within the meaning of Section 58A and 58AA of The Companies Act, 1956 and the rules framed there under.
- (xxiv) In our opinion, the internal audit system of the company commensurate with its size and nature of its business.
- (xxv) The Central Govt. has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Act for the business of the company.
- (xxvi) In respect of statutory dues:
 - a. According to the information and explanations given to us the company is regular in depositing undisputed statutory dues including, Income tax, Wealth Tax, and any other statutory dues to the extent applicable to the company with the appropriate authorities. The provisions of Provident Fund, Employees State Insurance, Sales tax, Custom Duty, Excise Duty, Cess is not applicable to the company. According to information and explanation given to us, no undisputed amount payable were outstanding as on 31-03-2013 for a period of more than six months from the date they become payable.

- b. According to the information and explanations given to us the company does not have any disputed dues of Income tax/ Service Tax/ Wealth tax/ Investor Education and Protection Fund and any other statutory due.
- (xxvii) The company has neither accumulated losses nor has incurred cash losses in the financial year or in the immediately preceding financial year.
- (xxviii) The company has not defaulted in the repayment of dues to a Bank or Financial institution, nor debenture holders.
- (xxix) According to the information and explanations given to us the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xxx) In our opinion, the company is not a chit fund or nidhi mutual benefit fund / society. Therefore, the provision of clause 4 (xiii) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company.
- (xxxi) In respect of shares, securities and other investments dealt or traded by the Company, proper records have been maintained in respect of the transactions and contracts and timely entries have been made therein. All the investments are held by the Company in its own name.
- (xxxii) According to the information and explanations given to us the company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xxxiii) The company has not raised any term loan during the year.
- (xxxiv) According to the information and explanation given to us and overall examination of the Balance Sheet of the Company, we report that the no funds raised on the short term basis have been used for long term investment and vice versa.
- (xxxv) According to the information and explanations given to us the company has not made any preferential allotment of shares to parties and companies listed in the Register maintained under section 301 of the Act.
- (xxxvi) According to the information and explanations given to us the company has not issued secured debentures.
- (xxxvii) According to the information and explanations given to us the company has not raised money by public issues.
- (xxxviii) In our opinion and according to the information and explanations given to us no fraud on or by the company has been noticed or reported during the year.

For H. T. Merchant & Company
(Chartered Accountants)

H. T. Merchant
Proprietor
Membership No. 033805
Firm Regn. No. 033805/10929/1

Place: Mumbai
Date: 28th August 2013

Bombay Talkies Limited

BALANCE SHEET AS AT 31ST MARCH, 2013

PARTICULARS	NOTE NO.	31.03.2013	31.03.2012
		RS.	RS.
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	1	54,000,000.00	54,000,000.00
(b) Reserves and Surplus	2	1,371,113.73	1,317,626.29
(2) Current Liabilities			
(a) Trade Payables	3	1,565,400.00	1,565,400.00
(b) Other Current Liabilities	4	218,989.80	218,989.80
TOTAL :-->		57,155,503.53	57,102,016.09
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	5	4,321,191.43	4,587,839.43
(2) Non-Current Investments	6	15,398,370.50	-
(3) Current Investments	7	-	14,902,870.50
(4) Current Assets			
(a) Stock in trade	8	18,596,400.00	18,425,400.00
(b) Trade Receivables	9	543,750.00	543,750.00
(c) Cash and cash equivalents	10	18,907.71	165,272.27
(d) Short term Loans & Advances	11	18,276,883.89	18,476,883.89
		-	-
		57,155,503.53	57,102,016.09
See accompanying notes to the Financial Statements		-	
For H. T. Merchant & Co. <i>Chartered Accountants</i>		For & on Behalf of Board	
 (H. T. Merchant) Proprietor MEMBERSHIP NO. : 033805 Place : Mumbai		Kishor Patil Director	Rajesh Kothari Director

