



Quantum Digital Vision (India) Ltd.

CORPORATE OFFICE : 416, HUBTOWN Solaris, N. S. Phadke Road, Opp. Telli Galli, Andheri (East) MUMBAI - 400 069
Tel.: 022-2684 6530, Email: info@dassanigroup CIN:L35999TN1980PLC008235 website : www.qil.in

Date: 04-10- 2016

To
The Manager
Department of Corporate Services
BSE Ltd.
Dalal Street, Fort
Mumbai – 400 001

Sub. :- Regulation 34 (1) of LODR, 2015 - Submission of Annual Report for FY-2015-16

Ref. :- Scrip Code- 530281

Dear Sir / Madam,

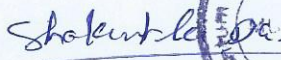
Pursuant to the provisions of Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith Annual Report of Quantum Digital Vision (India) Ltd for FY-2015-16 duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

Kindly take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Quantum Digital Vision (India) Limited


Shakuntla Dassani
Director



Encl: as above



**QUANTUM DIGITAL
VISION (INDIA) LIMITED**

**36th
ANNUAL REPORT (2015-16)**

BOARD OF DIRECTORS

Himalay Pannalal Dassani	Managing Director
Rajkishan Shamboonarayn Singh	Independent Director
Gajendra Kumar Bhandari	Independent Director (Resigned w.e.f. 9 th August, 2016)
Shakuntla Panna Dassani	Director
Sunil Chopra	Additional Independent Director (Appointed w.e.f. 9 th August, 2016)

REGISTERED OFFICE

Address: 143 Athipattu Village , Ponneri Taluk ,Chengal ,Tamil Nadu -601 203

Email: himalay@gmail.com

Website: www.qil.in

AUDITORS

M/S. Shah & Taparia

Chartered Accountants

Add: 12 Navjeevan Wadi, Dhobi Talao, Mumbai – 400 002

Telefax: 66319266/67/68

E-mail: info@shahtaparia.com

REGISTRAR & SHARE TRANSFER

SHAREX DYNAMIC (INDIA) PRIVATE LIMITED,

Add: Unit No. 1, Luthra Industrial Premises,
Andheri-Kurla Road, Safed Pool, Andheri (East),
Mumbai – 400 072

Tel: 022-2851 5606/2851 5644

Fax: 2851 2885

Email: sharexindia@vsnl.com

Web: www.sharexindia.com

ANNUAL GENERAL MEETING

Day	Friday
Date	23 rd September, 2016
Venue	143 Athipattu Village , Ponneri Taluk ,Chengal ,Tamil Nadu -601 203
Time	11.00 AM

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NOTICE TO THE MEMBERS

QUANTUM DIGITAL VISION INDIA LIMITED

CIN: L35999TN1980PLC008235

Add: 143 Athipattu Village , Ponneri Taluk ,Chengal , Tamil Nadu -601 203

Email: himallay@gmail.com

NOTICE is hereby given that the 36th Annual General Meeting of the Members of **QUANTUM DIGITAL VISION (INDIA) LIMITED** will be held on **Friday, 23rd September, 2016** at **11.00 AM** at 143 Athipattu Village, Ponneri Taluk ,Chengal, Tamil Nadu -601 203 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2016, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Himalay Dasani (DIN: 06747412) who retires by rotation, and being eligible offers himself for reappointment.
3. To ratify appointment of Auditor

“RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Audit and Auditors) Rules, 2014 (“Rules”) (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of M/s. Shah & Taparia., Chartered Accountants, (FRN No. 109463W), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2017 to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

4. **To Regularize appointment of Mr. Sunil Chopra (DIN: 00153705) as an Independent Director as per Companies Act, 2013.**

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152, schedule IV and all other applicable provisions of the Companies Act, 2013 read with (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force Mr. Sunil Chopra (DIN: 00153705), who was appointed as an Additional Director (Independent)pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the company and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office, for five years effective from the date of appointment by the Board that is from 9th August, 2016 to 8th August, 2021.”

By order of Board
**For Quantum Digital Vision (India)
Limited**

REGISTERED OFFICE:

143 Athipattu Village, Ponneri Taluk,
Chengal, Tamil Nadu -601 203

SD
Himalay Pannalal Dassani
Managing Director
Place: Tamil Nadu
Date: 10th August, 2016

NOTES

1. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
2. A statement giving the relevant details of the Directors seeking re-appointment under Item Nos. 2 of the accompanying Notice.
3. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty eight (48) hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
6. Share Transfer Books of the Company will remain closed from 17th September, 2016 to 23rd September, 2016 (both days inclusive) for the purpose of Annual General Meeting (AGM) of the Company to be held on September 23, 2016.
7. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
8. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
9. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
10. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants.
11. Members who hold shares in physical form are requested to send their e-mail address to the following: sharexindia@vsnl.com.
12. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar i.e. Sharex Dynamics (I) Pvt Ltd, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.
14. E-Voting process

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their voting rights at the 36th Annual General Meeting (AGM) by

electronic means and the business may be transacted through 'remote e-voting' services provided by Central Depository Services (India) Ltd. (CDSL).

