



QUANTUM DIGITAL VISION (INDIA) LTD.

32nd ANNUAL REPORT

2011 - 2012



QUANTUM DIGITAL VISION (INDIA) LIMITED

BOARD OF DIRECTORS

Himalay Dassani – Managing Director
Rajkishan Singh
Gajendra Kumar Bhandari

AUDITORS

Shah & Taparia
Chartered Accountants
12 Navjeevan Wadi, Dhobi Talao,
Mumbai 400 002

BANKERS

Oriental Bank Of Commerce
66 Guru Darshan, N. S. Road No. 1,
Vallabh Nagar Society, JVPD Scheme,
Vile Parle (West), Mumbai – 400 056.

REGISTERED OFFICE

143, Athipattu, Village Ponneri Taluk,
Chengle Pattu – District, Tamilnadu,
Chennai – 601 203

CORRESPONDENCE ADDRESS

5A, 5th Floor, Pace House, 7, Swastik Society,
JVPD Scheme, Vile Parle (West),
Mumbai – 400 056.

REGISTRAR AND TRANSFER AGENT

Sharex Dynamic (India) Private Limited,
Unit-1, Iuthra Industrial Premises,
Andheri-Kurla Road., Safed Pool,
Andheri (E), Mumbai 400 072
Tel: 2851 5606 / 2851 5644
Fax: 2851 2885
E Mail: sharexindia@vsnl.com
URL Website: www.sharexindia.com

NOTICE

NOTICE is hereby given that the Thirty Second Annual General Meeting of the members of QUANTUM DIGITAL VISION (INDIA) LIMITED. will be held on 15th September, 2012 at 143, Attipattu Village, Ponneri Taluk, Chennai-MGR District, Chennai: 601 203 at 10.00 AM to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Balance Sheet as at 31st March 2012, Profit & Loss Account for the year ended as on that date together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Gajendra Kumar Bhandari, who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint Auditors of the Company and to fix their remuneration.

BY ORDER OF THE BOARD
For Quantum Digital Vision (India) Limited

DATED: 18th May, 2012.
Place: Mumbai

Sd/-
(Himalay Dassani)
Managing Director

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The Proxy, in order to be effective, should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 3) Explanatory Statement pursuant to the provisions of Section 173 of the Companies Act, 1956 is not required to be attached.
- 4) The Register of Members and share transfer books shall remain closed from Monday, 10th September, 2012 to Saturday, 15th September, 2012 both days inclusive.
- 5) As per the provisions of the Companies Act, 1956 facility for making nominations is available for shareholders, in respect of the shares held by them. Nomination forms can be obtained from Depository Participants (DPs) in respect of their holdings in electronic form and from the company's Registrar and Transfer agent or Secretarial department of the company in respect of their holding in physical form.

- 6) Members are requested to notify immediately any change of address to their Depository Participants (DPs) in respect of their holdings in electronic form and to the Secretarial department at the Registered Office of the company or to the Registrar and Transfer Agents in respect of their holding in physical form.
- 7) As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies of the Annual Report.
- 8) Members who hold the shares in dematerialized form are requested to bring their Client ID and DP ID numbers and Members holding shares in Dematerialised Form are requested to quote their Folio Numbers for easy identification of attendance at the Meeting.
- 9) Members desiring any relevant information on the Accounts at the Annual General Meeting are advised to write to the Company at least seven days in advance, so as to enable the company to keep the information ready.
- 10) All the shareholders are requested to register their E-Mail id with the Sharex Dynamic (India) Private Limited for the purpose of service of documents under Section 53 of the Companies Act, 1956 by E-mode instead of under posting certificate (UPC) in view of Circular No. 17/95/2011 CL-V.



DIRECTOR'S REPORT

Your Directors present their Thirty Second Annual Report on the business and operations of your Company together with audited statement of accounts for the year ended 31st March 2012.

Financial Results & Operations:

(Rs. in Lakhs)

	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
Income from Operations	0.00	1190.42
Other Income	71.91	43.89
Total Income	71.91	1234.31
Expenditure	86.97	1008.92
Interest	---	---
Depreciation	45.56	47.65
Total Expenditure	132.53	1056.57
Profit (+) Loss (-)	(60.62)	177.74
Provision for Taxation	0.00	22.32
Add / Less : Deferred Tax	7.40	10.19
Net profit after tax	(68.02)	145.23
Less : Transfer to General Reserve	---	---
Add : Prior Year Income Tax	---	---
Balance brought forward from last year	(830.93)	(976.16)
Balance carried forward to the Balance Sheet	(898.95)	(830.93)

Dividend

Your Directors do not recommend any dividend for the year ended 31st March, 2012 in view of carried forward losses.

Public Deposits

The company has neither invited nor accepted any public deposits during the period under review.

Directors

Mr. Gajendra Kumar Bhandari, Director of the Company retires by rotation and being eligible offers himself for re-appointment.

Listing

The equity shares of the Company are listed at Bombay Stock Exchanges. The Company has paid annual listing fee for the year 2011 - 2012 to Bombay Stock Exchanges in time.

Directors' Responsibility Statement

Pursuant to section 217 (2AA) of the Companies Act, 1956, the Directors to the best of their knowledge and belief confirm that

- (i) In the preparation of the annual accounts for the financial year ended March 31, 2012, all the applicable accounting standards have been followed along with proper explanations relating to material departures.
- (ii) Appropriate accounting policies have been selected and applied 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 as at March 31, 2012 and of the profit of the Company for the said period;
- (iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- (iv) The annual accounts have been prepared on a 'going concern' basis.

Auditors

M/s. Shah & Taparia, Chartered Accountants retire at the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment. The Company has received a certificate from them to the effect that their re-appointment, if made would be within the prescribed limits specified under Section 224(1B) of the Companies Act, 1956.

Compliance Certificate

Compliance Certificate to be obtained under Section 383A of the Companies Act, 1956 read with Companies (Issue of Compliance Certificate) Rules, 2001 has been obtained from M/s. P. P. Shah & Co., Practicing Company Secretaries and the same has been attached to this Report.

Corporate Governance

A Report on the Corporate Governance Code along with a certificate from the Auditors of the Company regarding compliance of conditions of Corporate Governance, stipulated under Clause 49 of the Listing Agreements are annexed to this Report.

Conservation of Energy, Research & Development, Technology Absorption, Foreign Exchange Earning and Outgo.

In pursuance of the provisions of section 217(2)(e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of particulars in the Report of Board of Directors) Rules 1988, the particulars relating to conservation of energy, technology absorption and foreign exchange earning and outgo is given below:

A. Conservation of Energy

The requirement of power during the period was not large and the position does not warrant any special conservative measures.

B. Technology absorption, adaptation and innovation: The provisions are not applicable to the Company.

C. Foreign Exchange Earning and Outgo

Foreign Exchange **Earned:** Not Applicable

Outgo: Not Applicable

Particulars of Employees

The provision of section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 are not applicable to your company since none of the employee is employed on a remuneration of Rs.5,00,000/- p.m or Rs.60, 00,000/ p.a.

Acknowledgements

The Directors take pleasure in thanking the Company's business associates/ customers, vendors and bankers for their continued support. The Directors also acknowledge the appreciation of the sincere efforts, contribution and cooperation of the employees.

For and on behalf of the Board of Directors
For Quantum Digital Vision (India) Limited

Mumbai
Date: 18th May, 2012.

Sd/-
(Himalay Dassani)
Managing Director

Sd/-
(Rajkishan Singh)
Director

**CORPORATE GOVERNANCE REPORT (under Clause 49 (VI) (i) of Listing Agreement)
as on 31st March, 2012**

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's philosophy since its inception has always looked at good Corporate Governance as a way of life, observing the highest level of ethics in all its dealings and maintaining fair and transparent governance.

