
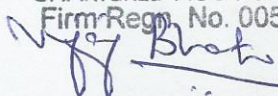
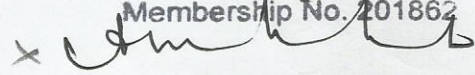
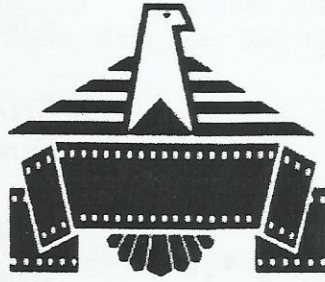


FORM A

Format of covering letter of the Annual Audit report to be filed with
The Stock Exchanges

1	Name of the Company	Vision Cinemas Ltd (Formerly Vision Technology India Limited)
2	Annual financial statements for the year ended	30 th June 2013
3	Type of Audit observation	NO QUALIFICATION
4	Frequency of observation	
5	To be signed by Managing Director Auditor of the Company Audit Committee Chairman	 For S. JANARDHAN & ASSOCIATES CHARTERED ACCOUNTANTS Firm Regn. No. 0053108  VIJAY BHATIA PARTNER Membership No. 201862 

BOOK POST



VISION CINEMAS LTD
(Formerly VISION TECHNOLOGY INDIA LTD)
BANGALORE

20th ANNUAL
REPORT
2012 – 2013

Board of Directors : RANGAVASANTH B.
Chairman & Managing Director

SHAMALA B. R.
Director

ANITHA VASANTH
Whole time Director

Auditors : S.JANARDHAN &
ASSOCIATES,
Chartered Accountants
Bangalore.

Regd. Office : 44/1 (old No 110) K H Road
Bangalore 560 027.

Bankers : ICICI BANK LIMITED
INDIAN BANK

ANNUAL
REPORT
2012 - 2013

NOTICE

Notice is hereby given that the 20th Annual General Meeting of VISION CINEMAS LTD, will be held on Friday the 27th December 2013 at 9.00 am at the PAI VAIBHAV #19/A, H. Siddaiah Road, Bangalore 560 002 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Balance Sheet as at 30-06-2013 and the Profit and Loss Account for the year ended on that date, together with the reports of the auditors and the directors thereon.
2. To appoint auditors and fix their remuneration,
3. Any other subject with the permission of the Chair.

Special Business:

1. To revise the financial year ending of the Company from 30th June 2014 to 31st March 2014 and to end each financial year thereafter on the 31st day of March of each calendar year.
2. To amend the Company Petition filed before the Hon. High Court of Karnataka at Bangalore for the purpose of reduction of equity capital of the Company pursuant to the orders of the Hon. SAT Board.

Bangalore
Date:25.11.2013

By Order of the Board
Sd/-
Rangavasnth. B
Chairman & Managing Director

NOTES:

1. A member entitled to attend and vote in the above meeting is entitled to appoint a Proxy to attend and vote instead of himself. A Proxy need not be a member of the Company.
2. Proxies, to be effective, must be lodged at the Regd. Office of the Company at least 48 hours before the time fixed for the commencement of the meeting.
3. Please bring the Admission Slip with you duly filled in and hand over the same at the entrance to the Meeting Hall.
4. Members, who hold shares in dematerialized form, are requested to bring their depository account number (Client ID No.) for easier identification and recording of attendance at the meeting.
5. Please bring your copy of the Annual Report to the meeting, as it is not possible to supply extra copies at the venue.

DIRECTOR'S REPORT

Your Directors are pleased to present their Twentieth Annual Report for the year ended 30-06-2013.

FINANCIAL RESULTS :

	2012 - 13 (Rs.in Lacs)	2011 - 12 (Rs. in Lacs)
Turnover	392.26	316.70
Increase / Decrease in Stock	---	---
Total Revenues	392.26	316.70
Profit /Loss before Interest and Depreciation	108.58	159.36
Interest	20.67	24.68
Profit/Loss before Depreciation	108.58	134.68
Depreciation	66.43	83.72
Net Profit/Loss before taxation	42.15	50.96
Provision for taxation	22.18	0.00
Profit/Loss after tax	19.98	50.96

OPERATIONS AND FUTURE PROSPECTS:

The operations of the company have improved by about 24% year on year and is expected to further improve in the current year with the commencement of operations of the expansion of the Bangalore facility.

AUDITORS :

M/s S. Janardhan & Associates, Chartered Accountants, Bangalore, the auditors of the company, retire at this Annual General Meeting and are eligible for re appointment.

MANAGEMENT CLARIFICATIONS TO AUDITORS REPORT :

Dues from M/s.Vasanth Color Laboratories: The Company has carry forward transaction with Vasanth Color Laboratories Ltd, which is being repaid during the current financial year.

With regard to the qualifications made by the Auditors in para (ix) of their Annexure Report, your directors wish to mention as follows.

- i) The liability to the principals are under dispute. If the liability is determined in their favour, the TDS amounts will be remitted.
- ii) Dues to Service Tax in under appeal

Board of Directors : The Company is exempted from the provisions of Clause 49 of the Listing Agreement regarding minimum number of independent directors on the Board as well as Audit Committee.

Fixed Deposits : The Company has not accepted any fixed deposits from the public during the year.

Directors responsibility statement pursuant to Sec.217 (2AA) of the Companies Act, 1956.

1. In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures.
2. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 2012 - 13 and of the loss of the company for the same period.
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The Directors have prepared the annual accounts on a going concern basis.

Particulars of Employees under Section 217 (2A) :

During the year, there were no employees who were in receipt of remuneration in excess of the limits prescribed under the above section.

Information under Sec.217 (1)(e) of the Companies Act, 1956

Conservation of Energy : }
Technology Absorption : } These are not applicable to
to the Company

Foreign Exchange Earnings : - Nil -

Foreign Exchange out go : - Nil -

MANAGEMENT DISCUSSION AND ANALYSIS.

A report on the Management discussion and analysis as required under clause 51 of the Listing Agreement is attached herewith (Annexure I)

Corporate Governance

A report on the corporate governance is attached herewith as required by the amended clause 49 of the listing agreement (Annexure – II).

Shareholder Information

The required shareholder information is furnished in Annexure – III to this report.

Acknowledgement :

The Directors wish to place on record their appreciation for the continued support received from their customers, bankers and employees of the Company.

By order of the Board

sd/-

Rangavasanth.B
Chairman and Managing
Director

Place : Bangalore
Dated : 25th November 2013

sd/-

Anitha Vasanth
Whole Time Director

ANNEXURE - I

MANAGEMENT DISCUSSION AND ANALYSIS

There has been no major change in operation of the last 12 months ended 30.06.2013.

Your company has been concentrating on consolidation of its assets and liabilities.

Your Company has planned New projects in the media space are being planned for the current year.

ANNEXURE - II

Corporate Governance Report

1) **Company's philosophy on Corporate Governance**

The Board is committed to adopting best practices for corporate governance in line with SEBI code, in addition to proper compliance of any obligation under any law for the time being in force.

2) **Board of Directors:**

1.1 **Constitution of the Board**

The composition of the Board with regard to the number of Executive and Non-Executive Directors meets with the requirements laid down as follows:

Out of the three Directors presently on the Board of the Company, there are two Executive Directors, viz, Mr.Rangavasanth B, Chairman and Managing Director and Mrs.Anita Vasanth, Wholetime Director. There is one Non-Executive Director, viz, Mrs.B.R.Shamala.

However, there are no independent Directors. The Company is on the look out for suitable persons to be considered for independent, non-executive, non-promoter Directors.

Thus, while the company has complied with the requirement that at least half of the Board members should be non-executive Directors, the condition that half of the Board should be independent Directors is to be complied with.

2.2. Meetings:

Meetings of the Board are held as and when the occasion demands and there are important matters to be considered, but at least not later than three months once.

During the year under review, 9 meetings were held by the Board of Directors on 03-09-2012,05-09-2012,20-10-2012,22-11-2012,30-11-2012,05-12-2012,19-01-2013,01-03-2013,20-04-2013

All the Four Directors have attended all the Board meetings as above.