The instructions for shareholders voting electronically are as under:

- (i) The remote e-voting period begins on 20th September, 2016 at 9.00 am and ends on 22nd September, 2016 at 5.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 16th September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
For CDSL: 16 digits beneficiary ID,
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding Shares in Demat Form and Physical Form	
	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Quantum Digital Vision (I) Limited on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) Those persons, who have acquired shares and have become Members of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on cut-off date i.e. 16th September, 2015 shall view the Notice of the 36th AGM on the Company’s website or on the website of CDSL. Such Members shall exercise their voting rights through remote e-voting by following the procedure as mentioned above or by voting at the AGM.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxi) M/s PAYAL TACHAK & ASSOCIATES., Practicing Company Secretaries has been appointed as a Scrutinizer to scrutinize the remote e-voting and voting process at the AGM in a fair and transparent manner. E-Voting is optional to the shareholders, the shareholders can alternatively vote in the AGM by physically attending the AGM. The facility for voting, through ballot paper shall also be made available at the venue of the AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM. A Member can opt for only one mode of voting i.e. either through e-voting or in physical form. If a Member casts his/her vote by both modes, then voting done through e-voting shall prevail and the vote by ballot shall be treated as invalid.
- (xxii) The Voting Results along with the Consolidated Scrutinizer’s report shall be placed on the Company’s website and on the website of CDSL not later than three days of conclusion of the AGM of the Company and communicated to the Bombay Stock Exchange (BSE).

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

ITEM NO. 4

Mr. Sunil Chopra (DIN: 00153705) was appointed as an Additional Independent Director by the Board of Directors on 9th August, 2016. In accordance with the provisions of Section 161 of the Companies Act, 2013 the above director holds office up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing from a member of the company proposing his candidature for appointment as Independent Director of the Company in accordance with the provisions of section 160 of the Companies Act, 2013. Mr. Sunil Chopra is not disqualified from being appointed as a Director in terms of section 164 of the act. Section 149 of the Act stipulates the criteria of Independence and pursuant to said section an independent director can hold office for a term upto 5(five) consecutive years on the Board of the company w.e.f. the date of appointment by the Board, i.e. from 9th August, 2016 to 8th August, 2021 and shall not be included in the total number of directors for retirement by rotation. The Company has received a declaration from Mr. Sunil Chopra (DIN: 00153705) that he meets the criteria of Independence as prescribed under sub- section(6) of section 149 of the Act. The Board feels that presence of Mr. Sunil Chopra (DIN: 00153705) on the Board is desirable and would be beneficial to the company and hence recommend the resolution for adoption.

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way, concerned or interested in the proposed resolution except Mr. Sunil Chopra.

The Board recommends the Resolutions as set out at item Nos. 4 of the Notice for your approval.

Registered Office:

By Order of the Board

Place: Tamil Nadu
Date: 10th August, 2016

Himalay Dassani
Managing Director

ANNEXURE TO ITEM 2 and 4 OF THE NOTICE

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting

Name of the Director	Mr. Himalay Dassani	Mr. Sunil Chopra
Director Identification Number (DIN)	00622736	00153705
Date of Birth	27 th November, 1968	13 th June, 1959
Nationality	Indian	Indian
Date of Appointment on Board	28/08/1993	09/08/2016
Qualification	Engineer in Packaging and Technology	C.A.
Shareholding in the Company	1,78,500	0
List of Directorships held in other Companies (excluding foreign, and Section 8 Companies)	Genesis E Tech Limited Dreamworks Pictures Limited Everonn Dassani Literate Limited	Comfi Consultants Pvt. Ltd Prajyot Mercantile Pvt. Ltd Apex Leasing Pvt. Ltd Ashadeep Mercantile Pvt. Ltd
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public Companies	--	--

DIRECTOR'S REPORT

To,

The Members,

Your Directors have pleasure in presenting their 36th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2016.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The Board's Report shall be prepared based on the standalone financial statements of the company.

Particulars	2015-2016	2014-2015
Gross Income	40,03,062	64,40,778
Profit / (Loss) Before Interest and Depreciation	15,15,100	(2,15,562)
Less: Finance Charges	--	(16,63,997)
Gross Profit/(Loss)	15,15,100	(18,79,559)
Less: Provision for Depreciation	(13,54,342)	(29,98,936)
Extraordinary Item	--	--
Net Profit/(Loss) Before Tax	1,60,760	(48,78,495)
Less: Provision for Tax	(7,30,950)	(3,90,205)
Net Profit/(Loss) After Tax	(5,70,190)	(52,68,700)
Balance of Profit brought forward	--	--
Balance available for appropriation	--	--
Proposed Dividend on Equity Shares	--	--
Tax on proposed Dividend	--	--
Transfer to General Reserve	--	--
Surplus carried to Balance Sheet	(5,70,190)	(52,68,700)

2. COMPANY'S PERFORMANCE AFFAIR

Your Directors are positive about the Company's operations and making best efforts to implement the cost reduction measures to the extent feasible.

3. DIVIDEND

During the year, the Directors had made the Provision for dividend to be payable on Preference Shares @ 0.5%. Due to the requirement of Fund for further expansion, the Directors do not recommend any equity dividend.

During the year, no amount was transferred to General Reserves.

4. RESERVES AND SURPLUS

The balance of Profit & Loss statement amounting to Rs. -12,99,75,869 for financial year under review is transferred to reserves. The total reserves for the financial year 2015-16 is Rs-12,99,75,869/-.

5. SHARE CAPITAL

The total paid up capital of the Company as on March 31, 2016 is Rs. 6,99,50,000/- comprising of 30,35,000 Equity Shares of Rs. 10/- each amounting to Rs. 3,03,50,000/- and 39,60,000 @0.5% Redeemable Non-Cumulative Preference Shares of Rs. 10/- each amounting to Rs. 3,96,00,000/- and 2,500,000 (Twenty Five Lacs) Preference Shares of the Company of the face value of Rs. 10/- (Ten) each, for an aggregate value not exceeding Rs. 2,50,00,000, as Non-Convertible Redeemable Preference Shares ("Preference Shares").

6. DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with provisions of the Companies Act, 2013, Mr. Himalay Dassani, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

Further, the appointment of Mr. Sunil Chopra is regularized as per Section 161 of the Companies Act, 2013, who was appointed as an Additional Independent Director on 9th August, 2016 for the term upto the ensuing Annual General Meeting.

Mr. Gajendra Kumar Bhandari Independent Director of the Company Resigned from the Directorship w.e.f. 9th August, 2016.

The Company has received declaration from all the Independent Directors of the Company confirming that they meet criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

7. MEETINGS

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year Four Board Meetings and Four Audit Committee Meetings were convened and held. The details of which are given as under.

Sr. No.	Date	Sr. No.	Date
	Board Meeting		Audit Committee
1.	25-May-15	1.	25-May-15
2.	12-Aug-15	2.	12-Aug-15
3.	05-Nov-15	3.	05-Nov-15
4.	11-Feb-16	4.	11-Feb-16

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

8. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration.

9. COMMITTEES OF THE BOARD

During the year, in accordance with provisions of Companies Act, 2013, the Board of Directors of the Company has constituted/re constituted following 3 committees:

1) Audit Committee

The Audit Committee of the Company reviews the reports to be submitted with the Board of Directors with respect of auditing and accounting matters. It also supervises the Company's financial reporting process. The Audit Committee Comprises of 3 Directors. The Chairman of the Audit Committee is a Non-executive and Independent Director. The Composition of the Audit Committee is as under:

Sr. No.	Name	Nature of the Directorship	Designation in Committee
1.	Mr. Gajendra Kumar Bhandari*	Independent Director	Chairman
2.	Mr. Rajkishan Singh	Independent Director	Chairman
3.	Mr. Himalay Dassani	Managing Director	Member
4.	Mr. Sunil Chopra**	Independent Director	Member

* Ceased to be a Chairman and Member of the Audit Committee w.e.f. 9th August, 2016.

** Appointed as a Member of the Audit Committee w.e.f. 9th August, 2016.

2) Nomination & Remuneration Committee

The Company has re-constituted Nomination & Remuneration Committee and presently the Remuneration committee comprises of 3 (Three) Directors.

Sr. No.	Name	Nature of the Directorship	Designation in Committee
1.	Mr. Gajendra Kumar Bhandari*	Independent Director	Chairman
2.	Mr. Rajkishan Singh	Independent Director	Chairman
3.	Mr. Himalay Dassani	Managing Director	Member
4.	Mr. Sunil Chopra**	Independent Director	Member

* Ceased to be a Chairman and Member of the Audit Committee w.e.f. 9th August, 2016.

** Appointed as a Member of the Audit Committee w.e.f. 9th August, 2016.

3) Stakeholder Relationship Committee

The Board of Directors of the Company has renamed its 'shareholders'/Investors Grievance Committee' as Stakeholder Relationship Committee consisting of two members chaired by non executive Director. The Committee, inter-alia, deals with various matters relating to:

Sr. No.	Name	Nature of the Directorship	Designation in Committee
1.	Mr. Gajendra Kumar Bhandari*	Independent Director	Chairman
2.	Mr. Rajkishan Singh	Independent Director	Chairman
3.	Mr. Sunil Chopra**	Independent Director	Member

* Ceased to be a Chairman and Member of the Audit Committee w.e.f. 9th August, 2016.

** Appointed as a Member of the Audit Committee w.e.f. 9th August, 2016.

10. REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

11. DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, the directors would like to state that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give true and fair view of the state of affairs of the Company for the year under review.
- c) 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.
- d) The directors have prepared the annual accounts on a going concern basis.
- e) The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

12. AUDITORS

The Auditors, M/s Shah & Taparia., Chartered Accountants, Mumbai, retire at the ensuing Annual General Meeting and, being eligible, offer themselves for reappointment for a period of the conclusion of this Annual General Meeting [AGM] till the conclusion of Thirty Seventh (37th) Annual General Meeting.

13. AUDITORS' REPORT

The Directors are of opinion that the comments in the Auditors report are self explanatory and do not call for any further explanations.

14. SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Act and Rules made there under, Ms. Teena Dedhia, proprietress of M/s. Teena Dedhia & Associates, Practicing Company Secretary had been appointed as Secretarial Auditor of the Company for the Financial Year 2015-16, but due to personal reasons she had resigned as Secretarial Auditor of the Company, hence the Board has appointed Ms. Payal Tachak, proprietress of M/s. Payal Tachak & Associates, Practicing Company Secretary for the FY 2015-16.

Secretarial Auditor's observation and Management's explanation to the Auditor's observation –

The Director refers to the Auditor's observation in the Secretarial Audit Report and as required under Section 204(1) of the Companies Act, 2013 the Company has obtained a secretarial audit report.

- a) Non appointment of Company Secretary & Compliance Officer

The Board would like to bring to your notice that the Company has been trying to recruit a Company Secretary on best efforts basis since a long time but the Company has not been successful.

- b) Clause 1.2.4 of Secretarial Standard 2 – Map of the Venue of the Annual General Meeting in the Notice of AGM for the Year 2014-15.

The Company will comply with the same in Annual General Meeting to be held on 2015-16.

- c) Regulation 14 of the SEBI (Listing Obligations and Disclosures Requirements) Reg. 2015- Payment of Annual Listing fees to Stock Exchange within 30 days from Financial Year end.

The Company will pay the Listing fees to the BSE Limited for Financial Year 2016-17 in near future.

- d) 100% Promoter Shareholding in Demat Form - SEBI Circular SEBI/Cir/ISD/05/2011 dated 30th September, 2011 and SEBI Circular SEBI/Cir/ISD/03/2011 dated 17th June, 2011.