II. BOARD OF DIRECTORS

i) Composition and Category of Directors:

The strength of the Board was 3 Directors as on 31st March, 2012. The composition and category of Directors on the Board of the Company are:

Name	Executive / Non Executive	Promoter / Independent	Relationship With Other Directors
Mr. Himalay Dassani	Executive - Chairman & Managing Director	Promoter	Not Related to any Director
Mr. Rajkishan Singh	Non Executive	Independent	Not Related to any Director
Mr. Gajendra Kumar Bhandari	Non Executive	Independent	Not Related to any Director

ii) Number of Board Meetings held and attendance chart of each Director at the Board Meeting:

Date of Board Meetings	Himalay Dassani	Rajkishan Singh	Gajendra Kumar Bhandari
14 th May, 2011	Present	Present	Present
5 th August, 2011	Present	Present	Present
2 nd September, 2011	Present	Present	Present
17 th October, 2011	Present	Present	Present
14 th February, 2012	Present	Present	Present
Total Attendance out of 5 Meetings.	5	5	5
Attendance at Last AGM	Present	Absent	Absent

- iii) a. Number of other Companies where Directors (of QDVIL) hold memberships on the Board of Directors:
- b. Number and Name of Committees in which the Directors (of QDVIL) hold Memberships or Chairmanships:

Name of Director	No. of Other Co.s where Dir	Number & Name of Committee Memberships / Chairmanships			
		Chairman	No.	Member	No.
Mr. Himalay Dassani	3	Nil	0	Nil	0
Mr. Rajkishan Singh	2	Nil	0	AC - QDVIL* SIGC - QDVIL**	1 1
Mr. Gajendra Kumar Bhandari	1	AC - QDVIL* SIGC - QDVIL**	1 1	Nil	0

*AC - QDVIL	Audit Committee - Quantum Digital Vision (India) Limited
**SIGC- QDVIL	Shareholders / Investors Grievance Committee - Quantum Digital Vision (India) Limited

Note: Only Public Limited Companies (Listed and Unlisted) have been taken into consideration while calculating Committee Memberships and Chairmanships.

iv) Code of Conduct:

The Board has formulated a code of conduct for the Board members and Senior Management Personnel of the Company. All Board members and senior management have affirmed their compliance with the code. A declaration to this effect signed by the Chairperson of the Company is given elsewhere in the Annual Report.

III. AUDIT COMMITTEE

The Composition of the Audit Committee and their attendance at the Audit Committee Meetings are as follows:

Date of Meeting	Mr. Gajendra Kumar Bhandari *	Mr. Rajkishan Singh #
14 th May, 2011	Present	Present
5 th August, 2011	Present	Present
2 nd September, 2011	Present	Present
17 th October, 2011	Present	Present
14 th February, 2012	Present	Present
Total (out of 5 meetings)	5	5

* Chairman & Non Executive Independent Director.

Member & Non Executive Independent Director

The Board of Directors of the Company has framed a Terms of Reference for the Audit Committee. The Terms of Reference is based on Clause 49 (II) (D) of the Listing Agreement. The Audit Committee performs in accordance with its terms of reference. In addition it exercise powers and reviews information as specified under Clause 49 (II) (C) and (E) of the Listing Agreement.

IV. REMUNERATION COMMITTEE

The Company has not constituted a separate committee that determines the terms of reference and remuneration package for its managerial personnel.

The Sitting fees paid to the Director are as follows:

No.	Name of Director	Sitting Fees
1.	Mr. Rajkishan Singh	NIL
2.	Mr. Gajendra Kumar Bhandari	NIL

V. MISCELLANEOUS :

- a. The Company does not pay bonus, stock options, pension and performance linked incentives or fixed component incentives to the Directors.
- b. The Company has not entered into any Service Contracts with any of the Directors.
- c. The Company has not made any payments including sitting fees to the Non-Executive Directors.

- d. Equity shares of Quantum Digital Vision (India) Limited held by the Non-Executive Directors are as follows:

Directors	No. of shares held	
	As on March 31, 2012	As on March 31, 2011
Mr. Rajkishan Singh	Nil	Nil
Mr. Gajendra Kumar Bhandari	Nil	Nil

VI. SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

- A. The Composition of the Shareholders/Investors Grievance Committee and their attendance at the Shareholders/Investors Grievance Committee Meetings are as follows:

Date of Shareholders Grievance Committee Meeting	Mr. Gajendra Kumar Bhandari *	Mr. Rajkishan Singh #
14 th May, 2011	Present	Present
5 th August, 2011	Present	Present
2 nd September, 2011	Present	Present
17 th October, 2011	Present	Present
14 th February, 2012	Present	Present
Total (out of 5 meetings)	5	5

* Chairman & Non Executive Independent Director

Member & Non Executive Independent Director

B. COMPLIANCE OFFICER :

As required by the Stock Exchanges, the Company has appointed Mr. Rajkishan Singh, as the Compliance Officer to monitor the share transfer process and liaise with the regulatory authorities.

E - Mail address of Compliance Officer is: rajkishan@dassanigroup.com

- C. The Committee has delegated the power to approve the share transfers to its Registrar & Share Transfer Agent i.e. M/s. Sharex Dynamic (India) Private Limited. The Committee monitors the redressal of investor's grievances and takes on record the physical share transfers, issue of duplicates share certificates in lieu of share certificates lost/torn/misplaced etc, split/consolidation of share certificates, etc from time to time. The total number of complaints received and replied to the satisfaction of shareholders during the year under review was as follows:

Complaint Status for the period 01/04/2011 to 31/03/2012 (Equity Shares)

Category	No. of Compl. Received	No. of Compl Resolved	No. of Compl Pending
Non Receipt of Credit	No	No	No
Non Receipt of Dividend Warrant	No	No	No
Non Receipt of Interest Warrant	No	No	No
Non Receipt of Annual Reports	No	No	No
SEBI	No	No	No
Stock Exchange	No	No	No
Total :	No	No	No

VII. GENERAL BODY MEETINGS

Date time and venue of the last 3 Annual General Meetings held during the last 3 financial years are given below:

Financial Year ended	Nature of Special Resolutions Passed	Date	Time	Venue
31.03.2009 (29 th AGM)	Nil	10.08.2009	10.00 AM	Registered Office
31.03.2010 (30 th AGM)	Nil	30.09.2010	10.00 A.M.	Registered Office
31.03.2011 (31 st AGM)	Nil	30.09.2011	10.00 A.M.	Registered Office

Notes :

- 1) There were no special resolutions passed through postal ballot last year.
- 2) No special resolutions are proposed to be passed through postal ballot.

VIII. DISCLOSURES

- i. The Company has not entered into any materially significant related party transaction during the year that may have potential conflict with the interests of the Company at large.
- ii. There has been no incidence of non-compliance by the Company of any statutory regulations nor any penalty or stricture imposed by the Stock Exchange or SEBI or any other statutory authority, on any matter relating to the capital market over the last three years.

- iii. The details of all transactions with related parties are placed before the Audit Committee on quarterly basis.
- iv. In the preparation of financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.
- v. The constitution of whistle blower policy is a non mandatory requirement. However the Company affirms that no employee has been denied access to the Audit Committee during the financial year 2011- 2012.
- vi. The Company has complied with all mandatory requirements of clause 49 of Listing requirements.

IX. MEANS OF COMMUNICATION

- i. **Quarterly Results:** The company's quarterly results of the company (in the format prescribed by the Stock Exchanges) are reviewed by Audit Committee and then, approved and taken on record by the Board within the prescribed time frame and immediately send to the Stock Exchange where the shares of the company are listed.
- ii. The quarterly results for the financial year 2011 - 12 were published in the News Papers.
- iii. **Annual Report:** Annual Report containing inter alias Audited Annual Accounts, Directors' Report, Auditors' Report and other important, information is circulated to Members and others entitled thereto.
- iv. All the shareholders are requested to register their E-Mail id with the Sharex Dynamic (India) Private Limited for the purpose of service of documents under Section 53 of the Companies Act, 1956 by E-mode instead of under posting certificate (UPC) in view of Circular No. 17/95/2011 CL-V.

X. Auditors Certificate on Corporate Governance

The Auditors certificate on compliance of clause 49 of the Listing Agreement relating to Corporate Governance is published as an annexure to the Director's Report.

For Quantum Digital Vision (India) Limited

Mumbai
Date: 18th May, 2012.

(Himalay Dassani)
Managing Director

(Rajkishan Singh)
Director

Management Certificate on clause 49 (1D) of the Listing Agreement

To,
The Members,
Quantum Digital Vision (India) Limited

This is to affirm that the Board of Directors of Quantum Digital Vision (India) Limited has adopted a Code of Conduct for its Directors and Senior Management Personnel in compliance with the provisions of Clause 49 (1D) of the Listing Agreement with the Stock Exchange and Board of Directors and Senior Management Personnel of the Company have confirmed the compliance of provisions of the said code for the financial year ended 31st March, 2012.

Himalay Dassani
Managing Director

Place: Mumbai
Date: 18th May, 2012.