Mr. Rangavasanth. B and Mrs. Anitha Vasanth attended the last AGM held on 29-12-2012.

2.3 Remuneration to Executive Directors:

Particulars	Mr.Rangavasanth B Chairman and Managing Director	Mrs.Anita Vasanth Wholetime Director
1. Salary	--	--
2. Allowances and perquisites	--	--
3. Contribution to P.F., Gratuity and Superannuation Funds	--	--
4. Stock Options	--	--
Total	--	--

In both the above cases, the appointments are for a period of five years from the date of appointment. In view of the loss, both the whole time directors have waived their remuneration for the current year.

No remuneration or sitting fees were paid to the non-executive Directors during the year.

Committees of Directors:

The Board has constituted committees of Directors as follows to deal with matters which need timely decisions.

Share Transfer Committee:

The Board of Directors of the company have constituted a committee of Directors consisting of Mr.Rangavasanth B, Chairman and Managing Director and Mrs. Anita Vasanth, Wholetime Director to approve share transfers from time to time. The committee had met four times during the year.

Investor Grievance Committee:

The Board had constituted an Investor Grievances Committee, to consider the grievances of shareholders / investors regarding share transfers, etc. This committee consists of Mr.Rangavasanth B. Chairman and Managing Director and Mrs.Anitha Vasanth, Director. The Committee met once during the year on 30.06.2013 and disposed of all pending investors complaints. Managing Director is acting as the Compliance Officer at present.

All the complaints received by the company have been redressed as on 30.06.2012 and no complaints are outstanding with the company as on the date of the report.

Audit Committee :

An audit committee was constituted on 18-04-2010 with the following directors as members.

Mr.B.R.Shamala	-	Director
Mr.Rangavasanth B	-	Chairman and Managing Director

During the year, the committee held six meetings. The terms of reference are in accordance with the requirement of clause 49 of the listing agreement and include:

- a) Revision of the Company's financial reporting process and financial statement.
- b) Review of accounting and financial policies and practices.
- c) Review of internal control and internal audit systems.
- d) Discussion with the internal and external auditors
- e) Reviewing company's financial and risk management policies.

Remuneration Committee:

The company has constituted a Remuneration Committee with the following Directors:

1. Mrs. B.R. Shamala - Chairman
2. Mrs. Anitha Vasanth

The brief terms of reference include:

- a) - to determine on behalf of the Board the company's policy on specific remuneration package to executive directors.
- b) To avoid conflict of interest and to review and suggest to the Board and to the members the remuneration payable to the executive directors.

During the year, there were no meetings of the Remuneration Committee as there was no remuneration to the directors during the year.

General Body Meetings:

Location and time for the last four Annual General Meetings:

<u>Year</u>	<u>Location</u>	<u>Date of meeting</u>	<u>Time</u>
2008-2009 (15 months)	Ac Hall, KSCA Club House, No. M.G.Road, Bangalore 560 001.	29.12.2009	09.00 a.m.
2009-2010 (15 months)	Ac Hall, KSCA Club House, No. M.G.Road, Bangalore 560 001.	30.12.2010	09.00 a.m.
2010-2011 (15 months)	PAI VAIBHAV #19/A,, H.Siddaiah Road, Bangalore 560 002	23.12.2011	09.00 a.m.
2011-2012 (15 months)	PAI VAIBHAV #19/A,, H.Siddaiah Road, Bangalore 560 002	29.12.2012	09.00 a.m.

Disclosures :

Income:

Lease rental received – Rs 20,66,400 (previous year – Rs. 20,66,400 /-)

(i) Remuneration Paid to Key Management Personnel:

(a) Mr. Ranga Vasanth (Managing Director) : Remuneration has been waived off since the company is incurring losses.

(b) Mrs. Anitha Vasanth (Whole-time Director) : Remuneration has been waived off since the company is incurring losses

Disclosures regarding certain non-compliance.

There were no instances of non-compliance or penalty, stricture imposed on the company by the Stock Exchange or SEBI or any other statutory authorities on any matters related to Capital markets, during the last three years.

Means of communication:

The quarterly results of the company were furnished to the Stock Exchanges as required and were also published in the newspaper.

ANNEXURE – III

SHAREHOLDERS INFORMATION

- Registered Office** : 44/1 old No 110, K H Road
Bangalore – 560 027
- Compliance Officer** : Mr.B.Rangavasanth, Chairman & Managing
Director
- Annual General Meeting:** **Date & Time** : Friday, 27th December 2013 at
09.00 a.m.
Venue : PAI VAIBHAV
#19/A,
H.Siddaiah Road,
Bangalore 560 002
- Book Closure Dates** : 20 December 2013
- Stock Exchange Listing:** The company's shares are listed on the Bombay
Stock Exchange Ltd, Mumbai and the Bangalore
Stock Exchange Ltd.
- Stock code** : 526441 – BSE
- Stock Market data** : There was no trading in our shares on the Bangalore Stock
Exchange. Trading has been in progress on the Bombay Stock Exchange Ltd.

Registrars and Transfer Agents:

The Company's Registrars and Transfer Agents for both demat and physical, are M/s Integrated enterprises (India) Ltd (formerly known as M/s.Alpha system Private Limited), # 30, Ramana Residency, 4th Cross, Sampige Road, Malleswaram, Bangalore 560 003.

Share Transfer system:

Share transfer requests received in physical form are approved and returned within 15 days from the date of receipt. Demat requests are also normally confirmed within 15 days from the date of receipt.

Shareholding pattern as on 30-06-2013

<u>Particulars</u>	<u>No. of shares held</u>	<u>% to total</u>
NRI / OBCs	--	--
Mutual funds	--	--
Banks	105000	00.19
Other companies	3319350	06.10
Directors & relatives	21076815	38.69
Public	29970035	55.02
Total -	54471200	100.00

Distribution of shareholding as on 30-06-2013

Shares or Debentures holding		Share/Debenture holders			Share/Debenture holders	
Nominal value of		No. Members	No. of Shares	% to Total	In Rs.	% to Total
Up to	5000	4980	4398222	8.07%	4398222	8.07%
5001	to10000	273	1968203	3.61%	1968203	3.61%
10001	to20000	163	2365325	4.34%	2365325	4.34%
20001	to30000	65	1589737	2.92%	1589737	2.92%
30001	to40000	13	470811	0.86%	470811	0.86%
40001	to50000	22	985838	1.81%	985838	1.81%
50001	to100000	53	3698782	6.79%	3698782	6.79%
100001	& above	61	38994282	71.59%	38994282	71.59%
TOTAL		5630	54471200	100.00%	54471200	100.00%

Dematerialization of shares as on 30-06-2013

Out of the total number of shares, 39436749 shares have been dematerialized as on 30-06-2013. This accounts for 72.40% of the total equity share capital of the company and% of the listed equity shares of the Company.

Plant location : 44/1 old No.110, K.H.Road
Bangalore – 560 027

Investor correspondence : All correspondences by investors may be addressed to :
VISION CINEMAS LTD
(Formerly VISION TECHNOLOGY INDIA LTD)
Share Department
No.44/1 (old No.110), K.H.Road
Bangalore – 560 027
Tel : 080 - 22221074/22228227
Fax : 080 - 22221074
Email : visiontechindia@yahoo.com

Nomination

Individual shareholders can avail of the nomination facilities, as provided in Sec.109A of the Companies Act. For your information, a copy of the prescribed nomination form in Form No.2B is enclosed.

Shareholders may please note that transfer of shares in favour of the nominee on production of the death certificate of the deceased shareholders will be a valid discharge by the company.

The nomination made by a shareholder can be changed or cancelled by giving due notice to the company. The nomination shall also stand rescinded upon transfer of shares by the shareholder.

ANNEXURE TO DIRECTORS' REPORT - COMPLIANCE CERTIFICATE OF CORPORATE GOVERNANCE

Auditors certificate on compliance with Mandatory recommendations of Kumar Mangalam Birla Committee Report on Corporate Governance.