Bombay Talkies Limited

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2013

SR. NO	PARTICULARS	NOTE NO.	31.03.2013	31.03.2012
			RS.	RS.
I	Income From Operations	12	1,526,500.00	2,004,500.00
II	Other Income	13	74,500.00	22,250.00
III	Closing Stock	8	18,596,400.00	18,425,400.00
			-	-
IV	Total Revenue		20,197,400.00	20,452,150.00
V	EXPENSES :			
	Opening Stock	14	18,425,400.00	18,625,400.00
	Purchases	15	1,031,000.00	300,000.00
	Employees Benefit Exps	16	69,000.00	48,000.00
	Other Expenses	17	618,512.56	1,369,678.99
	TOTAL EXPENSES		20,143,912.56	20,343,078.99
VI	Profit before exceptional and extraordinary items and tax (III -IV)		53,487.44	109,071.01
VII	Exceptional Items		-	-
VIII	Profit before extraordinary items and tax (V - VI)		53,487.44	109,071.01
IX	Extraordinary Items -		-	-
X	Profit before tax (VII - VIII)		53,487.44	109,071.01
XI	TAX EXPENSE :			
	(1) Income Tax Paid		-	-
XII	Profit/(Loss) for the period from continuing operations (IX -X)		53,487.44	109,071.01
XIII	Profit/(Loss) from discontinuing operations		-	-
XIV	Tax expense of discontinuing operations		-	-
XV	Profit/(Loss) from discontinuing operations (XII - XIII)		-	-
XVI	Profit/(Loss) for the period (XI + XIV)		53,487.44	109,071.01
XVI	Earning per equity share:			
	(1) Basic		0.00	0.00
	(2) Diluted			

For H. T. Merchant & Co.

Chartered Accountants

(H. T. Merchant)

Proprietor

MEMBERSHIP NO.: 033805

Place : Mumbai

Dated : 28.08.2013

For & on Behalf of Board

Kishor Patil

Director

Rajesh Kothari

Director

Bombay Talkies Limited

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

NOTE : 1 SHARE CAPITAL

SR. NO.	PARTICULARS	31.3.2013	31.03.2012		
A. AUTHORIZED CAPITAL					
	540 00 000 Equity Shares of Rs.1/- each.	54,000,000.00	54,000,000.00		
	(Previous Year 540 00 000 Equity Shares of Rs.1/- each)	54,000,000.00	54,000,000.00		
B. ISSUED , SUBSCRIBED & PAID UP CAPITAL					
	54 000000 Equity Shares of Rs.1/- each Fully paid up (Previous Year 54 0 00 000 Equity Shares of Rs.1/- each fully paid up)	54,000,000.00	54,000,000.00		
		54,000,000.00	54,000,000.00		
C. RECONCILIATION OF NO. OF SHARES					
	No. of Equity shares at the beginning of the Year	54,000,000	54,000,000		
	Add : No. of Equity Shares allotted during the Year	-	-		
	No. of Equity shares at the close of the Year	54,000,000	54,000,000		
D. Details of shareholders holding more than 5 % shares in the Co.:-					
	Name	No. of Shares	%	No. of Shares	%
	Graceful Properties Limited	3,360,000	6.22	3,360,000	6.22
	Jagdishwar Pharmaceuticals Works Limited	2,880,000	5.33	2,880,000	5.33
	Laffan Software Limited	3,120,000	5.78	3,120,000	5.78
	NE Electronics Limited	3,180,000	5.89	3,180,000	5.89
	Conrad Telefilms Limited	3,360,000	6.22	3,360,000	6.22
	Varishtha Business Pvt. Ltd	2,940,000	5.44	2,940,000	5.44
	Online Information Technologies Limited	3,000,000	5.56	3,000,000	5.56
	SRG Custodian & Sec. (I) Limited	2,820,000	5.22	2,820,000	5.22

NOTE : 2 RESERVES & SURPLUS

SR. NO.	PARTICULARS	31.3.2013	31.03.2012
A. Surplus (Balance in Statement of Profit & Loss)			
	Balance brought forward from previous year	1,317,626.29	1,208,555.28
	ADD : Profit/(Loss) for the period	53,487.44	109,071.01
		1,371,113.73	1,317,626.29
	NSDL Fees	6,741.00	6,618.00
	TOTAL --->	1,371,113.73	1,317,626.29

NOTE : 3 TRADE PAYABLES

SR. NO.	PARTICULARS	31.3.2013	31.03.2012
A. Sundry Creditors			
		1,565,400.00	1,565,400.00
	TOTAL :-	1,565,400.00	1,565,400.00

NOTE :4 OTHER CURRENT LIABILITIES

SR. NO.	PARTICULARS	31.3.2013	31.03.2012
A. Audit Fees Payable			
		5,618.00	5,618.00
B. Provision for Taxation			
		213,371.80	213,371.80
	TOTAL :-	218,989.80	218,989.80