GENERAL SHAREHOLDER'S INFORMATION

AGM, DATE, TIME & VENUE :	Date: 15 th September, 2012 Time: 10.00 am Venue: 143, Attipattu Village, Ponneri Taluk, Chengle Pattu - District, Tamilnadu, Chennai: 601 203
Financial Year:	1 st April to 31 st March
Book Closure Date:	10 th September, 2012 to 15 th September, 2012
Dividend Payment Date:	NA
Listing on Stock Exchanges:	-The Bombay Stock Exchange Limited -Chennai Stock Exchange -Kolkata Stock Exchange
Stock Code & Demat Scrip Code (ISIN)	- Bombay Stock Exchange: Stock Code: 530281 Demat Scrip Code: INE373C01019 - Kolkata Stock Exchange : Stock Code: 0027004
Registrar & Transfer Agents	Sharex Dynamic (India) Private Limited, Unit-1, Luthra Ind. Premises, 1st Flr, 44-E, M Vasanti Marg, Andheri-Kurla Rd., Safed Pool, Andheri(E), Mumbai 400072 Tel: 28515606 Fax: 22641349 E mail: sharexindia@vsnl.com URL: www.sharexindia.com
Registered Office & Correspondence Address	M/s. Quantum Digital Vision (India) Limited. 143, Athipattu, Village Ponneri Taluk, Chengle Pattu - District, Tamilnadu, Chennai - 601 203.
Address for Correspondence	Mr. Rajkishan Singh 5A, 5 th Floor, Pace House, 7, Swastik Society, JVPD Scheme, Vile Parle (W), Mumbai - 400 056.

Shareholders / investors are requested to forward share transfer documents, dematerialization request, correspondence regarding change of address, non - receipt of dividend or share certificates and other related queries to the company's registrar i.e. Sharex Dynamic (India) Private Limited at the address mentioned above.

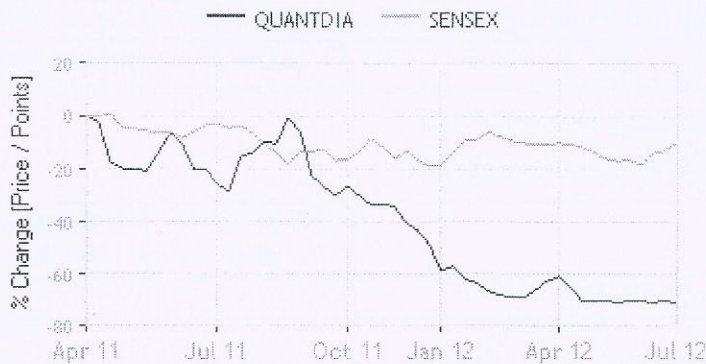
Share Transfer Process and Dematerialisation of Shares

72.40 % of the shares of the Company are dematerialized. All this shares are electronically transferred through the demat facility. 27.60 % of shares are in physical mode. The Company has assigned the job of physical transfer of shares to its Registrar and Share Transfer Agent, M/s. Sharex Dynamic (India) Private Limited. The Shareholders and Investors Grievances Committee takes on record all the physical share transfers from time to time.

Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity:

There are no outstanding GDRs/ ADRs/ Warrants or any Convertible instruments. Hence there will not be any impact on the equity of the company.

Performance of equity scrip (Closing Price) of the company in comparison to BSE Sensex (Closing Price) (Data obtained from BSE site www.bseindia.com)



*Monthly High and Low Prices of the Equity Shares of the Company for the year ended 31st March, 2012: (Data downloaded from BSE site www.bseindia.com)

Month	Open Price	High Price	Low Price	Close Price	No. of Shares	No. of Trades	Total Turnover (Rs.)	* Spread (Rs.)	
								H-L	C-O
Apr-11	9.32	10.48	8.65	8.65	5204	78	50087	1.83	-0.67
May-11	8.51	8.98	7.62	8.98	3237	31	26716	1.36	0.47
Jun-11	9.38	10.2	8.01	8.11	1525	24	12849	2.19	-1.27
Jul-11	8.48	9	7.49	9	2957	39	23765	1.51	0.52
Aug-11	9.45	10.4	9.25	10.4	359	7	3374	1.15	0.95
Sep-11	10.75	10.89	7.35	7.35	1554	19	12749	3.54	-3.4
Oct-11	7	7.71	6.97	6.97	654	12	4616	0.74	-0.03
Nov-11	6.65	6.98	6.65	6.9	41	3	284	0.33	0.25
Dec-11	6.56	6.56	5.35	5.35	250	12	1512	1.21	-1.21
Jan-12	5.09	5.3	4.31	4.52	177	10	857	0.99	-0.57
Feb-12	4.31	4.31	3.26	3.26	2714	16	9881	1.05	-1.05
Mar-12	3.42	3.92	3.25	3.92	1327	15	4577	0.67	0.5
Apr-12	3.8	4.11	3.15	3.15	1713	21	6080	0.96	-0.65

* Spread H-L : High-Low C-O : Close-Open

Shareholding Pattern as on 31st March, 2012:

	Category	No of Shares Held	% Of Share Holding
A.	Promoter (S) Holding		
	Promoter (s)		
	- Indian Promoters	14,59,400	48.09
	- Foreign Promoters	0	0
	Sub - Total (A)	14,59,400	48.09
B.	Non-Promoters Holding		
	Institutional Investors		
i.	Mutual Funds & UTI	0.0	0.0
ii.	Banks, Financial Inst, Insurance Company, Central / State Govt Inst	0.0	0.0
	0.0 / Non-Govt Inst FII's	0.0	0.0
	Others		
i.	Private Corporate Bodies	51292	1.69
ii.	Indian Public	1506127	49.62
iii.	NRI/OCBS	18181	0.60
iv.	Clearing Members	0.0	0.0
	Sub - Total (B)	15,75,600	51.91
	GRAND TOTAL	30,35,000	100

For and on behalf of the Board of Directors

Place: Mumbai
Date: 18th May, 2012.

Sd
Himalay Dassani
Managing Director

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

TO THE MEMBERS OF QUANTUM DIGITAL VISION (INDIA) LIMITED

We have examined the compliance of conditions of corporate governance by Quantum Digital Vision (India) Limited for the financial year ended 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in Clause 49 of the Listing Agreement and that no investor grievance(s) is/are pending for a period exceeding one month against the Company.

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

For Shah & Taparia.,
Chartered Accountants

Mumbai
Date: 18th May, 2012.

Ramesh Pipalawa
Partner
Membership No. 103840

FORM
[SEE RULE 3]

Co. No. 18- 008235

Autho. Cap: Rs. 7 Crores

COMPLIANCE CERTIFICATE

To
The Members,
Quantum Digital Vision (India) Limited,

We have examined the registers, records, books and papers of Quantum Digital Vision (India) Limited (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2012. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made thereunder and all entries therein have been duly recorded.
2. The company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies or other authorities within the time prescribed under the Act and the rules made thereunder except some forms.
3. The company is a public limited company, the restriction clauses as provided in section 3 (1) (iii) of the Companies Act, 1956, is not applicable. The Company has the prescribed minimum paid up capital.
4. The Board of Directors duly met 5 times on 14th May, 2011, 5th August, 2011, 2nd September, 2011, 17th October, 2011, and 14th February, 2012 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed.
5. The company has closed its Register of Members from, Tuesday, 27th September, 2011 to Friday, 30th September, 2011 and necessary Compliance of Section 154 of the Act has been made.
6. The annual general meeting for the financial year ended on 31st March, 2011 was held on 30th September, 2011 after publishing notice of Annual General Meeting in the newspapers by the company and the resolutions passed there at were duly recorded in Minutes Book maintained for the purpose.
7. No extra ordinary general meeting was held during the financial year under review.
8. The company has not advanced any loans to its directors and/or persons or firms or companies referred in the section 295 of the Act.
9. The company has not entered any contracts falling within the purview of section 297 of the Act.

10. The company has made necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government, as the case may be.
12. The Shareholders/Investors Grievances Committee approves the issue of duplicate share certificates from time to time.
13. The Company has:
 - (i) not made any allotment of securities during the financial year. 72.40 % of the shares of the Company are dematerialized and 27.60 % of the shares of the Company are in physical form. The transfer/transmission of shares in dematerialised form is through depositories mechanism. The transfer/transmission of physical shares is duly executed by the Company's appointed Registrar and Share Transfer Agent, M/s. Sharex Dynamic (India) Private Limited. The Shareholders/Investors Grievances Committee takes on record all the physical share transfers/transmission from time to time.