We have examined the relevant records of Vision Cinemas Limited, formerly, Vision Technology India Limited (the company) for the year ended 30th June of 2013 relating to compliance with the requirements of corporate governance as contained in the Kumar Mangalam Birla Committee Report and state that in our opinion and to the best of our knowledge and according to the information and explanations given to us, the company has complied with the mandatory requirements contained in the aforesaid report and as stipulated under Clause 49 of the Listing Agreement with the Stock Exchange subject to the following observations:

Board of Directors

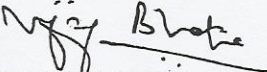
The company has four directors inclusive of an Executive Chairman. The company has no independent Director, while the listing agreement specifies that at least half of the board should comprise of Independent Directors.

Audit Committee

The Audit Committee does not contain independent Directors. An Executive Director is a part of the audit Committee. The audit committee has met six times during the reporting year. The role of the audit committee needs to be strengthened considering the size and nature of operations of the company.

For S. Janardhan & Associates

Chartered Accountants,
Registration No. 005310S


VIJAY BHATIA

Partner
Membership No.201862
Place: Bangalore
Date: 25/11/2013



S. JANARDHAN & ASSOCIATES

CHARTERED ACCOUNTANTS

VIJAY BHATIA, B.com., F.C.A.,
BALAKRISHNA S.BHAT, B.com., F.C.A.,
B. ANAND, B.Sc., F.C.A..



Apt. No.103 & 106
Embassy Centre
No.11, Crescent Road
Bangalore - 560 001

Phone : 22265438, 22260055
22202709 Fax: 22265572
E-mail : ca.sjassociates@gmail.com

Independent Auditor's Report

To The Board of Directors of Vision Cinemas Limited

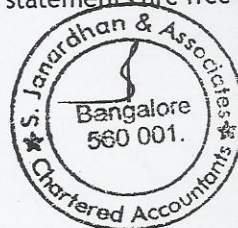
We have audited the accompanying Consolidated Financial Statements of Vision Cinemas Limited (Formerly, Vision Technology India Limited) and its Subsidiary Pyramid Entertainment India Private Limited (collectively referred to as "Vision group") as at 30th June 2013 and the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the year ended on that date.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with accounting principles generally accepted in India including Accounting standards referred to in section 211 (3C) 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 ethical requirements and plan and perform the audit to obtain reasonable assurance whether the whether the consolidated financial statements are free from the material misstatement.



An Audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view 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 management, as well as evaluating the overall presentation of the consolidated 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 consolidated financial statements give a true and fair view in conformity with accounting principles generally accepted in India:

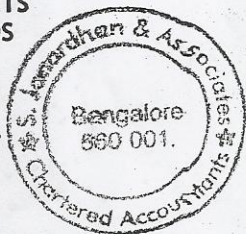
- (a) In the case of the consolidated Balance Sheet, of the state of affairs of the Company as at June 30, 2013;
- (b) In the case of the consolidated statement of Profit and Loss, of the profit for the year ended on that date;
- (c) In the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Place: Bangalore
Date: 25.11.2013

For S.JANARDHAN & ASSOCIATES
CHARTERED ACCOUNTANTS
Registration No. 005310S

Vijay Bhatia

(VIJAY BHATIA)
PARTNER
Membership No. 201862



VISION CINEMAS LIMITED
(formerly Vision Technology India Ltd)

2 NOTES ON ACCOUNTS FOR THE YEAR ENDED 30th JUNE 2013

The previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation.

2.1 SHARE CAPITAL

Particulars	As at 30.06.2013	As at 30.06.2012
Authorised		
15,00,00,000 (Previous Year 15,00,00,000) Equity Shares of Rs. 1/- each	15,00,00,000	15,00,00,000
Issued and Subscribed and fully Paid-up		
5,44,71,200 (Previous Year 5,44,71,200) Equity Shares of Rs. 1/- each fully paid up	<u>5,44,71,200</u> <u>5,44,71,200</u>	<u>5,44,71,200</u> <u>5,44,71,200</u>

The Company has only one class of shares referred to as equity shares having a par value of Re.1/-. Each holder of equity shares is entitled to one vote per share held.

The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting.

Dividend, if approved, is payable to the shareholders in proportion to their shareholding. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company.

The distribution will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of number of Shares	As at 30th June 2013		As at 30th June 2012	
	Number of Shares	Amount	Number of Shares	Amount
Equity Shares:				
Balance as at the beginning of the previous year	5,44,71,200	5,44,71,200	5,44,71,200	5,44,71,200
Less: Reduction In Share Capital	<u>5,44,71,200</u>	<u>5,44,71,200</u>	<u>5,44,71,200</u>	<u>5,44,71,200</u>
Add: Shares issued during the year	<u>5,44,71,200</u>	<u>5,44,71,200</u>	<u>5,44,71,200</u>	<u>5,44,71,200</u>
Balance as at the end of the year				

Details of Shares held by shareholders, holding more than 5% of the aggregate shares in the Company.

Particulars	No. of shares	Percentage	No. of shares	Percentage
S.I. Media LLP	1,00,00,000	18.36%	1,00,00,000	18.36%
Vasanth Color Labs	50,00,000	9.18%	50,00,000	9.18%

2.2 RESERVES AND SURPLUS

Particulars	As at 30.06.2013		As at 30.06.2012	
(a) Capital Reserve				
Opening balance	55,125		55,125	
Add : Transfer During the year	<u> </u>	55,125	<u> </u>	55,125
Balance as at the end of the year				
(b) Share Premium				
Opening balance	6,41,76,000		6,41,76,000	
Add : Transfer During the year	<u> </u>	6,41,76,000	<u> </u>	6,41,76,000
Balance as at the end of the year				
(c) Forfeiture of Shares (arising out of reduction in capital as per court order)				
Opening balance	80,96,250		80,96,250	
Add : Transfer During the year	<u> </u>	80,96,250	<u> </u>	80,96,250
Balance as at the end of the year				

(d) Profit and Loss Account			
Opening balance	(42,91,999)	(47,14,441)	
Add : Transfer from Profit and Loss Account	(30,51,525)	4,22,442	
Balance as at the end of the year		(73,43,524)	(42,91,999)
TOTAL		<u>6,49,83,851</u>	<u>6,80,35,375</u>

2.3 TRADE PAYABLES

Particulars	As at 30.06.2013	As at 30.06.2012
Trades payables		
- Due to micro small and medium enterprises		Nil
-Others	1,13,66,407	1,36,46,287
(Refer Note No. 2.22 regarding disclosure as required under the provisions of MSMED Act)		
TOTAL	<u>1,13,66,407</u>	<u>1,36,46,287</u>

2.4 OTHER CURRENT LIABILITIES

Particulars	As at 30.06.2013	As at 30.06.2012
Book Overdraft from Scheduled Banks		
ICICI BANK A/C 000205002135	-	2,19,645
INDIAN BANK 461654164	250.00	62,24,115
Kotak Mahindra Bank	20,954.07	4,00,000
Due to Key managerial personnel		
Ranga Vasanth	5,48,00,000	-
Anitha Vasanth	61,00,000	-
Others payable		
Outstanding Expenses	40,450	93,319
Statutory Dues(Including Provident Fund, Withholding Taxes Payables)	17,78,402	17,43,908
TOTAL	<u>6,27,40,056</u>	<u>86,80,987</u>

There are no amounts due for payment to the Investor Education and

2.5 SHORT TERM PROVISIONS

Particulars	As at 30.06.2013	As at 30.06.2012
Provision for Fringe Benefit Tax	25,728.00	25,729
Provision for Income Tax (Net of Taxes and TDS)	3,98,278.00	4,00,117
TOTAL	<u>4,24,006</u>	<u>4,25,845</u>

2.7 LONG TERM LOANS AND ADVANCES

Particulars	As at 30.06.2013	As at 30.06.2012
(Unsecured, Considered good)		
Security Deposit - Others	8,69,658	8,69,658
Loans and advances to related parties		
Share Application Money-Pyramid Entertainment(India) Private Limited	-	2,95,00,000
TOTAL	<u>8,69,658</u>	<u>3,03,69,658</u>