Bombay Talkies Limited

Note 5 Fixed Assets
Tangible Assets

Particular	Gross Block		Depreciation		Net Carrying Amount		
	As at 01.04.2012	Addition/ adjustments	As at 31.03.2013	Upto 31.03.2012	Upto 31.03.2013	As at 31.03.2012	As at 31.03.2013
Furniture & Fixtures	902,874.08	-	902,874.08	816,258.00	873,410.00	29,464.08	86,616.08
Computer	139,060.00	-	139,060.00	74,473.00	67,014.00	42,046.00	64,587.00
Office Equipments	289,800.37	-	289,800.37	186,041.00	201,343.00	88,457.37	108,759.37
Telephone Epbx	100,000.00	-	100,000.00	100,000.00	-	-	-
Air Conditioners	35,740.80	-	85,749.80	42,532.00	46,175.00	39,574.80	48,217.80
Motor Car	6,619,265.18	-	6,619,265.18	2,329,005.00	2,457,615.00	4,121,549.18	4,289,059.18
Total	8,136,749.43	-	8,136,749.43	5,548,909.00	3,815,557.00	4,321,191.43	4,587,839.43

NOTE : 6 NON CURRENT INVESTMENTS

SR. NO.	PARTICULARS	31.3.2013	31.03.2012
A.	Investment in Quoted Shares	1,929,912.94	-
B.	Investment in Unquoted Shares	2,000,000.00	-
C.	Investment in Share Application Money	11,435,000.00	-
D.	Investment in Debentures	33,457.56	-
	Total	15,398,370.50	-

NOTE : 7 CURRENT INVESTMENTS

SR. NO.	PARTICULARS	31.3.2013	31.03.2012
A.	Investment in Quoted Shares	-	1,929,912.94
B.	Investment in Unquoted Shares	-	1,504,500.00
C.	Investment in Share Application Money	-	11,435,000.00
D.	Investment in Debentures	-	33,457.56
	Total	-	14,902,870.50

NOTE :8 STOCK IN TRADE

SR. NO.	PARTICULARS	31.3.2013	31.03.2012
A.	Closing Stock of shares	18,596,400.00	18,425,400.00
	TOTAL :-	18,596,400.00	18,425,400.00

NOTE : 9 TRADE RECEIVABLES

SR. NO.	PARTICULARS	31.3.2013	31.03.2012
	OUTSTANDING FOR A PERIOD EXCEEDING SIX MONTHS FROM DUE DATE		
A.	Other Debts		
	a) Secured, Considered Good :	-	
	b) Unsecured, Considered Good :	543,750.00	543,750.00
	c) Doubtful	-	
	TOTAL :-	543,750.00	543,750.00

NOTE : 10 CASH & CASH EQUIVALENTS

SR. NO.	PARTICULARS	31.3.2013	31.03.2012
	BALANCE WITH BANKS		
	In current accounts	2,449.45	54,363.82
	CHEQUES, DRAFTS ON HAND	-	-
	CASH ON HAND (As Certified)	16,458.26	110,908.45
	TOTAL :-	18,907.71	165,272.27

NOTE : 11 SHORT TERMS LOANS AND ADVANCES

SR. NO.	PARTICULARS	31.3.2013	31.03.2012
A.	LOANS & ADVANCES TO RELATED PARTIES		
	Loans & Advances	17,833,499.00	18,033,499.00
	Deposite	114,268.00	114,268.00
	Income Tax	89,726.00	89,726.00
	Tax Deducted at Source	239,390.89	239,390.89
	TOTAL :-	18,276,883.89	18,476,883.89

Bombay Talkies Limited

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

NOTE : 12 Income From Operations

	PARTICULARS	31.03.2013	31.03.2012
	Sale of Shares	1,526,500.00	2,004,500.00
	TOTAL :-	1,526,500.00	2,004,500.00

NOTE : 13 Other Income

SR. NO.	PARTICULARS	31.03.2013	31.03.2012
	Misc. Income	74,500.00	22,250.00
	TOTAL :-	74,500.00	22,250.00

NOTE : 14 Opening Stock

SR. NO.	PARTICULARS	31.03.2013	31.03.2012
	Stock of Shares	18,425,400.00	18,625,400.00
	TOTAL :-	18,425,400.00	18,625,400.00

NOTE : 15 Purchases

SR. NO.	PARTICULARS	31.03.2013	31.03.2012
	Purchase of Shares	1,031,000.00	300,000.00
	TOTAL :-	1,031,000.00	300,000.00

NOTE : 16 EMPLOYEE BENEFIT EXPENSES

SR. NO.	PARTICULARS	31.03.2013	31.03.2012
	Salaries & Wages	69,000.00	48,000.00
	TOTAL :-	69,000.00	48,000.00