Further, all the share certificates lodged for transfers/transmission are duly delivered to the shareholders in accordance with the provisions of the Act.
 - (ii) not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
 - (iii) not posted warrants to any member of the Company as no dividend was declared during the financial year.
 - (iv) not required to transfer the amount in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund (applicable when rules notified).
 - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.
15. The company has not appointed any managing director / whole time director / manager during the financial year.
16. The company has not appointed any sole-selling agents during the financial year.
17. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other applicable authorities as may be prescribed in the Act during the year under review.
18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The company has not issued any shares/debentures/other securities during the financial year.

20. The company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transaction necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The company has not accepted deposits within the meaning of section 58A of the Companies Act, 1956 during the financial year.
24. The company has not made any borrowings during the financial year.
25. The company has not given guarantees or provided securities or loans or made investments to other bodies corporate and consequently no entries are made in the Register kept for the purpose.
26. The company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
27. The company has not altered the provisions of the memorandum with respect to the objects of the company during the year under scrutiny.
28. The company has not altered the provisions of the memorandum with respect to name of the company during the year under scrutiny.
29. The company has not altered the provisions of the memorandum with respect to share capital of the company during the year under scrutiny.
30. The company has not altered its articles of association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the company during the financial year for offences under the Act.
32. The company has not received any money as security from its employees during the financial year under certification as per provisions of section 417(1) of the Act.
33. The company has deposited both employee's and employer's contribution to Provident Fund with prescribed authorities pursuant to section 418 of the Act.

For **P. P. SHAH & CO.**

(PRADIP C. SHAH)

Place: Mumbai
Date: 18th May, 2012.

Practising Company Secretary
Partner
Membership: 1483
Certificate of Practice: 436

Annexure A

Registers as maintained by the Company

1. Register of Members u/s. 150.
2. Register of Transfers
3. Register of Directors, Managing Director, Manager and Secretaries u/s. 303.
4. Register of Contracts with the Companies and firms in which directors are directly or indirectly interested u/s. 301.
5. Register of Director's Shareholding u/s. 307.
6. Minutes of the Annual General Meeting/Extra Ordinary General Meeting and Board Meeting under section 193.

Note: Since, 72.40% of the shares of the Company are in dematerialized format, the register of beneficial owners as per Section 11 of Depositories Act, 1996 is maintained by the concerned Depository.

Annexure B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on 31st March, 2012.

1. Form 23AC for Balance Sheet and Form 23ACA for Profit & Loss Account for the year ended 31st March, 2011 was filed with the Registrar of Companies, Maharashtra u/s. 220 on 31st December, 2011.
2. Form 20B for Annual Return Filed under Schedule V to the Companies Act, 1956 in respect of AGM held on 30th September, 2011 filed with the Registrar of Companies, Maharashtra, on 25th November, 2011.
3. Form 66 for Filing of Compliance Certificate under section 383A of Compliance Rules, 2001 was filed with the Registrar of Companies, Maharashtra on 25th November, 2011.

For **P. P. SHAH & CO.**

(PRADIP C. SHAH)

Place: Mumbai
Date: 18th May, 2012.

Practising Company Secretary
Partner
Membership: 1483
Certificate of Practice: 436

QUANTUM DIGITAL VISION (INDIA) LIMITED
 Registered Office: 143, Attipattu Village, Ponneri Taluk, Chengai MGR District,
 Chennai - 601 203

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the hall

I, hereby record my attendance at the Thirty Second Annual General Meeting to be held on Friday, 15th September, 2012 at 143, Attipattu Village, Ponneri Taluk, Chennai-MGR District, Chennai: 601 203 at 10.00 A.M.

DP ID : _____	CLIENT ID : _____	
NAME AND ADDRESS OF SHAREHOLDER (IN BLOCK CAPITALS)		FOLIO NO.

SIGNATURE OF THE SHARE HOLDER OR PROXY: _____

QUANTUM DIGITAL VISION (INDIA) LIMITED
 Registered Office: 143, Attipattu Village, Ponneri Taluk, Chengai MGR District,
 Chennai - 601 203

PROXY

DP ID : _____	CLIENT ID : _____	
---------------	-------------------	--

I/We _____ of _____
 _____ being a Member/Members of **QUANTUM DIGITAL VISION (INDIA) LIMITED** Hereby appoint _____ of _____
 _____ (Or failing him) _____ of _____
 _____ as my/our Proxy to attend and vote for me/us and on my/our behalf at the Thirty Second Annual General Meeting of the Company to be held on Friday, 15th September, 2012 at 143, Attipattu Village, Ponneri Taluk, Chennai-MGR District, Chennai: 601 203 at 10.00 A.M. and at any adjournment thereof.

AS WITNESS my hand/our hands this _____ day of _____ 2012.

SIGNATURE OF THE SHAREHOLDER OR PROXY:



NOTE: The Proxy Form must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the Meeting. The Proxy need not be a member of the Company.

Folio No. _____

Name of the Shareholder(s): _____

SHAH & TAPARIA
CHARTERED ACCOUNTANTS

12, Navjeevan Wadi, Dhobi Talao,
Mumbai - 400002.
Telefax : 022-66319266 / 67 / 68
www.shahtaparia.com

AUDITORS REPORT TO THE MEMBERS OF M/S. QUANTUM DIGITAL VISION (I) LIMITED

1. We have audited the attached Balance Sheet of **M/s. QUANTUM DIGITAL VISION (I) LIMITED**, as at 31st March, 2012 and also Profit & Loss Statement and Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 as amended by the Companies (Auditor's Report) (Amendment) Order, 2004, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order to the extent applicable.
4. Further to our comments in the Annexure referred to above, 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, Profit and Loss Statement and Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
 - d) In our opinion, the Balance Sheet, Profit & Loss Statement and cash flow statement dealt with this report comply with the accounting standards referred to in sub section (3C) of section 211 of the Companies Act, 1956.
 - e) On the basis of information and explanation given to us and representation received from the directors of the company, We report that none of the directors is disqualified from being appointed as Director of the company under clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.

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- f) Balances of Sundry Debtors, Sundry Creditors, Loans and Advances and various other debit/credit balances are subject to confirmation and adjustments necessary upon reconciliation (refer Note No 3 of Notes to Accounts). The effect of the adjustments arising from reconciliation and settlement of old outstanding dues and possible loss that may arise on account of non-recovery or partial recovery of such dues is not ascertained. We are unable to express an opinion about the impact thereof on the accounts and the loss for the year.
- g) Non provision of interest on Secured Loan and Suppliers Credit against Imported machineries, since as the interest is not ascertained, (refer Note No 4 of Notes. to Accounts). We are unable to express an opinion about the impact thereof on the accounts and the loss for the year.
- h) Provision for liability towards leave salary and bonus and gratuity to employees is accounted for on cash basis, which is not in conformity with- Accounting Standard 15 on Accounting of Retirement benefits to Employees.
- i) Subject to our comments in para 4, (f), (g) & (h) In our opinion and to the best of our information and according to the explanation given to us, the accounts read with the notes thereon, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view:
- i) In the case of the Balance Sheet of the State of affairs of the Company as at 31st March, 2012.
- ii) In the case of Profit & Loss Statement of the Loss for the year ended on that date.
- and
- iii) In the case of the cash flow statement of the cash flows for the year ended on that date.

Place : Mumbai

For **SHAH & TAPARIA**
Chartered Accountants

Date : 18/05/2012

RAMESH PIPALAWA
Partner
M. No. 103840

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ANNEXURE TO THE AUDITORS' REPORT

(Referred to in paragraph 3 of our report of even date)

- (i) In respect of fixed assets:
- (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
 - (b) All the assets have not been physically verified by the management during the year but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
 - (c) During the year, the company has not disposed off a major part of the fixed assets.
- (ii) In respect of its Inventories:
- (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. In our opinion, the frequency of verifications is reasonable.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) The Company is maintaining proper records of inventory. As explained to us, there was no material discrepancy noticed on physical verification of inventories as compared to the book records.
- (iii) In respect of loans, secured or unsecured, granted or taken by the company to/ from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956:
- a) The Company has granted interest free loans to a company covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs. 4.45 Lacs and the year-end balance of loan granted to such parties was Rs. 0.24 Lacs.