2.8 LONG-TERM INVESTMENTS

Particulars	As at 30.06.2013	As at 30.06.2012
Investments in Subsidiary		
50,000 Equity shares of 10 each, Fully paid Pyramid Entertainment (India) Private Limited	6,29,00,000	4,70,00,000
TOTAL	<u>6,29,00,000</u>	<u>4,70,00,000</u>

2.9 CASH AND BANK BALANCES			
Particulars	As at 30.06.2013	As at 30.06.2012	
Cash and Cash equivalents			
Cash on hand	2,80,738	2,21,938	
Balances with Banks in Current Account	88,352	1,583	
TOTAL	<u>3,69,090</u>	<u>2,23,521</u>	
2.10 OTHER CURRENT ASSETS			
Particulars	As at 30.06.2013	As at 30.06.2012	
(Unsecured, considered good)			
Advance to Suppliers	39,389		
Due From Related Parties			
Pyramid Entertainment(India) Private Limited	7,02,84,485	5,80,80,773	
Vasanth Color Laboratories Ltd	8,53,72,561	2,11,87,994	
TOTAL	<u>15,56,96,435</u>	<u>7,92,68,767</u>	
2.11 REVENUE FROM OPERATIONS			
Particulars	Year ended 30th June 2013	Year ended 30th June 2012	
Screening Income	-	63,70,830	
TOTAL	<u>-</u>	<u>63,70,830</u>	
2.12 OTHER INCOME			
Particulars	Year ended 30th June 2013	Year ended 30th June 2012	
Interest	18,390	2,11,478	
Lease Rentals Earned	22,60,440	22,60,440	
Balance No longer payable			
Dividend Received	-	95,000	
TOTAL	<u>22,78,830</u>	<u>25,66,918</u>	
2.13 EMPLOYEE BENEFIT EXPENSES			
Particulars	Year ended 30th June 2013	Year ended 30th June 2012	
Salaries	1,71,423	2,87,241	
TOTAL	<u>1,71,423</u>	<u>2,87,241</u>	
2.14 DEPRECIATION AND AMORTISATION EXPENSES			
Particulars	Year ended 30th June 2013	Year ended 30th June 2012	
Depreciation on tangible assets	19,29,412	19,29,412	
TOTAL	<u>19,29,412</u>	<u>19,29,412</u>	
2.15 OTHER EXPENSES			
Particulars	Year ended 30th June 2013	Year ended 30th June 2012	
Audit fees - Statutory	44,944	44,944	
Communication Expenses	7,422	5,177	
General expenses	9,55,962	10,15,009	
Insurance		3,061	
Rates and taxes	79,500	2,47,777	
Rent	18,00,000	18,00,000	
Repairs and maintenance :-			
Vehicle	5,981		
Travelling and Conveyance	3,35,711	1,61,741	
TOTAL	<u>32,29,520</u>	<u>32,77,709</u>	

2.16 EARNINGS PER SHARE

Particulars	Year ended 30th June 2013	Year ended 30th June 2012
	After extraordinary items	After extraordinary items
Basic/Diluted Profit after tax	(30,51,525)	4,22,442
Weighted average number of shares outstanding	5,44,71,200	5,44,71,200
Basic EPS	(0.06)	0.01
Face value per share	1.00	1.00

2.17 All Current Assets, Loans and advances, have at least the value as stated in the Balance Sheet if realised in the ordinary course of Business.

2.18 Other Current Assets:

- There is an outstanding balance to the tune of Rs 6,92,53,094/- (Previous year: Rs 2,11,87,994/-) in Other Current Assets due from Vasanth Color Laboratories Limited, a company in which directors are interested. The Management has a perception that this amount is recoverable and ensures that the same need not be written off. There is also an outstanding balance to the tune of Rs 6,24,26,972/- (Previous year Rs. 5,80,80,773/-) due from Pyramid Entertainment India Private Limited, a fully owned subsidiary of the company.

2.19 The information required by paras 3 and 4 of part II of schedule VI of the companies Act, 1956 is Nil.

2.20

On account of Brought forward losses under provisions of Income Tax Act, 1961 and also under the provisions of section 115JB of the Income Tax Act, 1961 no provision has been made for taxes for the current financial year.

2.21 RELATED PARTY TRANSACTIONS

Name of the Related Party	Relationship
Ranga Vasanth	Key Managerial Personnel
Anitha Vasanth	Key Managerial Personnel
M/s Pyramid Entertainment India Private Limited	Subsidiary
M/s Vasanth Color Laboratories India Limited	Other Related Parties
M/s S I Media LLP	Other Related Parties

Particulars	Subsidiaries	Key Managerial Personnel	Other Related Parties
Lease Rental Received			22,60,440
			22,60,440
Screening Revenue	10,66,431		-
	35,57,346		28,13,484
Unsecured Loans Given/(Borrowed)	7,02,84,485	-	8,53,72,561
	5,80,80,773	-	2,11,87,994
Investments/Share Application money in Subsidiary	6,29,00,000		-
	6,29,00,000		

(Amounts representing in Bold and Italics are relating to Previous year)

2.22 DUES TO MICRO AND SMALL ENTERPRISES

Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	Nil
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	Nil
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	Nil
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	Nil
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	Nil
Interest due and payable towards suppliers registered under MSMED Act, for payments already made.	Nil
Further interest remaining due and payable for earlier years.	Nil

For and on behalf of the Board

Anitha Vasanth *Ranga Vasanth*
Anitha Vasanth Ranga Vasanth
Director

Place :Bangalore
Date : 25-11-2013

As per our report of even date
FOR S Janardhan and Associates
CHARTERED ACCOUNTANTS
Reg No. 0053105



Vijay Bhatia
Vijay Bhatia
Partner
Membership No. 201862

Place :Bangalore
Date : 25-11-2013

VISION CINEMAS LIMITED
(formerly Vision Technology India Ltd)

Note: 2.6
Fixed Assets

SI No	Particulars	RATE %	Balance as at 1st July 2012	Gross Block		Balance as at 30th June 2013	Balance as at July 2012	Accumulated Depreciation On Disposals	Balance as at 30th June 2013	Balance as at 30th June 2012
				Additions/ (Disposals)	Revaluations/ (Impairments)					
	Tangible Assets									
	Building	3.34%	1,09,34,127.00			1,09,34,127.00	62,99,825.00	3,65,200.00	66,65,025.00	46,34,302.00
	Plant & Machinery	7.07%	47,22,651.00			47,22,651.00	39,68,692.00	3,33,891.00	43,02,583.00	7,53,959.00
	Plant & Machinery	4.75%	2,12,83,056.00			2,12,83,056.00	2,02,42,906.00	10,10,945.00	2,12,53,851.00	10,40,150.00
	Furniture & Fixtures	6.33%	25,25,532.00			25,25,532.00	19,31,666.00	1,59,869.00	20,91,535.00	5,83,916.00
	Office Equipment	4.75%	12,52,773.00			12,52,773.00	7,47,851.00	59,507.00	8,07,358.00	5,04,922.00
	Vehicles	9.50%	17,74,552.00			17,74,552.00			17,74,552.00	-
	Vehicles	7.07%	3,062.00			3,062.00	3,062.00		3,062.00	-
	Computers (on Straight line basis)	16.21%	1,08,98,950.00			1,08,98,950.00	1,08,98,950.00		1,08,98,950.00	-
	Total		5,33,94,753.00			5,33,94,753.00	4,58,67,504.00	19,29,412.00	4,77,96,916.00	75,27,249.00

VISION CINEMAS LIMITED
Formerly, Vision Technology India Limited
CONSOLIDATED BALANCE SHEET AS AT 30TH JUNE, 2013