NOTE : 17 OTHER EXPENSES

	PARTICULARS	31.03.2013	31.03.2012
	Legal & Professional Charges	62,600.00	79,050.00
	Entertainment	-	671,352.38
	Filing Fees	34,000.00	3,250.00
	Listing Fees	16,854.00	16,545.00
	Income Tax paid	37,898.00	-
	CDSL Fees	6,741.00	6,618.00
	NSDL Fees	6,741.00	6,618.00
	Demat Charges	-	-
	Registrar Exps.	33,372.00	29,781.00
	Administrative & Other Exps.	-	-
	Computer Expenses	31,400.00	68,600.00
	Depreciation	266,648.00	262,108.00
	Printing & Stationery	3,250.00	5,240.00
	Advertisement Exps	10,491.00	14,824.00
	Motor Car Exps	90,090.00	178,654.00
	Bank Charges	2,416.56	378.61
	Auditors Remuneration	12,868.00	5,618.00
	Share Issue Expenses	-	18,230.00
	Web Site Wxpenses	3,143.00	2,812.00
	TOTAL :-	618,512.56	1,369,678.99

NOTE : 18 EARNING PER EQUITY SHARE

SR. NO.	PARTICULARS	31.03.2013	31.03.2012
A.	Profit/Loss attributable to Equity Shareholder	53,487.44	109,071.91
B.	No. Of Equity Shares at the end of year	54,000,000	54,000,000
C.	Weighted Average number of Equity Shares outstanding during the year	54,000,000	54,000,000
D.	Nominal Value of Equity Share	10.00	10.00
E.	Basic Earning Per Share	0.00	0.00

NOTE : 19 RELATED PARTY DISCLOSURES**a) KEY MANAGEMENT PERSONNEL :-**

Shailesh G. Parab : Director
Rajesh Kothari: Director
Kishore Patil : Director

b) Relative of Key Management Personnel with whom transaction has taken place :-

NIL

c) ENTERPRISE OVER WHICH KEY MANAGEMENT PERSONNEL & THEIR RELATIVE ARE ABLE TO EXERCISE SIGNIFICANT INFLUENCE :-

NIL

d) TRANSACTIONS WITH THE RELATED PARTIES

DURING THE YEAR :-

WITH PARTIES REFERRED TO IN NOTE 18(a), (b) & (c)

Nature of Transaction

Remuneration

Meeting fees

Outstanding at year end

31.03.2013

Rs.

-

-

-

31.03.2012

Rs.

-

-

-

Bombay Talkies Limited
NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2013

NOTE : 20 SIGNIFICANT ACCOUNTING POLICIES

- A. The financial statements are prepared under historical cost convention and in accordance with generally accepted accounting principles (except otherwise referred elsewhere in these notes) and materially comply with the mandatory accounting standards specified in Companies (Accounting Standards) Rules, 2006 and the Guidance Notes issued by The Institute of Principles (except otherwise referred elsewhere in these notes) and materially comply with the mandatory accounting Chartered Accountants of India and the applicable provisions of the Companies Act, 1956.
- B. Generally all items of Income and Expenditure having material effect on profitability are recognized on accrual basis.
- C. Preliminary expenses are being amortized over a period of five years commencing from the current financial year in which commercial activities were commenced.
- D. Investments are stated at cost. Fall, if any, in value of unquoted Investments could not be ascertained due to non-availability of their Balance Sheet.
- E. Quoted Shares are stated at cost.
Unquoted Shares are stated at cost.
- F. **REVENUE RECOGNITION :-**
a) Income is recognised as per the terms of contract with customers when the services are rendered.
- G. **EXPENDITURE RECOGNITION :-**
a) All the expenses are accounted for on accrual basis
- H. **TAXATION :-**
a) Tax expense comprises of current Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act 1961.

NOTE : 21 OTHER NOTES TO FINANCIAL STATEMENTS

- A. No provision has been made in respect of Gratuity payable to employees. The present liability for future payments of Gratuity is unascertained.
- B. Trade Receivables, Loans & Advances (Dr./Cr.), Trade Payables, Advances and Deposits (Dr./Cr.) are taken as per balances appearing in the books of accounts of the Company, as conformation thereof are still awaited.
- C. In the opinion of the Board of Directors, the realizable value of Non current Assets (Other than Fixed assets not meant for resale) and Current Assets in the ordinary course of business would not be less than the amount at which they are appearing in the Balance Sheet and the provision for all known liabilities is adequate and not in excess of the amount at which they are stated in the Balance Sheet.
- D. **Earnings per share**
Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit/ loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.
NS 6741 6618
- E. **Cash Flow Statement**

The cash flow statement is prepared by the indirect method set out in the accounting standard 3 in cashflow statement. Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and cash in hand .