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- b) In our opinion, other terms and conditions on which loans have been granted to company listed in the register maintained under section 301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the Company.
 - c) The parties have repaid the principal amounts as stipulated.
 - d) There is no overdue amount of loans granted to company listed in the register maintained under section 301 of the Companies Act, 1956.
 - e) The company had not taken any loan, secured or unsecured from company, firm and other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, clauses (iii) f and (iii) 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 procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, no major weakness has been noticed in Internal Control System.
- (v) According to the information and explanations given to us, the Company has not entered into any contract or arrangement with other parties, which needs to be entered in the register maintained under Section 301 of the Companies Act, 1956.
- (vi) According to the information and explanations given to us, the company has not accepted any deposits from the public during the year.
- (vii) In our opinion, the company does not have an internal audit system commensurate with the size of the company and nature of its business.
- (viii) The maintenance of cost records under section 209(1) (d) of the Companies Act, 1956 has not been prescribed by the Central Government.
- (ix) In respect of statutory dues:
- (a) According to the records of the Company, the company is regular in depositing with appropriate authorities undisputed statutory dues including, income tax, sales tax, wealth tax, custom duty, excise duty, cess and other material statutory dues applicable to it.
 - (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31st March 2012 for a period of more than six months from the date they became payable.

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- (c) According to the information and explanation given to us, details of dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have not been deposited as on dispute are given below:

Particulars	Amount (Rs)
Excise demand under adjudication	8,57,436
Sales Tax of Slivassa under appeal	1,03,481
Sales Tax under appeal	4,73,536
Income tax under appeal	25,37,354

- (x) The accumulated losses of the company are more than fifty percent of its net worth. The company has incurred cash losses during the financial year covered by our audit and not incurred cash losses in the immediately preceding financial year.
- (xi) Based on our audit procedures and according to the information and explanations given to us, the company has defaulted in repayment of dues to a financial institution or bank. The company has not provided for interest accrued on these loans in its books.

	FROM BANKS	Amount (Rs)
	FROM FINANCIAL INSTITUTIONS	
i)	Hire Purchase Loan from Gujarat State Financial Corporation	40,41,631
ii)	Gujarat State Financial Corp.	1,40,64,805
iii)	Term Loan from GSFC	1,52,54,946
	Add: Interest accrued and due	1,32,77,062
	Total	4,66,38,444

- (xii) Based on our examination of the records and the information and explanation given to us, the company has not granted any loans and/or advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) According to the information and explanation given to us, the company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.

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- (xiv) According to the information and explanation given to us, the Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the order are not applicable to the company.
- (xv) According to the information and explanation given to us, the Company has not given any guarantee in favour of financial institutions or banks for loans taken by others.
- (xvi) According to the information and explanation given to us, the company has not raised any new term loans during the year.
- (xvii) According to the information and explanation given to us and on an overall examination of the Balance Sheet of the Company. We are of the opinion that no funds raised on short-term basis have been used for long-term investment by the Company.
- (xviii) According to the information and explanations given to us, during the year, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956.
- (xix) The Company did not have any outstanding debentures during the year. Accordingly, no securities have been created.
- (xx) The Company has not raised any money by way of public issue during the year.
- (xxi) Based on our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practice in India and according to the information and explanations given to us, no fraud on or by the Company, noticed or reported during the year.

Place : Mumbai

For **SHAH & TAPARIA**
Chartered Accountants

Date : 18/05/2012

RAMESH PIPALAWA
Partner
M. No. 103840

QUANTUM DIGITAL VISION (I) LTD.

Balance Sheet as at 31st March, 2012

Particulars	Note No.	AS AT	
		31/03/2012	31/03/2011
1. EQUITY AND LIABILITIES		Rs.	Rs.
(1) Shareholder's Funds			
(a) Share Capital	3	30,350,000	30,350,000
(b) Reserves and Surplus	4	(53,493,027)	(46,691,194)
(c) Money received against share warrants		----	----
(2) Share application money pending allotment			
(3) Non-Current Liabilities			
(a) Long-term borrowings	5	115,348,628	115,348,628
(b) Deferred tax liabilities (Net)	6	1,758,842	1,018,610
(c) Other Long term liabilities	7	3,333,996	3,333,996
(d) Long term provisions	8	----	----
(4) Current Liabilities			
(a) Short-term borrowings	9	2,500,000	4,329,956
(b) Trade payables	10	8,149,225	39,894,964
(c) Other current liabilities	11	662,529	2,543,534
(d) Short-term provisions	12	-	<u>2,231,928</u>
Total		108,610,193	152,360,322
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	13	98,450,400	102,661,411
(i) Tangible assets	13	----	----
(ii) Intangible assets	13	----	----
(iii) Capital work-in-progress	13	----	----
(iv) Intangible assets under development	14	2,500	----
(b) Non-current investments			
(c) Deferred tax assets (net)			
(d) Long term loans and advance	15	2,366,579	2,366,579
(e) Other non-current assets	16	----	----
(2) Current assets			
(a) Current investments	17	----	----
(b) Inventories	18	83,285	83,285
(c) Trade receivables	19	-	23,519,392
(d) Cash and cash equivalents	20	4,350,028	18,279,582
(e) Short-term loans and advances	21	3,357,402	5,550,073
(f) Other current assets	22	----	----
Total		108,610,193	152,360,322

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES 2.1

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

As per our report of even date attached.

FOR SHAH & TAPARIA
Chartered Accountants

FOR QUANTUM DIGITAL VISION (I) LTD.

Ramesh Pipalawa
Partner
Membership No. 103840
Firm No. 109463W

(Director)

(Director)

PLACE : MUMBAI
Date : 18/05/2012

QUANTUM DIGITAL VISION (I) LTD.

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

Particulars	Note No.	AS AT	
		31/03/2012	31/03/2011
		Rs.	Rs.
I. Revenue from operations (Gross)	23	----	19,042,459
Less: Excise Duty		----	----
Revenue from operations (Net)		----	119,042,459
II. Other Income	24	7,190,960	4,388,447
III. Total Revenue (I + II)		7,190,960	123,430
<i>IV. Expenses:</i>			
Cost of materials consumed	25	----	----
Purchase of Stock-in-Trade	26	----	43,117,755
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	27	----	----
Employee benefit expense	28	1,505,770	4,576,293
Financial costs	29	----	----
Depreciation and amortization expense	30	4,555,999	4,765,130
Other expenses	31	7,166,600	53,198,052
Prior Period Items		24,192	----
Total Expenses		13,252,561	105,657,230
V. Profit before exceptional and extraordinary items and tax (III - IV)		6,061,601	17,773,676
VI. Exceptional Items		----	----
VII. Profit before extraordinary items and tax (V - VI)		6,061,601	17,773,676
VIII. Extraordinary Items		----	----
IX. Profit before tax (VII - VIII - IX)		6,061,601	17,773,676
XI. Tax expense:			
(1) Current tax		----	2,231,828
(2) Deferred tax		740,232	1,018,610
XII. Profit(Loss) from the period from continuing operations (X - XI)		(6,801,833)	14,523,238
XIII. Profit/(Loss) from discontinuing operations		----	----
XIV. Tax expense of discounting operations		----	----
XV. Profit/(Loss) from Discontinuing operations (XII - XIII)		----	----
XVI. Profit/(Loss) for the period (XI + XIV)		6,801,833	14,523,238
XVII. Earning per equity share:			
(1) Basic			
(2) Diluted		----	2.92

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES 2.1

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

As per our report of even date attached.

FOR SHAH & TAPARIA
Chartered Accountants

FOR QUANTUM DIGITAL VISION (I) LTD.

Ramesh Pipalawa
Partner
Membership No. 103840
Firm No. 109463W

(Director)

(Director)

PLACE : MUMBAI
Date : 18/05/2012

QUANTUM DIGITAL VISION (I) LTD.**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH. 2012**

	Year ended 31st March, 2012 Rs.		Year ended 31st March, 2011 Rs.	
CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit for the year		(6,061,601)		17,773,1
Adjustments for :				
Depreciation/ Amortisation	4,555,999		4,765,130	
Preliminary Expenses w/off	----		----	
Income From Investments	----		----	
Prior Period Expenses	----		----	
Profit on sale of Fixed Assets	----		----	
Loss on sale of long term Investments	----		----	
Taxes, Excise duty no longer recoverable written off	----		----	
Dividend & Interest Received	(77,060)			
Fringe Benefit Tax Paid	----		(2,170)	
Earlier Year Payment of Income Tax	----			
Interest paid on Term Loan	----	4,478,939	----	4,762,9
Operating Profit before Working Capital change		(1,582,662)		22,536,6
Adjustments for :				
Trade and other Receivable	23,519,392		(18,004,392)	
Inventories	----		----	
Other Current Assets	2,092,671	(5,525,073)		
Trade Payable	37,688,528	12,076,466	38,095,091	14,565,6
NET CASH FROM OPERATING ACTIVITIES- Total (A)		(13,659,127)		37,102,2
CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(344,987)		(327,099)	
Capital Work in Progress			----	
Pre-operative Expenses			----	
Sale of Fixed Assets			----	
Investment	(2,500)		----	
Income from Investments	77060		----	
Purchase of Investments			----	
Sale of Investments			----	
Dividend Received			----	
Interest Received			----	
NET CASH USED IN INVESTING ACTIVITIES Total (B)		(270,427)		327,099
CASH FLOW FROM FINANCING ACTIVITIES				
Unclaimed Dividend Paid				
NET CASH USED IN FINANCING ACTIVITIES Total (C)				
Issue of Equity Capital			----	
Share Application Money			----	
Share Premium			(18,362,756)	
Proceeds from Borrowings			----	
Interest paid			----	18,362,756
Preliminary Exp.			----	
Net Increase/(Decrease) In Cash and Cash Equivalents Total (A+B+C)		(13,929,554)		18,412,40
Cash and Cash Equivalents - Opening Balance		18,279,582		132,82
Cash and Cash Equivalents - Closing Balance		4,350,028		18,279,58
Note: Previous year's figures have been regrouped/rearranged wherever considered necessary.				