	Note No.	30.06.2013 Rs.	30.06.2012 Rs.
I. EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	2.1	5,44,71,200	5,44,71,200
(b) Reserves and Surplus	2.2	7,48,15,979	7,28,17,864
(c) Share Warrants		3,14,47,500	1,91,29,500
Non-current liabilities			
(a) Long-term borrowings	2.3	34,67,484	38,19,337
(d) Long term liabilities	2.4	41,75,651	39,27,555
Current liabilities			
(a) Trade payables	2.5	1,36,47,984	1,68,75,412
(b) Other current liabilities	2.6	7,68,27,182	2,73,51,897
(d) Short-term provisions	2.7	17,59,985	22,49,676
(e) Deferred Tax Liabilities(Net)		8,83,806	-
TOTAL		26,14,96,770	20,06,42,440
II. ASSETS			
Non-current assets			
(a) Fixed Assets			
(i) Tangible assets	2.8	8,72,03,740	4,26,20,719
(ii) Intangible assets		5,71,92,629	4,30,26,443
(iii) Capital work-in-progress		2,83,58,935	7,13,60,261
(c) Deferred tax assets (Net)		-	31,205
(d) Long-term loans and advances	2.9	34,67,781	29,38,448
Current Assets			
(c) Trade receivables	2.10	15,89,541	12,51,413
(d) Cash and cash equivalents	2.11	14,93,881	10,53,178
(e) Short-term loans and advances	2.12	44,43,613	46,17,539
(f) Other current assets	2.13	7,77,46,650	3,37,43,234
TOTAL		26,14,96,770	20,06,42,440

The accompanying notes are an integral part of the financial statements.

For and on behalf of the Board
VISION CINEMAS LIMITED

Bangalore
25-11-2013

Anitha Vasanth

Anitha Vasanth
Director

Ranga Vasanth

Ranga Vasanth
Director

Bangalore
25-11-2013

As per our report of even date
FOR S Janardhan and Associates
Chartered Accountants
Reg No. 005310S

Vijay Bhatia

Vijay Bhatia
Partner

Membership No. 201862



VISION CINEMAS LIMITED
(formerly Vision Technology India Ltd)
BALANCE SHEET AS AT 30TH JUNE, 2013

	Note No.	30.06.2013 Rs.	30.06.2012 Rs.
I. EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	2.1	5,44,71,200	5,44,71,200
(b) Reserves and Surplus	2.2	6,49,83,851	6,80,35,375
(c) Share Warrants		3,14,47,500	1,91,29,500
Current liabilities			
(a) Trade payables	2.3	1,13,66,407	1,36,46,287
(b) Other current liabilities	2.4	6,27,40,056	86,80,987
(c) Short-term provisions	2.5	4,24,006	4,25,845
TOTAL		22,54,33,021	16,43,89,195
II. ASSETS			
Non-current assets			
(a) Fixed Assets	2.6		
(i) Tangible assets		55,97,837	75,27,249
(b) Long-term loans and advances	2.7	8,69,658	3,03,69,658
(c) Long-Term Investments	2.8	6,29,00,000	4,70,00,000
Current Assets			
(a) Cash and cash equivalents	2.9	3,69,090	2,23,521
(b) Other current assets	2.10	15,56,96,435	7,92,68,767
TOTAL		22,54,33,020	16,43,89,195

Schedules and accounting policies form part of the Balance sheet

For and on behalf of the Board

Place :Bangalore
Date : 25-11-2013

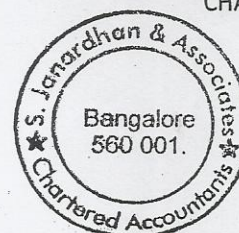
Anitha Vasanth

Anitha Vasanth
Director

Ranga Vasanth

Ranga Vasanth
Managing Director

As per our report of even date
FOR S Janardhan and Associates
CHARTERED ACCOUNTANTS
Reg No. 005310S



Vijay Bhatia

Vijay Bhatia
Partner

Membership No. 201862

Place :Bangalore
Date : 25-11-2013

VISION CINEMAS LIMITED
Formerly, Vision Technology India Limited
CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDING 30TH JUNE, 2013

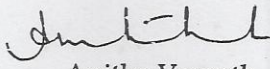
	Note No.	30.06.2013 Rs.	30.06.2012 Rs.
Revenue from operations(Gross)	2.14	1,74,58,550	1,69,48,654
Other Income	2.15	2,17,67,233	1,47,21,585
Total Revenue		3,92,25,784	3,16,70,239
Expenses:			
Employee benefits expense	2.16	11,12,610	8,55,315
Finance costs	2.17	20,26,766	24,67,840
Depreciation and amortisation expense	2.18	66,43,449	41,82,808
Other expenses	2.19	2,51,97,769	1,48,78,663
Total Expenses		3,49,80,594	2,23,84,626
Profit before exceptional and extraordinary items and tax		42,45,190	92,85,614
Exceptional items		29,378	
Profit before extraordinary items and tax		42,15,812	92,85,614
Extraordinary Items			
Profit before Tax		42,15,812	92,85,614
Tax expense:			
(1) Current tax		13,02,686	17,18,000
(2) Deferred tax		9,15,011	(1,28,249)
Profit for the year from continuing operations		19,98,115	76,95,863
Profit for the period		19,98,115	76,95,863
Earnings per share:	2.20		
(1) Basic		0.08	0.17
(2) Diluted		0.08	0.17

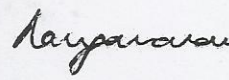
The accompanying notes are an integral part of the financial statements.

Bangalore
25-11-2013

Bangalore
25-11-2013

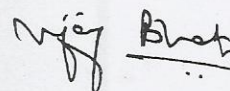
For and on behalf of the Board
VISION CINEMAS LIMITED


Anitha Vasanth
Director


Ranga Vasanth
Director

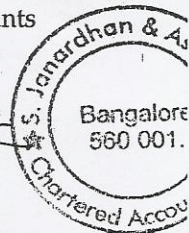
As per our report of even date
FOR S Janardhan and Associates

Chartered Accountants
Reg No. 005310S



Vijay Bhatia
Partner

Membership No. 201862



VISION CINEMAS LIMITED
Formerly, Vision Technology India Limited

Consolidated Cash Flow Statement for the year ended 30th June 2013

Particulars	Year ended	
	30.06.2013	30.06.2012
A. Cash Flow from Operating Activities	42,15,812	92,85,614
Profit before Taxation and extraordinary items		
Adjustments for Depreciation	66,43,449	41,82,808
Interest Expenditure	20,26,766	24,67,840
Dividend Received	-	(95,000)
Interest Income	(1,64,079)	(2,43,637)
Operating Profit before working capital changes	85,06,136	63,12,011
Changes in Working Capital:		
Increase/(Decrease) in Trade Payables	(32,27,430)	(2,76,61,444)
Increase/(Decrease) in Short Term Provisions	(4,89,691)	17,07,548
Increase/(Decrease) in Other Liabilities	4,97,23,381	1,26,87,316
(Increase)/Decrease in Trade Receivables	(3,38,128)	(8,95,636)
(Increase)/Decrease in Short term Loans and advances	1,73,926	(17,41,494)
(Increase)/Decrease in Long Term Loans and advances	(5,29,333)	4,33,000
(Increase)/Decrease in Other Current assets	(4,40,03,416)	3,18,54,015
Cash generated from Operations	98,15,445	2,26,95,314
Taxes paid (Net of refunds)	(13,02,686)	(17,18,000)
Net cash generated from operations before extraordi	1,27,28,571	3,02,62,928
Net cash generated from operating activities	1,27,28,571	3,02,62,928
B Cash Flow from Investing Activities		
Purchase of Tangible/Intangible Assets	(5,12,26,468)	(14,25,251)
Increase in intangible asset	(1,41,66,186)	21,88,828
Capital Work in Progress	4,30,01,326	(1,65,08,782)
Dividend Received	-	95,000
Interest received	1,64,079	2,43,637
Net Cash from Investing Activities	(2,22,27,249)	(1,54,06,569)
C Cash flow from Financing Activities		
Interest paid	(20,26,766)	(24,67,840)
Issue of Share warrants	1,23,18,000	(2,52,85,634)
Increase/(Repayment) of borrowings	(3,51,853)	
Net cash raised in Financing activities	99,39,381	(2,77,53,474)
Net increase in cash and cash equivalents	4,40,703	(1,28,97,114)
Cash and Cash equivalents at the beginning of the year	10,53,178	1,39,50,292
Cash and Cash equivalents at the end of the year	14,93,881	10,53,178

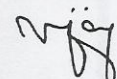
25-11-2013
Place: Bangalore

For and on behalf of the Board of Directors of
Visions Cinemas Limited


Ranga Vasanth
Director

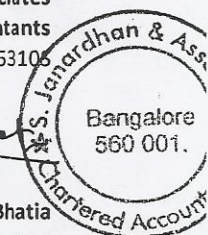

Anitha Vasanth
Director

As per our report of even date
for S.Janardhan and Associates
Chartered Accountants
Firms' Registration No.0053105



Vijay Bhatia
Partner

Membership No.201862



VISION CINEMAS LIMITED

1 SIGNIFICANT ACCOUNTING POLICIES TO THE CONSOLIDATED ACCOUNTS

1.1 BASIS OF PREPARATION

The Consolidated financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under Historical Cost convention on accrual basis. GAAP comprises mandatory Accounting Standards as specified in the Companies (Accounting Standards) Rules, 2006.