The management is trying to do the needful to comply with the said provisions.

- e) Provision for Payment of Interest on 0.5% Preference shares

The Company will do the needful required in near future.

f) Non filing of forms with ROC

With regard to non filing of MGT 10 form was mainly due to ambiguity and uncertainty of the applicability of the same for the relevant period.

g) Quarterly/Half-yearly/Annual Compliances of Calcutta Stock Exchange for period under review.

The Company is suspended from Calcutta Stock Exchange. Therefore all the Compliances will be done at the time of Revocation of Suspension.

h) *Regulation 46 – Web Site of the Company is not updated.*

Website of the Company is under transformation. As soon as new website is launched all the information will get updated.

The report of the Secretarial Auditors is enclosed as Annexure II to this report.

15. VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.qil.in under investors/policy documents/Vigil Mechanism Policy link.

16. RISK MANAGEMENT POLICY

The Company has laid down well defined Risk Management Policy. The Board Periodically reviews the risk and suggests steps to be taken to control and mitigate the same through a proper defined framework.

17. EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT 9** as a part of this Annual Report as **ANNEXURE I**.

18. CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The code laid down by the Board is known as “code of business conduct” which forms an Appendix to the Code. The Code has been posted on the Company’s website www.qil.in

19. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has an effective internal control and risk-mitigation system, which are constantly assessed and strengthened with new/revised standards operating procedures. The Company’s internal control system is commensurate to the size, scale and complexities of its Operations.

20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Conservation of energy, technology absorption, foreign exchange earnings and outgo are Nil during the year under review.

21. INDUSTRIAL RELATIONS:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

22. LISTING WITH STOCK EXCHANGES

The Company is Listed on BSE Limited. The Company is suspended from trading platform of Calcutta Stock Exchange.

23. OTHER INFORMATION

Your Directors hereby states that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Your Company has not provided Loans, Guarantees or made Investment pursuant to Section 186 of the Companies Act, 2013;

2. The Provision of Section 135 of the Act with respect to Corporate Social Responsibility (CSR) is not applicable to the Company, hence, there is no need to develop policy on CSR and take initiative thereon;
3. The Company do not have any subsidiary, joint venture or, associate Company, hence, no need to state anything about the same;
4. The Company has not accepted deposits covered under Chapter V of the Act;
5. No significant material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.
6. Since, the Company having paid-up capital less than the threshold provided under Clause 49/ Regulation 27 (2) of the Listing Agreement, hence, the Company need not required to address Reports on Corporate Governance, certificate/s pertains thereto and.
7. There are no employees who are in receipt of salary in excess of the limits prescribed under Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
8. The Company has not entered any contracts or arrangements with related parties specified under Section 188 of Companies Act, 2013.

24. ACKNOWLEDGEMENTS

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors

**Place: Tamil Nadu
Date: 10th August, 2016**

**SD
Himalay Pannalal Dassani
Managing Director**

**SD
Rajkishan Shamboonarayan Singh
Independent Director**

ANNEXURE INDEX

<u>Annexure</u>	Content
I	Annual Return Extracts in MGT 9
II	MR-3 Secretarial Audit Report

Annexure I**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014.**I. REGISTRATION & OTHER DETAILS:**

1	CIN	L35999TN1980PLC008235
2	Registration Date	21/04/1980
3	Name of the Company	QUANTUM DIGITAL VISION (INDIA) LIMITED
4	Category/Sub-category of the Company	Category : Company Limited by Shares Sub-Category : Indian Non-Government Company
5	Address of the Registered office & contact details	143, Athipattu Village , ponneri Taluk, Chengai Mgr Dist – 601 203 Email ID: himallay@gmail.com
6	Whether listed company	Listed on BSE Limited and The Calcutta Stock Exchange Limited
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Name: Sharex Dynamic (India) Private Limited, Address : Unit-1, luthra 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 , Web: www.sharexindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	NIL		

III. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1-April-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	311588	212812	524400	17.28%	416588	107812	524400	17.28%	0.00%
b) Central Govt	--	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	935000	--	935000	30.81%	935000	--	935000	30.81%	0.00%
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any other	--	--	--	--	--	--	--	--	--
(2) Foreign									
Individuals (Non-Residents Individuals/Foreign Individual)	--	--	--	--	--	--	--	--	--
Total shareholding of Promoter (A)	1246588	222812	1469400	48.09%	1351588	107812	1459400	48.09%	0.00%
B. Public Shareholding									
11. Institutions									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1-April-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	--	--	--	--	--	--	--	--	--
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	34524	20900	55424	1.83%	20640	20900	41540	1.37%	-0.46%
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	269900	459370	729270	24.03%	295584	447570	743154	24.49%	0.46%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	643596	131900	775496	25.55%	643596	131900	775496	25.55%	3.46%
c) Others (specify)									
Non Resident Indians	15410	--	15410	0.51%	15410	--	15410	0.51%	0.00%
Overseas Corporate Bodies	--	--	--	--	--	--	--	--	--
Foreign Nationals	--	--	--	--	--	--	--	--	--
Clearing Members	--	--	--	--	--	--	--	--	--
Trusts	--	--	--	--	--	--	--	--	--
Hindu Undivided Families	--	--	--	--	--	--	--	--	--
Foreign Bodies - DR	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-									
Total Public Shareholding (B)=(B)(1)+ (B)(2)	963430	612170	1575600	51.91%	975230	600370	1575600	51.91%	0.00%
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	2210018	824982	3035000	100.00%	2326818	708182	3035000	100.00%	0.00%