As per our report of even date attached.

FOR SHAH & TAPARIA
Chartered AccountantsFor and on behalf of the Board
FOR QUANTUM DIGITAL VISION (I) LTD.**Ramesh Pipalawa**
Partner**(Director)****(Director)****PLACE : MUMBAI****Date : 18/05/2012**

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

Note : 1 Corporate information

Quantum Digital Vision (I) Ltd. is a Public Limited Company listed on Bombay Stock Exchange (BSE) in India and incorporated under the provisions of the Companies Act, 1956. The company is engaged in the business of manufacturing of Spring Leaves and assembles, polymer bags, TV Serial and trading in Medicine items.

Note : 2 Basis of preparation

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed by the Companies (Accounting Standards) Rules, 2006, the provisions of the Companies Act, 1956 and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Note : 2.1 Summary of significant accounting policies

A. Change in accounting policy

Presentation and disclosure of financial statement During the year ended 31 March 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 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.

B. Basis of Accounting

All income and expenditure items having a material bearing on the financial statements are recognized on accrual basis except those with significant uncertainties like gratuity payment, leave salary & bonus which are accounted on cash basis.

C. Fixed Assets, intangible assets and capital work in progress

Fixed assets are stated at cost, less accumulated depreciation and impairment, if any. Direct costs are capitalised until fixed assets are ready for use. Capital work in progress comprises of the cost of fixed assets that are not yet ready for their intended use at the reporting date. Intangible assets are records at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortisation and impairment.

D. Depreciation

Depreciation is provided on a straight line method at the rates prescribed in Schedule XIV to the Companies Act, 1956.

E. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the investment acquired, whichever is more clearly evident.

Current investments are carried in the financial statement at lower of cost and fair market value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

Investment property

An investment in land or buildings, which is not intended to be occupied substantially for use by, or in the operations of, the company, is classified as investment property. Investment properties are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the investment property to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

F. Inventories

Finished goods & Work in progress are valued at cost or net realisable value whichever is lower and includes excise duty. Cost for this purpose includes direct material, direct labour, excise duty and appropriate portion of overheads for bringing the inventory to its present location and condition.

Raw Material, Stores & Spares, Packing Materials are valued at cost (computed on FIFO basis) or net realisable value whichever is lower. Cost includes purchase price, freight inward and incidental expenses.

G. Deferred Tax Assets or Liability

Deferred Tax Assets or Liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements of the company.

Deferred tax assets or liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted by the balance sheet date. The effect on Deferred tax assets or liabilities of a change in tax rates is recognized in the period that includes the enactment date.

H Taxation :

Current Income Tax and Fringe Benefit Tax expenses are determined in accordance with the provisions of the Income Tax Act 1961.

Deferred tax expenses or benefit is recognized on timing difference being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

I. Retirement Benefit :

The company is in-process to formulate the retirement benefit policy for the employees.

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

J. Segment Reporting:

The Company operates under multi segment viz. " manufacturing of plastic products and software relating to multimedia and entertainment industries, since the company didn't recognize any revenue from any segment during the year hence the disclosure requirement of AS-17 'Segment Reporting' issued by the Institute of Chartered Accountants of India is not Applicable.

K. Earning Per Share:

The company reports basic and diluted earning per share in accordance with AS-20 "Earning Per Share". Basic earning per share have been computed by dividing net profit after tax by weighted average number of shares outstanding for the year. Diluted earning per share have been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year.

L. Impairment of Assets:

The carrying amount of assets are reviewed at each balance sheet date for indication of any impairment based on internal/external factors.. An impairment loss is recognised whenever the carrying amount of the asset exceeds its recoverable amount. Any such impairment loss is recognised by charging it to the profit & loss account. A previously recognised impairment loss is reversed when it no longer exists and the asset is restated to that effect.

M. Provisions & Contingent Liabilities:

A provision is recognised if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

J. Foreign Currency Transaction

Foreign-currency denominated monetary assets and liabilities are translated at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in the Statement of profit and loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

Revenue, expense and cash-flow items denominated in foreign currencies are translated using the exchange rate in effect on the date of transaction. Transaction gains or losses realised upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled.

K Revenue Recognition

Revenue from sales are recognised when significant risk and rewards of ownership are transferred to the customer which generally coincide with dispatch of goods. The sales are inclusive of excise duty but net of sales tax and returns.

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

Notes On Accounts for the year ended 31st March 2012

1. The Company is a Sick Industrial company within the meaning of clause (o) of sub-section (i) of section 3 of the Sick Industrial Companies (Special Provisions) Act 1985.
2. Contingent Liabilities:

Sr.	Particulars	As on 31/03/2012	As on 31/03/2011
		(Rs)	(Rs)
i)	Excise duty under adjudication	854736	854736
ii)	Sales Tax under Appeal	473536	473536
iii)	Sales Tax under Appeal (Silvassa)	103481	103481
iv)	Income Tax under Appeal	2537354	2537354
v)	Bank Guarantee for Electricity	1000000	1000000
vi)	Liability on account of non-fulfillment of export obligations / EPCG Scheme	Amount not ascertained	Amount not ascertained
		(refer Note below)*	

* Liability on account of non fulfillment of export obligations / EPCG scheme it is not possible to quantify the above liability at present, the normal procedure is that custom duty is charged on depreciated value on machines at the end of the extended period if further extensions is either not sought or not granted.

The above have not been provided for in the accounts as in the opinion of the company the demands are not sustainable to the company.

3. The balances in respect of Sundry Debtors, Sundry Creditors and other Loans & Advances are subject to confirmation and adjustment necessary upon reconciliation thereof and hire purchase loan from GSFC, Supplier credit machinery import are also subject to confirmation and also including interest provisions if any.
4. Interest on secured loan from financial institutions and interest on imported machinery from M/s. Reigenhauser GmbH & Co. and Renova Plastik Maschinen GMBH (Unsecured Loans) has not provided in the books of accounts for the year under review as well as earlier years also amount unascertained. As a result of these the accumulated loss has been lower stated to that extend.

Note : 3 Share Capital

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	<u>AUTHORIZED CAPITAL</u> 7,000,000 (31.03.2011: 7,000,000) Equity Shares of Rs. 10/ each.	70,000,000	70,000,000
		70 000,000	70,000,000
2	<u>ISSUED, SUBSCRIBED & PAID UP CAPITAL</u> 3035000 (31.03.2011: 3035000) Equity Shares of Rs. 10/- each Fully Paid up	30,350,000	30,350,000
	Total	30,350,000	30,350,000

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

B. Terms & Rights attached to equity shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

C. The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2012 and March 31, 2011 is set out below:

Particulars	As At 31/03/2012		As At 31/03/2011	
	Equity Shares	Preference Shares	Equity Shares	Preference Shares
Shares outstanding at the beginning of the year	3,035,000	----	3,035,000	----
Shares issued during the year	----	----	----	----
Shares bought back during the year	----	----	----	----
Shares outstanding at the end of the year	3,035,000	----	3,035,000	----

D. Shareholders holding More than 5% of Share Capital

Name of Shareholder	As at 31/03/2012		As at 31/03/2011	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Bhagyazhreee Dassani	183,688	6.05	179,688	5.92
Cyma Dassani Marketing Pvt. Ltd	935,000	30.81	935,000	30.81
Dushyant Bapna	250,000	8.24	250,000	8.24
Rameshwar Lal Agarwal	241,110	7.94	283,156	9.33
Himalay Dassani	177,900	5.86	178,500	5.88