Preparation of Financial Statements in conformity with Generally Accepted Accounting Principles requires management to make estimates & assumptions that affect the reported balance of assets & liabilities and disclosures relating to Contingent assets & liabilities as on the date of Financial Statement and reported amounts of Income & expenditure during the period. Actual results could differ from these estimates, differences if any between the actual results and estimates are recognized in the period in which the results are known or materialized.

Presentation and disclosure of financial statements during the year ended March 31, 2012 the revised Schedule VI notified under the Companies Act 1956, has become applicable to the Company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed by the Company for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The Company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

All the assets and liabilities have been classified as current or non-current as per Company's normal operating cycle and other criteria set out in the Schedule VI to the Companies Act, 1956. The Company has ascertained its operating cycle as 12 months for the purpose of current-non current classification of assets and liabilities.

1.2 PRINCIPLES OF CONSOLIDATION

The financial Statement of the Subsidiary company used in the consolidation are drawn up to the same reporting date as of the Company.

The Consolidated financial statements have been prepared on the following basis:

i. The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the company's separate Financial Statements.

ii. The Consolidated of the financial statements of the holding company and its Subsidiary is done to the extent possible on a line by line bases by adding together like items of assets, liabilities, income and expenses; inter group transactions, balances and unrealized inter company profits have been eliminated in the process of consolidation.

iii. The excess of cost to the Company of its investments in subsidiary companies over its share of the equity of the subsidiary companies at the dates on which the investments in the subsidiary companies are made, is recognized as 'Goodwill' being an asset in the consolidated financial statements. Alternatively, where the share of equity in the subsidiary company as on the date of investment is in excess of cost of investment in the company, it is recognized as 'Capital Reserve' and shown under the head 'Reserves and Surplus', in the consolidated financial statement.

iv. Minority interest in subsidiary represents the minority shareholders proportionate share of net asset and net income.

1.3 USE OF ESTIMATES:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Significant estimates used by the management in the preparation of these financial statements include classification of assets and liabilities into current and non-current, estimates of the economic useful lives of fixed assets, provisions for bad and doubtful debts. Any revision to accounting estimates is recognised prospectively.

1.4 INVENTORY:

Stock in trade is valued at lower of cost or the closing rate as per the quotation of Recognized Stock Exchange as on the balance sheet date.

1.5 EVENTS OCCURRING AFTER BALANCE SHEET DATE :

Material events occurring after the date of Balance sheet are taken into cognizance.

1.6 EXPENDITURE :

Expenses are accounted on the accrual basis and provisions are made for all known losses and liabilities.

1.7 DEPRECIATION:

(i) Depreciation is provided on straight line method at the rates set out under Schedule-XIV of the Companies Act, 1956 on a pro-rata basis corresponding to the date of installation on single shift basis.

(ii) Assets purchased during the year where the actual cost does not exceed Rs. 5,000/- are depreciated at the rate of 100% in the year of purchase.

1.8 REVENUE RECOGNITION:

Income is accounted on accrual basis except in cases of uncertainty. Brokerage income is recognized as income on trade date basis.

1.9 TANGIBLE FIXED ASSETS:

- Fixed assets are stated at cost of acquisition including directly attributable costs for bringing the asset into intended use, less accumulated depreciation, amortization and impairment losses.

- Borrowing costs directly attributable to acquisition or construction of those Fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalized.

- Expenditure directly relating to expansion is capitalized only if it increases the life or functionality of an asset beyond its original standard of performance.

1.10 INTANGIBLE ASSETS :

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over a period of 3 years, which is estimated to be the useful life of the asset.

1.11 INVESTMENTS:

Long-term investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such decline is not temporary in the opinion of the management.

1.12 EMPLOYEES RETIREMENT BENEFITS:

a. Short term employee benefits being all those benefits payable within 12 months of rendering the services such as salaries, house rent allowance & expected cost of bonus are recognized in the period in which the employee renders the related services.

b. Provident fund and Employee State Insurance: The company's contribution to the recognized Provident Fund and ESIC does not arise as the criteria for the number of employees as required by the respective Acts are not met.

c. Ex-gratia: Ex gratia payment to employees is accounted on payment basis

d. Gratuity: The company makes annual contributions to funds administered by trustees and managed by insurance companies for amounts notified by the said insurance companies. The company accounts for the net present value of its obligation for gratuity benefits based on an independent external actuarial valuation determined on the basis of the projected unit cash method carried out annually. Actuarial gains and losses are immediately recognized in the Profit and Loss Account. Provision in respect of leave encashment benefit is made based on accrual basis.

1.13 BORROWING COSTS :

Borrowing costs directly attributable to the acquisition or construction of qualifying fixed assets are capitalised as part of the cost of the assets, upto the date the asset is put to use. Other borrowing costs are charged to the Profit and Loss Account in the year in which they are incurred.

1.14 LEASE:

Asset taken on Lease under which, all the risk and rewards of ownership are effectively retained by the lessor is classified as Operating Lease. Operating lease payments are recognized as an expense on accrual basis in accordance with the respective Lease Agreements under the head "Rent" in notes to statement of profit and loss.

1.15 EARNINGS PER SHARE:

Basic earning per share is computed by dividing the net profit after tax by the weighted average number of equity share outstanding during the period.

The number of shares used in computing Diluted Earnings per Share comprises the weighted average shares considered for deriving basic Earnings per Share, and also the weighted average number of Equity Shares that could have been issued on the conversion of all dilutive potential Equity Shares.

1.16 TAXES ON INCOME:

Tax expense comprises both current and deferred taxes. The current charge for income taxes is calculated in accordance with the relevant tax regulations. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are recognized on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such deferred tax assets can be realized against future taxable profits.

Unrecognized deferred tax assets of earlier years are re-assessed and recognized to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternative tax (MAT) credit is recognized as an asset only when and to the extent there is convincing

1.17 IMPAIRMENT OF ASSETS:

At the end of each year, the company determines whether a provision should be made for impairment loss on fixed assets by considering the indications that an impairment loss may have occurred in accordance with A.S-28 "Impairment of Assets" issued by ICAI, where the recoverable amount of any fixed asset is lower than its carrying amount, a provision for impairment loss on Fixed asset is made for the difference, if any.

Since there is no Impairment loss recognized during the previous year, the effect for the same has not been given in the Financial Statements.

1.18 CONTINGENT LIABILITIES:

Depending upon the facts of each case and after due evaluation of legal aspects, claims against the Company not acknowledged as debts are treated as contingent liabilities and the same is disclosed in notes.

VISION CINEMAS LIMITED
Formerly, Vision Technology India Limited

2.0 CONSOLIDATED NOTES ON ACCOUNTS FOR THE YEAR ENDED 30TH JUNE 2013

The previous year figures have been regrouped / reclassified, wherever necessary and the same is not comparable since the consolidation is done for the period of 12 months in the current year as compared to the previous year of 15 days.