For the purpose of calculating diluted earnings per share, the net profit/ loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.
- F. According to the information provided to us, there were no dues to suppliers under the Micro, Small and Medium Enterprises Development Act, 2006.
- G. Previous Year figures have been re-grouped/re-casted and/or re-arranged wherever found necessary.

As per our report of even date
For H. T. Merchant & Co.
Chartered Accountants

For & on Behalf of Board

(H. T. Merchant)
Proprietor
MEMBERSHIP NO. : 033805
Place : Mumbai
Dated : 28.08.2013

Kishor Patil
Director

Rajesh Kothari
Director

BOMBAY TALKIES LIMITED

Cash Flow Statement for the year ended March 31, 2013

	Rupees For the year ended 31.03.2013	Rupees For the year ended 31.03.2012
A Cash Flow from Operating Activities		
Net Profit before tax	53,487	109,071
Adjustments for :		
Depreciation	266,648	262,108
Share Issue Expenses W/off	-	18,230
Operating Profit before Working Capital changes	<u>320,135</u>	<u>389,409</u>
Trade and Other Receivables	-	-
Inventories	(171,000)	200,000
Trade and Other Paybles	-	103
Loans and Advances	200,000	657,950
Cash Generated from Opertions	<u>349,135</u>	<u>1,247,462</u>
Direct Taxes Paid	-	-
	<u>349,135</u>	<u>1,247,462</u>
B Cash Flow from Investing Activities		
Fixed Assets	-	-
Investments	(495,500)	(1,304,500)
Interest and Other Income	-	-
Net Cash (used in)/from Investing Activities	<u>(495,500)</u>	<u>(1,304,500)</u>
C Cash Flow from Financing Activities		
Dividend Paid	-	-
Interest Paid	-	-
	<u>-</u>	<u>-</u>
Net changes in cash & cash equivalents (A+B+C)	(146,365)	(57,038)
Cash & cash equivalents - Opening Balance	165,272	222,310
	18,907	165,272

For and on behalf of the Board of Directors

Mumbai

Dated : 28.08.2013

Place : Mumbai

Kishor Patil
Chairman

Rajesh Kothari
Director

Auditors' Certificate

We have examined the attached Cash Flow Statement of Bombay Talkies Limited for the year ended 31st March,2013.The statement has been prepared by the Company in accordance with the requirements of Listing Agreement Clause 32 with Stock Exchange and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of even date to the Members of the Company.

As per our report of even date

For H. T. Merchant & Co.

Chartered Accountants

(H. T. Merchant)

Proprietor

MEMBERSHIP NO. : 033805

Place : Mumbai

Dated : 28.08.2013

BOMBAY TALKIES LIMITED

Registered Office

403, Balaram Bhavan, Grant Road, Mumbai – 400 007

ATTENDANCE SLIP

I, hereby record my attendance at the 28th Annual General Meeting of the Company at 403, Balaram Bhavan, Grant Road, Mumbai – 400 007 on Tuesday the 21st day of September, 2013 at 11.30 A.M.

Name of the Shareholder: _____

(In Capital Letters)

Name of Proxy: _____

(In Capital Letters)

Signature: _____

Registered Folio No. _____ Client ID No. _____ No. of Shares: _____

Note:

1. Shareholder/ Proxy *Holder* wishing to attend the meeting must bring this attendance slip duly signed to the meeting and hand it over at the entrance.
2. Shareholder/ Proxy holder desiring to attend the meeting should bring his/her copy of Annual report for reference at the meeting.

BOMBAY TALKIES LIMITED

Registered Office

403, Balaram Bhavan, Grant Road, Mumbai – 400 007

PROXY FORM

I/We _____ of _____ at the District of _____ being a Member/ members of the above named company hereby appoint _____ of _____ in the District of _____ failing him/ her _____ of _____ in the District of _____ as my/ our Proxy to attend and vote on my / our behalf at the 29th Annual General Meeting of the Company to be held at 403, Balaram Bhavan, Grant Road, Mumbai – 400 007 on Tuesday the 21st day of September, 2013 at 11.30 A. M. and at any adjournment thereof.

Signature
Affix Re 1/- Revenue Stamp

Signed this _____ day of _____ 2013

Registered Folio No. _____ Client ID _____ DP ID _____

No. of Shares _____

Note: This proxy form duly completed should be deposited at the Registered Office of the Company not later than 48 (Forty Eight) hours before the time fixed for holding of the meeting.