B) Shareholding of Promoter-

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Archana Dassani	15937	0.53%	--	15937	0.53%	--	--
2	Bhagyashree Dassani	185788	6.12%	--	185788	6.12%	--	--
3	Cyma Dassani Marketing Pvt Ltd	935000	30.81%	--	935000	30.81%	--	--
4	Himalay Dassani	178500	5.88%	--	178500	5.88%	--	--
5	Pankaj Dassani	10625	0.35%	--	10625	0.35%	--	--

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
6	Pannalal Dassani	21750	0.72%	--	21750	0.72%	--	--
7	Shakuntala Dassani	111800	3.68%	--	111800	3.68%	--	--

C) Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No.	Particulars	Shareholding at the beginning of the year 1 st April, 2015		Cumulative Shareholding during the year 31 st March, 2016	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year (1 st April, 2015)	1459400	48.09	--	--
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	No Change*	No Change	--	--
3.	At the end of the year (31 st March, 2016)	1459400	48.09	--	--

D) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year 1 st April, 2015		Cumulative Shareholding during the Year 31 st March, 2016	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	MANISH BIPIN SANGHVI				
	At the beginning of the year	289525	9.54%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	289525	9.54%	--	--
2.	DUSHYANT BAPNA				
	At the beginning of the year	250000	8.24%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	250000	8.24%	--	--
3.	MADHUKAR SHETH				
	At the beginning of the year	78846	2.60%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	78846	2.60%	--	--
4.	RAMESHWAR LAL AGARWAL				
	At the beginning of the year	46900	1.55%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	46900	1.55%	--	--
5.	VANITA SANGHAVI				
	At the beginning of the year	42500	1.40%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	42500	1.40%	--	--
6.	PRITI DOSHI				
	At the beginning of the year	42500	1.40%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	42500	1.40%	--	--
7.	RAHUL KAMALKANT				
	At the beginning of the year	38673	1.27%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	38673	1.27%	--	--
8.	CHRISTINE SAM CHANG				

Sr. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year 1 st April, 2015		Cumulative Shareholding during the Year 31 st March, 2016		
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
	At the beginning of the year	23052	0.76%	--	--	
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):					
	At the end of the year	--	--	23052	0.76%	
9.	BISOPLAST & POLYMERS PVT. LTD.					
	At the beginning of the year	15000	0.49%	--	--	
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--	
	At the end of the year	15000	0.49%	--	--	
10.	JAINAM SHARE CONSULTANTS PVT. LTD					
	At the beginning of the year	13783	0.45%	--	--	
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--	
	Date	Reason				
	30-09-2015	Transfer	-100	-0.00%	13683	0.45%
	09-10-2015	Transfer	-2151	-0.07%	11532	0.38%
	31-03-2016	Transfer	-1000	-0.03%	10532	0.35%
	At the end of the year			10532	0.35%	

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	HIMALAY PANNALAL DASSANI				
	At the beginning of the year	178500	5.88%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	178500	5.88%	--	--
2.	RAJKISHAN SHAMBOONARAYN SINGH				
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	--	--	--	--
3.	GAJENDRA KUMAR BHANDARI				
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	--	--	--	--
4.	SHAKUNTLA PANNA DASSANI				
	At the beginning of the year	111800	3.68%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	111800	3.68%	--	--
5.	PANNA LALCHAND DASSANI				
	At the beginning of the year	21750	0.72%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	21750	0.72%	--	--

IV. INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (1 st				

April 2015)				
i) Principal Amount	--	3,97,10,184	--	3,97,10,184
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	--	--	--
Change in Indebtedness during the financial year	--	--	--	--
* Addition	--	--	--	--
* Reduction	--	(10,87,956)	--	(10,87,956)
Net Change	--	(10,87,956)	--	(10,87,956)
Indebtedness at the end of the financial year (31 st March 2016)		--		--
i) Principal Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	3,86,22,228	--	3,86,22,228

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Mr. Himalay Dassani, Managing Director
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	--
2	Stock Option	--
3	Sweat Equity	--
4	Commission - as % of profit - others, specify...	--
5	Others, please specify	--
	Total (A)	--
	Ceiling as per the Act	11% of the Net Profit

B. Remuneration to other directors

Sr. No.	Particulars of Remuneration	Name of Directors			Amount
1	Independent Directors	Rajkishan Shamboonarayn Singh	Gajendra Kumar Bhandari	Shakuntla Panna Dassani	
	Fee for attending board committee meetings	--	--	--	--
	Commission	--	--	--	--
	Others, please specify	--	--	--	--
	Total (1)	--	--	--	--
2	Other Non-Executive Directors	None			
	Fee for attending board committee meetings	--	--	--	--
	Commission	--	--	--	--
	Others, please specify	--	--	--	--
	Total (2)	--	--	--	--
	Total (B)=(1+2)	--	--	--	--
	Total Managerial Remuneration	--	--	--	--
	Overall Ceiling as per the Act	11% of the Net Profit			

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

SN	Particulars of Remuneration	Panna Lalchand Dassani, CFO
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--
2	Stock Option	--
3	Sweat Equity	--
4	Commission - as % of profit others, specify...	--
5	Others, please specify	--
	Total	--

VI. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: NONE
SD

For and on behalf of the Board of Directors
SD

Place: Tamil Nadu
Date: 10th August, 2016

Himalay Pannalal Dassani
Managing Director

Rajkishan Shamboonarayan Singh
Independent Director

Annexure II

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Quantum Digital Vision India Limited
143 Athipattu Villages, Ponneri Taluk,
Chengal, Tamil Nadu - 601203

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Quantum Digital Vision India Limited** (hereinafter called "**the Company**"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended March 31, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained **Quantum Digital Vision India Limited** ("the company") for the financial year ended March 31, 2016 according to the provisions of:
 - i. The Companies Act, 2013 (the Act) and the rules made thereunder;
 - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 - iii. The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;
 - iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
2. Provisions of the following Regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 were not applicable to the Company under the financial year 2015-16:
 - a) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - b) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
3. Provisions of the Foreign Management Act, 1999 and the rules and Regulations made thereunder to the extent of External Commercial Borrowings were not attracted to the company under the Audit period.
4. I have also examined compliance with the applicable clauses of the following:
- (i) Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 2013; and
 - (ii) The Listing Agreements entered into by the Company with BSE Limited (upto 30 November, 2015).