2.1 SHARE CAPITAL

Particulars	As at 30.06.2013	As at 30.06.2012
Authorised		
15,00,00,000 (Previous Year 15,00,00,000) Equity Shares of Rs. 1/- each	15,00,00,000	15,00,00,000
Issued and Subscribed and fully Paid-up		
5,44,71,200 (Previous Year 5,44,71,200) Equity Shares of Rs. 1/- each fully paid up	5,44,71,200	5,44,71,200
	<u>5,44,71,200</u>	<u>5,44,71,200</u>

The Company has only one class of shares referred to as equity shares having a par value of Re.1/-. Each holder of equity shares is entitled to one vote per share held.

The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting.

Dividend, if approved, is payable to the shareholders in proportion to their shareholding. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company.

The distribution will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of number of Shares

Particulars	As at 30.06.2013	As at 30.06.2012
	Amount	
Equity Shares:		
Balance as at the beginning of the previous year	5,44,71,200	5,44,71,200
Add: Shares issued during the year	-	-
Balance as at the end of the year	<u>5,44,71,200</u>	<u>5,44,71,200</u>

Details of Shares held by shareholders, holding more than 5% of the aggregate shares in the Company.

Particulars	No. of shares	Percentage	Percentage
SI Media LLP	1,00,00,000	18.36%	18.36%
Vasanth Color Labs	50,00,000	9.18%	9.18%

2.2 RESERVES AND SURPLUS

Particulars	As at 30.06.2013	As at 30.06.2012
(a) Capital Reserve		
Opening balance	15,624	
Add : Transfer During the year	-	
Less: Pre acquisition Profit	-	
Balance as at the end of the year	<u>15,624</u>	<u>15,624</u>
(b) Share Premium		
Opening balance	6,41,76,000	
Add : Transfer During the year	-	
Balance as at the end of the year	<u>6,41,76,000</u>	<u>6,41,76,000</u>
(c) Forfeiture of Shares (arising out of reduction in capital as per court order)		
Opening balance	80,96,250	
Add : Transfer During the year	-	
Balance as at the end of the year	<u>80,96,250</u>	<u>80,96,250</u>
(d) Surplus in Statement of Profit and Loss		
Opening balance	5,29,990	
Add : Transfer from Profit and Loss Account	19,98,115	
Balance as at the end of the year	<u>25,28,105</u>	<u>5,29,990</u>
TOTAL	<u><u>7,48,15,979</u></u>	<u><u>7,28,17,864</u></u>

2.3 **LONG TERM BORROWINGS**

Particulars	As at 30.06.2013	As at 30.06.2012
Term Loan from Saraswat Bank	32,12,700	33,08,700
Vehicle Loan from Saraswat Bank A/c	2,54,784	5,10,637
	34,67,484	38,19,337

a) Term Loan Account with Saraswat Bank is secured by first charge on the fixed assets of the company
Terms of Repayment: Repayable in 60 monthly instalments from the date of the Loan (January 2011) alongwith interest of 15% p.a.

b) Vehicle loan from the respective banks are secured by the respective vehicles against which the loans are granted
Terms of Repayment: Repayable in 60 monthly instalments from the date of the Loan (October 2010) alongwith interest of 10.5% p.a.

2.4 **LONG TERM LIABILITIES**

Particulars	As at 30.06.2013	As at 30.06.2012
Security Deposits from Tenants	41,75,651	39,27,555
	41,75,651	39,27,555

2.5 **TRADE PAYABLES**

Particulars	As at 30.06.2013	As at 30.06.2012
Trades payables		
-Others	1,32,75,816	1,44,32,346
-For Projects	3,72,167	24,43,066
	1,36,47,983	1,68,75,412

TOTAL

Refer Note: Refer to Note No. 2.26 regarding further disclosures relating to MSMED Act.

2.6 **OTHER CURRENT LIABILITIES**

Particulars	As at 30.06.2013	As at 30.06.2012
Current maturities of long term debt		
Term Loan from Saraswat Bank	17,67,600	17,67,600
Vehicle Loan with Saraswat Bank	2,57,928	2,57,928
Due to Key managerial personnel		
Ranga Vasanth	5,48,00,000	18,92,643
Anitha Vasanth	61,00,000	-
Book Overdraft from Scheduled Banks		
ICICI BANK A/C 000205002135	-	2,19,645
INDIAN BANK 461654164	250	62,24,115
Kotak Mahindra Bank	20,954	4,00,000
O/D on Cash Credit Agst FD	14,04,994	14,04,994
Saraswat Bank	88,49,353	1,14,36,149
Icici Bank 000 20 501 4651	-	1,995
Advance received from related party	7,58,227	5,50,000
Indian Bank 745313018	-	3,87,819
Minority interest	14,444	
Outstanding Expenses	1,13,506	93,319
Statutory Dues Payable	1,63,155	85,197
Others payable		
Withholding Taxes Payable	20,06,414	19,19,944
Others	5,70,358	7,10,548
	7,68,27,182	2,73,51,897

TOTAL

There are no amounts due for payment to the Investor Education and Protection Fund under Section 205 C of the Companies Act, 1956 as at the year end.

a) Working Capital Facilities (Cash Credit Account from Saraswat Bank: Secured against the first charge on the entire and future current assets, all stocks/debtors and other current assets of the company.

2.7 **SHORT-TERM PROVISIONS**

Particulars	As at 30.06.2013	As at 30.06.2012
Provision for Gratuity	84,548	84,548
Provision for Fringe Benefit Tax	25,728	25,728
Provision for Income Tax (Net of Advance Tax)	16,49,709	21,39,400
	17,59,985	22,49,676

TOTAL

2.9 LONG TERM LOANS AND ADVANCES			
Particulars	As at 30.06.2013	As at 30.06.2012	
(Unsecured, Considered good)			
Security Deposit - Others	9,78,448	9,78,448	
Deposits with maturity for more than 12 months	24,89,333	19,60,000	
TOTAL	34,67,781	29,38,448	
2.10 TRADE RECEIVABLES			
Particulars	As at 30.06.2013	As at 30.06.2012	
Unsecured, considered good			
Outstanding for a period exceeding six months from the date they are due for payment			
Others	15,89,541	12,51,413	
TOTAL	15,89,541	12,51,413	
2.11 CASH AND BANK BALANCES			
Particulars	As at 30.06.2013	As at 30.06.2012	
Cash and Cash equivalents			
Cash on hand	4,60,695	2,95,981	
Balances with Banks in Current Account	10,33,185	7,57,197	
TOTAL	14,93,880	10,53,178	
2.12 SHORT TERM LOANS AND ADVANCES			
Particulars	As at 30.06.2013	As at 30.06.2012	
Unsecured, considered good			
Balances with Customs, Central Excise, VAT etc.	22,511	47,773	
Advances recoverable in cash or kind	43,23,460	44,69,338	
Other Loans and Advances			
Prepaid expenses	43,713	-	
Loans and advances to Employees	53,930	26,900	
TOTAL	44,43,613	46,17,539	
2.13 OTHER CURRENT ASSETS			
Particulars	As at 30.06.2013	As at 30.06.2012	
(Unsecured, considered good)			
Due From Related Parties			
Income accrued on Loan to Related Party			
Income accrued on Loan to Others			
Current portion of Foreign currency monetary items translation difference account			
Pyramid Entertainment(India) Private Limited			
Vasanth Color Laboratories Ltd	7,77,46,650	3,37,43,234	
TOTAL	7,77,46,650	3,37,43,234	
2.14 REVENUE FROM OPERATIONS			
Particulars	As at 30.06.2013	As at 30.06.2012	
Screening Income	1,74,58,550	1,69,48,654	
TOTAL	1,74,58,550	1,69,48,654	
2.15 OTHER INCOME			
Particulars	As at 30.06.2013	As at 30.06.2012	
Interest	1,64,079	2,43,637	
Lease Rentals Earned	22,60,440	22,60,440	
Dividend Received	-	95,000	
Income From Games	35,89,540	16,92,777	
Income From Parking	47,67,186	23,63,901	
Share on Revenue From Canteen Food & Beverages	1,01,26,492	70,26,467	
Balance No Longer Payable	1,87,995	-	
Others	6,71,501	10,39,363	
TOTAL	2,17,67,233	1,47,21,585	