Note : 4 Surplus (Profit & Loss Account)

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Share Premium	20,025,000	20,025,000
2	Share Capital Reserve	412,063,750	12,063,750
3	General Reserve	4,313,000	4,313,000
4	Surplus (Profit & Loss Account)		
	Balance as per Last Financial Statements	(83,092,944)	(97,616,182)
	Add: Profit for the current year	(6,801,833)	14,523,238
	Less: Income Tax of Earlier Years	----	----
	Sub Total	(89,894,777)	83,092,944
	Total	(53,493,027)	(46,691,194)

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

Note : 5 Long Term Borrowings

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
2	<u>Term Loan</u> <u>From Financial Institutions</u> <u>Secured Loans</u> I) Hire Purchase Loan from Gujarat State Financial Corporation ii) Gujarat State Financial Corporation iii) Term Loan from GSFC iv) Interest accrued and due Hire purchase, loan facilities and term loan facilities from Gujarat State Financial Corporation are secured by hypothecation of assets of polymer division and charge of machineries of polymer division and personal guarantee of directors of the Company.	----	----
	<u>From Other Parties</u> <u>Unsecured Loans from GLINT GLOBAL</u> Reiferhauser GMBH Kenya Machine GMBH Interest accrued and due Interest on secured loan from financial institutions and interest on imported machinery from M/s. Reigenhauser GmbH & Co. and Rerlova Plastik Maschinen GMBH (Unsecured Loans) has not provided in the books of accounts for the year under review as well as earlier years also amount unascertained. As a result of these the accumulated loss has been lower stated to that extend.	4,041,631 14,064,805 15,254,946 13,277,062 26,647,375 28,585,941 13,474,868	4,041,831 14,064,805 15,254,946 13,277,062 26,649,375 28,585,941 13,474,868
3.	Deferred Payment Liabilities	----	----
4.	Deposit	----	----
5.	Loans & Advances From Related Parties	----	----
6.	Long Term Maturities of Finane lease obligation	----	----
7.	Loans From Directors	----	----
8.	Other Loans & Advances	----	----
	Total	115,348,628	115,348,628

Note : 6 Deferred Tax Liabilities (Net)

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Deferred Tax Liability (Net) Fixed Assets: Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting.	1,018,610.00 740,232.00	1,018,610.00
	Total	1,758,842.00	1,018,610.00

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

Note : 7 Other Long Term Liabilities

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Trade Payable	3,333,996.00	3,333,996.00
2	Others	----	----
	Total	3,333,996.00	3,333,996.00

Note : 8 Long Term Provisions

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Provision from Employment Benefit	----	----
2	Others	----	----
	Total	----	----

Note : 9 Short Term Borrowings

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	<u>Loan Repayable on Demand</u>		
	- From Bank	----	----
	From Other Parties	----	----
	Dileep Trading Corporation	1,800,000.00	1,800,000.00
	Cyma Dassani Mrktg. P. Ltd.	----	152,430.00
	D T Ceramic Pvt Ltd	200,000.00	200,000.00
	Dileep Lifestyle Pvt. Ltd.	500,000.00	500,000.00
	Fair Pak Inv. P Ltd	----	1,677,526.00
2	Loans & Advances From Related Parties	----	----
4	Others	----	----
	Total	2,500,000.00	4,329,956.00

Note : 10 Trades Payable

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Trade payables outstanding beyond normal operating cycle	3,333,996.00	3,333,996.00
2	Others due within normal operating cycle	8,149,225.00	39,894,964.00
	Total	11,483,221.00	43,228,960.00

Note : 11 Other Current Liabilities

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	TDS Payable	43,549.00	2,189,894.00
2	Salary Payable	113,068.00	26,049.00
3	Shah & Taparia	505,912.00	327,591.00
	Total	662,529.00	2,543,534.00

Note : 12 Short Term Provisions

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Provision From Employees Beenefit	----	----
2	Others	----	2,231,828.00
	Provision for Taxation		
	Total	----	2,231,828.00

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

Note : 13 Fixed Assets

Sr. No.	Particulars	Rate	Gross Block			Depreciation				Net Block		
			As at 31/03/2011	Addition During the year	Deduction During the year	As at 31/03/2012 the year	As at 31/03/2011	For the year	Adjustments	NET Depreciation	As on 31/03/2012	As on 31.03.2011
1	Tangible Assets											
	Land	0.00%	5,032,997	----	----	5,032,997	----	----	----	----	5,032,997	5,032,997
2	Building	3.34%	13,874,028	----	----	13,874,028	241,903	----	241,903	6,873,321	7,000,707	7,242,610
3	Plant & Machinery	4.75%	130,023,206	----	----	130,023,206	4,258,379	----	4,258,379	44,631,496	85,391,710	89,050,090
4	Office Equipment	4.75%	1,202,284	147,137	----	1,349,421	22,037	----	22,037	760,390	589,031	463,931
5	Computer / Laptop	16.21%	239,253	197,850	----	437,103	27,031	----	27,031	99,528	337,575	166,756
6	Furniture & Fixture	6.33%	359,070	----	----	359,070	6,648	----	6,648	260,690	98,380	105,028
7	Vehicle	9.50%	460,641	----	----	460,641	----	----	----	460,641	----	----
	Total (Current Year)		151,191,479	344,987	----	151,536,466	4,555,999	----	4,555,999	53,086,066	98,450,400	102,661,411
	Total (Previous Year)		150,864,380	327,099	----	151,191,479	4,765,130	----	4,765,130	48,530,068	102,661,411	107,099,442

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

Note : 14 Non Current Investment

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	<u>Investment in Partnership Firms</u> Bharat Trading & Investment	2,500	----
	Total	2,500	----

Note : 14.1 Details of Investment in Partnership Firm

Name of the Firm :- **Bharat Trading & Investment**

Capital balance as on 31.03.2012 :- **Rs. 2500**

Sr. No.	Name of the Partners	Profit Sharing Ratio (%)
1	HIMALAY PANNALAL DASSANI	15
2	BHAGYASHREE DASSANI	15
3	ABHIMANYU HIMALAY DASSANI	15
4	AVANTIKA DASSANI	15
5	QUANTUM DIGITAL VISION LTD	10
6	DREAMWORK PICTURES LTD.	10
7	GENESIS E-TECH LTD.	10
8	DASSANI INVESTMENTS	10
	Total	100

Note : 15 Long Term Loans and Advances

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	<u>Capital Assets</u>		
	a) <u>Secured, Considered Good :</u>	----	----
	b) <u>Unsecured, Considered Good :</u>	----	----
	c) <u>Doubtful</u>	----	----
II)	<u>Security Deposit</u>		
	<u>Unsecured, Considered Good :</u>		
	Deposit with Government Authorities	10,000	10,000
	Deposit with GSFC	1,820,018	1,820,018
	Rental Deposits	500,000	400,000
	c) <u>Doubtful</u>		
III)	<u>Loans & Advances to related parties</u>	----	----
IV)	<u>Other Loans & Advances</u>		
	Sales Tax Paid Under Appeal	36,561	36,561
	Total	2,366,579	2,266,579

QUANTUM DIGITAL VISION (I) LTD.
Notes to Financial Statements for the year ended 31 March 2012

Note : 16 Other Non Current Assets

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Long Term Trade Recievables		
	a) <u>Secured, Considered Good :</u>	----	----
	b) <u>Unsecured, Considered Good :</u>	----	----
	c) <u>Doubtful</u>	----	----
II)	<u>Other Loans & Advances</u>	----	----
	Total	----	----

Note : 17 Current Investment

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Investment in Equity		
2	Investment in Prefrence Shares	----	----
3	Investment in Govt Securities	----	----
4	Investment in debentures & Bonds	----	----
5	Investment in Mutual Fund	----	----
6	Investment in Partnership Firm	----	----
7	Others	----	----
	Total	----	----

Note : 18 Inventories

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Closing Stock	83,285	83,285
	Total	83,285	83,285

Note : 19 Trade Recievables

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	<u>Outstanding for more than six months</u>		
	a) <u>Secured, Considered Good :</u>	----	----
	b) <u>Unsecured, Considered Good :</u>	----	----
	c) <u>Doubtful</u>	----	----
2)	<u>Others</u>		
	a) <u>Secured, Considered Good :</u>	----	----
	b) <u>Unsecured, Considered Good :</u>	----	23,519,392
	c) <u>Doubtful</u>	----	----
	Total	----	23,519,392