During the period under review and as per the explanations and the clarifications given to us and the representation made by the Management of the Company, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above to the extend applicable and subject to the following observation.

1. *Sec 203(1)(ii) of Companies Act, 2013 – Appointment of Key Managerial Personnel*

Pursuant to the provisions of Sec 203(1)(ii) read with Rule 8 of The Companies (Appointment and Remuneration of Managerial Personnel) every Listed Company shall have the following whole time Key Managerial Personnel,-

- a) *Managing Director, or Chief Executive Officer or Manager and in their absence, a whole-time director;*
- b) *Company Secretary; and*
- c) *Chief Financial Officer*

However, during the period under review, the Company has not Appointed Company Secretary as the Key Managerial Personnel.

2. *Regulation 6 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (Applicable from 1st December, 2015).*

Pursuant to Regulation 6 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 a Listed Company shall designate Qualified Company Secretary as a Compliance officer.

However, during the period under review, the Company has not appointed Compliance officer.

3. *Clause 1.2.4 of Secretarial Standard 2 – Map of the Venue of the Annual General Meeting in the Notice of AGM for the Year 2014-15.*

Pursuant to clause 1.2.4 of the Secretarial Standards 2 on General Meeting Notice shall contain complete particulars of the venue of the Meeting including route map and prominent land mark for easy location. In case of companies having a website, the route map shall be hosted alongwith the Notice on the website.

However, during the period under review, the Company has not given road map and prominent land mark in the AGM notice of the 2014-15.

4. *Regulation 14 of the SEBI (Listing Obligations and Disclosures Requirements) Reg. 2015- Payment of Annual Listing fees to Stock Exchange within 30 days from Financial Year end.*

Every Listed company shall pay all such fees or charges, as applicable, to the recognized stock exchange, in the manner specified.

However, the Company has not yet paid Annual Listing fees to BSE Limited for Financial Year 2016-17.

5. 100% Promoter Shareholding in Demat Form - SEBI Circular SEBI/Cir/ISD/05/2011 dated 30th September, 2011 and SEBI Circular SEBI/Cir/ISD/03/2011 dated 17th June, 2011.

Further to the SEBI circular SEBI/Cir/ISD/03/2011 dated 17th June, 2011 and with reference to the SEBI Circular SEBI/Cir/ISD/05/2011 dated 30th September, 2011 SEBI in consultation with Stock Exchanges, has decided that the securities of companies shall be traded in the normal segment of the exchange if and only if, the company has achieved 100% of promoter's and promoter group's shareholding in dematerialized form latest by the quarter ended December, 2011.

However, during the year under review the Company has not complied with the SEBI Circular SEBI/Cir/ISD/05/2011 dated 30th September, 2011.

6. Provision for Payment of Interest on 0.5% Preference shares- **The Company had not made provision for payment of Interest on 0.5% Preference Shares in Financial Year 2015-16.**
7. Section 93 of the Companies Act, 2013 – Return to be filled with Registrar – MGT 10

Every Listed Company shall file a return in the prescribed form with the Registrar with respect to change in the number of shares held by promoters and top ten Shareholders of such company, within 15 days of such change.

However, the Company has not filled MGT 10 form after changes in the top ten Shareholders of the Company.

8. Quarterly/Half-yearly/Annual Compliances of Calcutta Stock Exchange for period under review.

The company has not complied with the Quarterly/Half-yearly/Annual Compliances of Calcutta Stock Exchange for period under review.

9. Regulation 46 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 – Functional Website containing basic information about the Listed entity.

Pursuant to Regulation 46 of the SEBI (Listing Obligation and Disclosure Requirements), 2015 every Listed entity shall maintain a functional website containing the basic information about the listed entity.

However, during the period under review, the Company has not updated its website with the information as mentioned in Regulation 46(2) of the SEBI (Listing Obligation and Disclosure Requirements), 2015.

I further report that; the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice for the Board /Committee Meetings was given to all directors to schedule the Board/Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that; as represented by the Company and relied upon by us there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the Company has not passed any Resolutions which are having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

I further report that during the audit period, there were no instances of:

1. Public/Right/Preferential Issue of securities;
2. Redemption/Buy Back of Securities;
3. Merger/Amalgamation etc.;
4. Foreign technical Collaborations

I further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, Accounting Standards etc. has not been reviewed in this Audit, since the same is subject to review by designated professional/s during the course of statutory financial audit.

I further state that my report of even date is to be read alongwith "**Annexure – A**" appended hereto.

FOR PAYAL TACHAK & ASSOCIATES
Practicing Company Secretary

SD
CS PAYAL TACHAK
Proprietor
ACS 38016
CP 15010

Place: Mumbai
Date: 10th August, 2016

'ANNEXURE A'

To,
The Members,
Quantum Digital Vision India Limited
143 Athipattu Villages, Ponneri Taluk,
Chengal, Tamil Nadu - 601203

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

FOR PAYAL TACHAK & ASSOCIATES
Practicing Company Secretary

SD
CS PAYAL TACHAK
Proprietor,
ACS 38016
CP 15010

Place: Mumbai
Date: 10th August, 2016

MANAGEMENT DISCUSSION AND ANALYSIS

Overview

The Company is not carrying out any specific business. Considering the fact that the Company has adequate resources to continue in operational existence for the foreseeable future and taking into account the management assessment of improvement in the economic condition in general. The Company is getting its revenue out of commission.