2.16 EMPLOYEE BENEFIT EXPENSES		As at 30.06.2013	As at 30.06.2012
Particulars			
Gratuity		84,548	84,548
Salaries		10,28,062	7,70,767
	TOTAL	11,12,610	8,55,315
(Refer Note: on disclosure requirement as per Accounting Standard 15 on Employee benefits)			
2.17 FINANCE COSTS		As at 30.06.2013	As at 30.06.2012
Particulars			
Interest		20,26,766	24,67,840
	TOTAL	20,26,766	24,67,840
2.18 DEPRECIATION AND AMORTISATION EXPENSES		As at 30.06.2013	As at 30.06.2012
Particulars			
Depreciation on tangible assets		66,43,449	41,82,808
	TOTAL	66,43,449	41,82,808
2.19 OTHER EXPENSES		As at 30.06.2013	As at 30.06.2012
Particulars			
Audit fees - Statutory		1,12,360	44,944
Screening Expenses		1,31,05,978	76,17,010
Communication Expenses		1,53,835	1,83,508
Donation		29,000	-
Promotional Expense		8,30,100	7,51,013
General expenses		22,63,290	33,19,648
Repairs and maintenance		7,05,814	-
Insurance		-	6,57,034
Rates and taxes		37,71,077	56,710
Electricity Charges		19,13,502	-
Rent		18,00,000	18,00,000
Travelling and Conveyance		5,12,813	4,48,796
	TOTAL	2,51,97,769	1,48,78,663
2.20 EARNINGS PER SHARE		As at 30.06.2013	As at 30.06.2012
Particulars			
		Basic extraordinary items	After extraordinary items
(a) Basic			After extraordinary items
Profit after tax		42,15,812	42,15,812
Weighted average number of shares outstanding		5,44,71,200	5,44,71,200
Basic EPS		0.08	0.08
(b) Diluted			
Profit after tax		42,15,812	42,15,812
Weighted average number of shares outstanding for diluted EPS		5,44,71,200	5,44,71,200
Diluted EPS		0.08	0.08
Face value per share		1	1

2.21 Employee Benefits

The details required under AS 15 - Employee Benefits is as follow

The Employees' Gratuity Fund Scheme managed by the Life Insurance Corporation of India is a defined benefit plan. The present value of the obligation is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employees benefit entitlement and measures each unit separately to build up the final obligation. The obligation for Compensated absence is recognised in the same manner as gratuity.

Particulars	30.06.2013	30.06.2012
	Rs.	Rs.
Obligations at Period beginning	-	-
Service cost	84,548	84,548
Interest cost	-	-
Actuarial (Gain) / Loss	-	-
Benefits paid	-	-
Obligations transferred out on scheme	-	-
Obligations at Period at the end of the year	84,548	84,548

2.22 SEGMENT REPORTING

The company's predominant risks and returns are from single business segment, which constitute the major revenue of the company for the reporting period. Since, this being a single business segment, the segment information as per Accounting Standard 17,

2.23 RELATED PARTY TRANSACTIONS

Particulars	Nature of relationship	Related Party	30.06.2013	30.06.2012
Lease Rental Received	Other related Parties	Vasanth Colour Laboratories Limited	22,60,440	22,06,400
	Other related Parties			
Equity Accepted (Including Premium)		Vasanth Colour Laboratories Limited	-	6,54,00,000
Receivable at Year end	Other related Parties	Vasanth Colour Laboratories Limited	7,77,46,650	3,37,43,234
Payable at Year end	Key Management Personnel	Ranga Vasanth	5,48,00,000	18,92,643
	Key Management Personnel	Anitha Vasanth	61,00,000	24,43,066
Key Management Personnel Ranga Vasanth B Anitha Vasanth	Other related Parties	Vasanth Colour Laboratories Limited		

2.24 DUES TO MICRO AND SMALL ENTERPRISES

Particulars	30.06.2013	30.06.2012
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	Nil	Nil
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	Nil	Nil
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	Nil	Nil
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	Nil	Nil
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	Nil	Nil
Interest due and payable towards suppliers registered under MSMED Act, for payments already made.	Nil	Nil
Further interest remaining due and payable for earlier years.	Nil	Nil

2.25 OPERATING LEASE OBLIGATIONS

The company has taken office, other facilities under cancelable and non-cancelable operating leases, which are renewable on a periodic basis.

Particulars	Year ended 30th June 2013	Year ended 30th June 2012
Lease rent recognized in the Profit and Loss Account	18,00,000	18,00,000
Minimum lease payments outstanding in respect of these areas under:		
Not later than one year	18,00,000	18,00,000
Later than one year and not later than 5 years	72,00,000	72,00,000

2.26 In the opinion of Board of Directors, all current assets, loans and advances, Investments have atleast the value as stated in the Balance Sheet, if realized in the ordinary course of business.

2.27 IMPAIRMENT OF ASSETS

Pursuant to Accounting Standard AS-28- Impairment of assets issued by the Companies Accounting Standards Rules, 2006, the Company assessed its fixed assets for impairment as at 31st March 2013 and concluded that there has been no significant impaired fixed asset that needs to be recognized in the books of account.

2.28 Confirmation of balances in respect of debtors and creditors has not been obtained in a few cases.

For and on behalf of the Board
VISION CINEMAS LIMITED

Bangalore
25-11-2013

Anitha Vasanth
Anitha Vasanth Director

Ranga Vasanth
Ranga Vasanth Director

As per our report of even date
FOR S Janardhan and Associates
Chartered Accountants
Reg No. 005310S

Bangalore
25-11-2013

Vijay Bhatia
Vijay Bhatia
Partner
Membership No. 201862



VISION CINEMAS LIMITED
Formerly, Vision Technology India Limited

SCHEDULE FOR DEPRECIATION ON FIXED ASSETS FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 30.06.2013

SCHEDULE - 28

Particulars	Depr Rate	GROSS BLOCK			DEPRECIATION			NET BLOCK		
		Opening Balance As at 01.07.12	Additions (Deletions)	Closing as at 30.06.2013	Opening Balance As at 01.07.12	for the Year	Deletions	Closing Balance As at 30.06.2013	As at 30.06.2013	As at 30.06.2012
BUILDINGS	3.34%	1,09,34,127	-	1,09,34,127	62,99,825	3,65,200	-	66,65,025	42,69,102	49,99,502
	3.34%	3,85,36,844	-	3,85,36,844	1,46,57,719	12,87,131	-	1,59,44,850	2,25,91,994	2,51,66,256
PLANT & MACHINERY	7.07%	47,22,651	-	47,22,651	39,68,692	3,33,891	-	43,02,583	4,20,068	10,87,850
	4.75%	2,12,83,056	5,00,00,000	7,12,83,056	2,02,42,906	33,85,945	-	2,36,28,851	4,76,54,205	20,51,095
	4.75%	1,36,49,488	12,26,468	1,48,75,956	49,98,091	7,62,993	-	57,61,083	91,14,873	92,99,748
OFFICE EQUIPMENTS	4.75%	13,63,523	-	13,63,523	7,53,111	64,767	-	8,17,878	5,45,645	5,64,429
COMPUTERS	16.21%	1,08,98,950	-	1,08,98,950	1,08,98,950	-	-	1,08,98,950	-	-
		2,38,643	-	2,38,643	2,38,643	-	-	2,38,643	-	-
FURNITURE AND FIXTURES	6.33%	38,40,082	-	38,40,082	20,14,874	2,43,077	-	22,57,951	15,82,131	7,53,785
	6.33%	31,66,573	-	31,66,573	19,40,408	2,00,444	-	21,40,852	10,25,721	14,26,609
VEHICLES	9.50%	17,74,552	-	17,74,552	17,74,552	-	-	17,74,552	-	-
	7.07%	3,062	-	3,062	3,062	-	-	3,062	-	-
TOTAL		11,04,11,551	5,12,26,468	16,16,38,019	6,77,90,832	66,43,448	-	7,44,34,279	8,72,03,740	4,53,49,275