QUANTUM DIGITAL VISION (I) LTD.
Notes to Financial Statements for the year ended 31 March 2012

Note : 20 Cash & Cash Equivalent

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Cash-in-Hand		
	Cash Balance	464,894	725,317
	Petty Cash Balance	7,988	----
	Sub Total (A)	472,882	725,317
2)	Bank Balance		
	Oriental Bank of Commerce	3,877,146	14,553,674
	Vijaya Bank	----	591
	Fixed Deposit (O.B.C.)	----	3,000,000
	Sub Total (B)	3,877,146	17,554,265
3)	Cheques on Hand	----	----
	(C)		
	Total [A + B + C]	4,350,028	18,279,582

Note : 21 Short Terms Loans and Advances

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Loans & Advances from related parties	----	----
	a) <u>Secured, Considered Good :</u>	----	----
	b) <u>Unsecured, Considered Good :</u>	----	----
	c) <u>Doubtful</u>	----	----
II)	<u>Others</u>		
	Advance to Employees against Salary	1,000	14,774
	Prepaid Expenses	57,244	7,220
	Others Loans & Advances	501,345	660,106
	<u>Advance Income Tax Including TDS</u>		
	TDS Receivable F.Y. 2010-11	941,714	3,173,542
	TDS Receivable F.Y. 2011-12	767,429	----
	Vat Refundable	12,795	----
	Service Tax Receivable (Cenvat credit)	1,075,875	1,694,431
	Total	3,357,402	5,550,073

Note : 22 Other Current Assets

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1		----	----
2		----	----
	Total	----	----

QUANTUM DIGITAL VISION (I) LTD.
Notes to Financial Statements for the year ended 31 March 2012

Note : 23 Revenue from Operations

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Sales & Services	----	119,042,459
	Total	----	119,042,459

Note : 24 Other Income

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Commission / Professional Income	7,068,276	4,383,130
2)	Sundry Balances Written back	21,394	5,317
3)	Discount Received	24,230	----
4)	Interest on Fixed Deposits	77,060	----
	Total	7,190,960	4,388,447

Note : 25 Cost of Material Consumed

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
		----	----
	Total	----	----

Note : 26 Purchase of Stock in Trade

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Purchases	----	43,117,755
	Total	----	43,117,755

Note : 27 Change in Inventories

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Closing Stock	83,285	83,285
2	Less: Opening Stock	83,285	83,285
	Total	----	----

Note : 28 Employment Benefit Expenses

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Salary	1,473,882	4,462,594
2	Staff Welfare	31,888	113,699
	Total	1,505,770	4,576,293

Note : 29 Financial Cost

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
		----	----
	Total	----	----

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

Note : 30 Depreciation & Amortised Cost

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Depreciation (As per Note 13)	4,555,999	4,765,130
2	Preliminary Expenses W/O	----	----
	Total	4,555,999	4,765,130

Note : 31 Other Expenses

Sr. No.	Particulars	As At 31/03/2012	As At 31/03/2011
1	Audit Fees	280,000	280,000
2	Bank Charges	5,057	56,245
3	Business Promotion	872,054	2,197,612
4	Brokerage & Commission	3,498	22,159,095
5	Computer & Software Exp	69,640	45,146
6	Books & Periodicals	16,649	17,393
7	Electricity Exp.	87,387	69,952
8	Legal & Professional Fees	937,927	1,175,800
9	Factory Expenses	288,799	16,690
10	Office Expenses	121,985	115,229
11	Motor Car Expenses	842,523	1,246,782
12	Conveyance	27,709	54,723
13	Security Charges	252,280	193,300
14	Postage & Telegrams	26,765	35,257
15	Printing & Stationery	75,421	866,146
16	Rent, Rates & Taxes	570,000	1,003,965
17	Repairs & Maintenance	1,150,838	19,633,910
18	Membership & Subscription Fees	104,892	91,297
19	Telephone & Mobile	98,691	125,200
20	Misc Expenses	233,519	11,013
21	Travelling Exp	286,883	445,834
22	Transport Charges	3,700	441,800
23	Director Remuneration	----	83,696
24	Listing Fees	----	12,600
25	RTA Charges	50,286	55,694
26	Service Tax Expense	6,726	----
27	Advertisement Expenses	32,000	17,000
28	Discount	----	32,192
29	Transit Insurance	----	60,001
30	Packaging Exp.	5,500	2,593,200
31	Incentive on Early Payment	115,871	61,280
	Total [A + B]	7,166,600	53,198,052

QUANTUM DIGITAL VISION (I) LTD.

Notes to Financial Statements for the year ended 31 March 2012

B Payment to auditor

Particulars	As At 31/03/2012	As At 31/03/2011
As auditor: Audit Fees	280000	280000
Total	280000	280000

As per our report of even date attached.

FOR SHAH & TAPARIA
Chartered Accountants

FOR QUANTUM DIGITAL VISION (I) LTD.

Ramesh Pipalawa
Partner
Membership No. 103840
Firm No. 109463W

(Director)

(Director)

PLACE : MUMBAI
Date : 18/05/2012

32. The Company is in the process of identifying S.S.I. units from its creditors. The relevant information this regard shall be give when it is compiled. So far, there has been no claim on the company in respect of any interest by supplier including SSI Units.
33. The cash flow Statement As per AS 3 is as per Annexure 'A'
34. Related Party information as identified by the management as per Accounting Standard 18 on Related Party Disclosure' issued by the Institute of Chartered Accountants of India.

Relationships	
a) Joint Venture	Nil
b) Key Management Personnel	- Mr. Himalay Dassani - Mr G. K. Bhandari - Mr. Rajkishan Singh
c) Enterprise over which key management Personnel exercise significant influence or Control	- Genesis E Tech Limited - Dreamworks Pictures Limited (Formerly known as Shristi Entertainment Pvt. Ltd.)
d) Relatives of Key Management Personnel	- Mrs. Bhagyashree Dassani - Master Abhimanyu Dassani - Miss. Avantika Dassani - Smt. Shakuntala Dassani

Particulars	Referred in a) above	Referred in b) above	Referred in c) above	Referred in d) above
Opening Balances				
- Equity Share Capital				
- Share Application money				
- Loans, Advances and Deposits given		NIL	4.45	
- Loans, Advances and Deposits received		0	NIL	NIL
- Debtors		NIL		
- Creditors		NIL	5.88	
Transactions during the year				
- Loans, Advances and Deposits given			NIL	
- Loans, Advances and Deposits received back			NIL	
- Loans, Advances and Deposits received		NIL	4.21	NIL
- Loans, Advances and Deposits repaid		NIL	16.9	NIL
- Sale of Goods & Services				
- Purchase of Fixed Assets				
- Share Application Money Received.				
- Share Application Money Repaid				
- Share Premium				
- Equity Share Capital Issued				
Closing Balance				
- Loans, Advances and Deposits given			0.24	
- Loans, Advances and Deposits received		NIL	NIL	
- Debtors				
- Creditors			NIL	NIL
- Equity Shares				
- Share Application Money				

Note: Related party relationships as identified by the Company and relied upon by the Auditors.

35. Earning Per Share (EPS) : For calculating EPS Net Profit(Loss) after Tax as shown in P & L A/c. is taken as numerator and weighted average number of equity shares taken as denominator are 30,35,000 share-of Rs.10/- each.
36. No disclosure is required under AS-24 on "Discontinuing Operations" issued by the Institute of Chartered Accountants of India as the company has suspended its manufacturing activity/product line since earlier years.
37. The company is in the process of conducting an exercise for identification of impaired assets, if any, as required AS-28 on "Impairment of Assets" issued by the Institute of Chartered Accountants of India.
38. Disclosure of Derivative Instruments :
During the year the company has not entered into any forward exchange contracts as such there are not outstanding oeriaaarv contract as at 31st March, 2009 to be disclosed as per the ICAI announcement.
39. The Company has not appointed a-whole time Company Secretary under Section 383A of the Companies Act, 1956, however the comp any is trying to fill up the vacancy by finding out a suitable candidate.
40. The Company has settled the dispute with the Indian Overseas Bank and paid the compromise amount to the Bank during the year.
41. One of the foreign machinery supplier, ie, Renova. Plastik Maschinen GmbH (Unsecured Loans) has also filed a suit against the comp any. The same has been disputed as the machinery did not comply with the order specifications as to origin and quality.

32nd Annual Report 2011-2012

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