Financial performance & review

The Company made a profit/(loss) of Rs. (5,70,190) during current financial year as against profit of Rs. (52,68,700) during the previous year.

Segment wise performance

As there is no particular operational activity segment wise performance is not applicable.

Outlook

The Directors are under the process of exploring other avenues of diversifying into new areas of business.

Risk Management

Your Company has no specific risks other than normal business problems which are explained above.

Internal Controls

The Company has adequate internal control procedures and has well defined business processes to ensure the efficiency and effectiveness of the efforts that go in managing various assets and interests of the Company.

Subsidiaries

Your Company has no subsidiary Companies.

CEO / CFO Certification

We hereby certify that:

- a) We have reviewed the financial statements and cash flow statement for the year ended 31st March, 2016 and to the best of our knowledge and belief:
 - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) They are, to the best of our knowledge and belief; no transactions entered into by the Company during the year ended 31st March, 2016 are fraudulent, illegal or violate any of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee that there are no:
 - i) Significant changes in internal control over financial reporting during the year under reference;
 - ii) Significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - iii) Instances during the year of significant fraud with involvement therein, if any, of the management or any employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of the Board of Directors

SD
Himalay Pannalal Dassani
Managing Director

SD
Rajkishan Shamboonarayan Singh
Independent Director

Place: Tamil Nadu
Date: 10th August, 2016

Independent Auditor's Report

To the Members of
QUANTUM DIGITAL VISION (INDIA) LIMITED.

Report on the Financial Statements

We have audited the accompanying financial statements of **QUANTUM DIGITAL VISION (INDIA) LIMITED** ("the Company"), which comprises of the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss, Cash Flow Statement for the year then ended and the summary of significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act and the Rules made thereunder including the accounting and auditing standards and matters which are required to be included in the audit report.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) In the case of the Statement of Profit and Loss, of the loss for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

Without qualifying the opinion we invite attention to:

- a. The company has not complied with the requirements of section 124 of Companies Act, 2013 with respect to dividend on preference shares. The company has not made provision for dividend on preference shares for Rs. 1,98,000/-. Accordingly, profit for the year is overstated to that extent.
- b. Balances of Sundry Debtors, Sundry Creditors, Loans and Advances and various other debit/credit balances are subject to confirmations and adjustments necessary upon reconciliation.
- c. The company does not have an Internal audit system as required by section 138 of Companies Act, 2013.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the order') issued by Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) we have sought and 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, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of the written representations received from the directors as on 31st March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**" and
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **SHAH & TAPARIA**
Chartered Accountants

FRN: 109463W

SD

Ramesh Pipalawa

Partner

M. No. 103840

Place: Mumbai

Date: 30/05/2016

Annexure “A” to Independent Auditor’s Report

Referred to in paragraph 1 under the heading “Report on Other Legal and regulatory Requirements” of our Report of even date to the financial statements of the company for the year ended March 31, 2016

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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the company except certain agreements yet to be executed.

II. In respect of its Inventories:

- (a) As explained to us, inventories have been physically verified during the year by the management at year end. 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. The Company has neither taken nor granted secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013.

IV. In our opinion and according to information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect of loans, investments, guarantees and security.

V. The company has not accepted any deposits from the public within the meaning of the section 73 and 74 of the Act and rules framed there under to the extent notified.

VI. The maintenance of cost records under section 148(1) of the Companies Act, 2013 has not been prescribed by the Central Government, in respect of any of the activities carried out by the company.

VII. (a). According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is generally regular in depositing with the appropriate authorities undisputed statutory dues including income tax, sales tax, wealth tax, service tax, cess and other material statutory dues. There were no material statutory dues which were in arrears as at 31st March 2016 for a period of more than six months from the date they became payable.

(b). According to the information and explanations given to us, there are no material dues of wealth tax, duty of customs and cess which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of sales tax have not been deposited by the Company on account of disputes.

Name of the Statute	Nature of Dues	Amount (In Rs.)	Period to which the amount relates	Forum where dispute is pending
Sales Tax	Sales Tax & Interest Penalty	Rs. 8,30,434/-	FY 2010-11	Deputy Commissioner of Sales Tax Appeals (1), Mazgaon, Mumbai

- VIII. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or bank. The Company has not taken any loan from the government and has not issued any debentures during the year.
- IX. Based upon the audit procedures performed and the information and explanations given by the management, the company did not raise moneys by way of initial public offer or further public offer including debt instruments. The terms loans outstanding at the beginning of the current year and those raised during the current year have been applied for the purposes for which those were raised.
- X. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- XI. According to information and explanations given to us and based on our examination of the records of the company, the company has paid/provided for managerial remuneration in accordance with the provisions of section 197 read with Schedule V of the Act.
- XII. In our opinion and according to the information and explanations give to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- XIII. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
- XIV. According to the information and explanations given to us and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company.
- XV. According to the information and explanations given to us and based on our examination of the records of the Company, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- XVI. In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company and hence not commented upon.

For **SHAH & TAPARIA**
Chartered Accountants
FRN: 109463W

SD

Ramesh Pipalawa
Partner
M. No. 103840

Place: Mumbai
Date: 30/05/2016

**“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of
QUANTUM DIGITAL VISION (INDIA) LIMITED**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the
Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **QUANTUM DIGITAL VISION (INDIA) LIMITED** (“the Company”) as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance

that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **SHAH & TAPARIA**
Chartered Accountants
FRN: 109463W

SD
Ramesh Pipalawa
Partner
Membership No. : 103840

Place: Mumbai
Date: 30/05/2016

QUANTUM DIGITAL VISION (INDIA) LTD.

Balance Sheet as at 31st March, 2016

Particulars	Note No.	As at	As at
		31/3/2016 (Rs.)	31/3/2015 (Rs.)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	699,50,000	699,50,000
(b) Reserves and Surplus	4	(1299,75,869)	(1291,68,084)
(2) Share application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings	5	397,10,184	397,10,184
(b) Deferred tax liabilities (Net)	6	-	-
(c) Other Long term liabilities	7	1,14,836	1,14,836
(4) Current Liabilities			
(a) Short-term borrowings	8	386,22,228	414,00,000
(b) Trade payables	9	87,038	59,305
(c) Other current liabilities	10	9,00,101	13,76,964
(d) Short Term Provisions	11	4,75,190	2,37,595
Total		198,83,708	236,80,801
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	12	138,98,089	152,52,431
(b) Non-current investments	13	4,240	3,867
(c) Deferred Tax Assets (Net)	14	22,14,139	29,14,457
(d) Long term loans and advances	15	50,211	46,561
(2) Current assets			
(a) Inventories	16	83,285	83,285
(b) Trade Receivables	17	-	20,47,200
(c) Cash and Bank Balances	18	3,53,672	4,47,588
(d) Short-term loans and advances	19	32,80,072	28,85,412
Total		198,83,708	236,80,801

Summary of Significant Accounting Policies 2

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

As per our report of even date attached.

FOR SHAH & TAPARIA, Firm No.: 109463W
Chartered Accountants.

FOR QUANTUM DIGITAL VISION (INDIA) LTD.

SD
Ramesh Pipalawa , Partner
Membership No. : 103840
PLACE : Mumbai
DATE : 30/05/2016SD
Himalay Dassani
Managing Director
SD
Rajkishan Singh
Director
SD
Pannalal Dassani
CFO

QUANTUM DIGITAL VISION (INDIA) LTD.

Statement of Profit & Loss for the year ended 31st March, 2016

Particulars	Note No.	As at	As at
		31/03/2016 (Rs.)	31/03/2015 (Rs.)
I. Revenue from operations (Gross)		-	-
II. Other Income	20	40,03,062	64,40,778
III. Total Revenue	(I + II)	40,03,062	64,40,778
<u>IV. Expenses:</u>			
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	21	--	--
Employee benefit expense	22	3,24,592	9,70,928
Finance Costs	23	-	16,63,997
Depreciation and amortization expense	24	13,54,342	29,98,936
Other expenses	25	21,63,369	56,85,412
IV. Total Expenses		38,42,302	113,19,273
V. Profit before exceptional and extraordinary items and tax	(III - IV)	1,60,760	(48,78,495)
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax	(V - VI)	1,60,760	(48,78,495)
VIII. Prior Period Item		-	-
IX. Extraordinary Items		-	-
X. Profit before tax	(VII - VIII - IX)	1,60,760	(48,78,495)
IX. Tax expense:			
(1) Current tax		30,632	-
(2) Deferred tax		7,00,318	3,90,205
XII. Profit/(Loss) for the period	(IX - X)	(5,70,190)	(52,68,700)
XIII. Earning per equity share:			
(1) Basic		(0.19)	1.74
(2) Diluted		-	-

Summary of Significant Accounting Policies 2

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

As per our report of even date attached.

FOR SHAH & TAPARIA, Firm No.: 109463W
Chartered Accountants.

FOR QUANTUM DIGITAL VISION (INDIA) LTD.

SD
Ramesh Pipalawa , Partner
Membership No. : 103840
PLACE : Mumbai
DATE : 30/05/2016

SD
Himalay Dassani
Managing Director
SD

SD
Rajkishan Singh
Director

Pannalal Dassani, CFO

QUANTUM DIGITAL VISION (INDIA) LTD.
Cash Flow Statement for the year ended March 31, 2016

Particulars	Year ended March 31,	
	2016 (Rs.)	2015 (Rs.)
Net profit before taxation, and extraordinary item	1,60,760	(48,78,495)
Adjustments for:		
Depreciation	13,54,342	29,98,936
Sundry Balance written off	-	(54,483)
Non Operating Income	-	-
Operating profit before working capital changes	15,15,101	(19,34,042)
Changes in Assets & Liabilities		
Inventories	-	-
Trade Receivables	20,47,200	(20,47,200)
Loans and advances and other assets	(3,98,310)	4,22,865
Trade Payables, Other liabilities & Provisions	(2,11,535)	(19,32,581)
Cash generated from operations	29,52,456	(54,90,958)
Income taxes paid	(30,632)	-
Cash flow before extraordinary item	29,21,824	(54,90,958)
Extraordinary Item	-	-
<i>Net cash from operating activities</i>	29,21,824	(54,90,958)
Cash flows from investing activities		
Purchase of fixed assets	-	-
Sale Proceeds of fixed assets	-	-
Sundry Balance written off	-	54,483
Sale of Investment	-	-
Receipt from Investments	(374)	179
Purchase of Investment	-	-
<i>Net cash from investing activities</i>	(374)	54,662
Cash flows from financing activities		
Proceeds from share allotment/application money	-	-
Net Proceeds from short-term borrowings	(27,77,772)	364,00,000
Repayment of long-term borrowings	-	(302,87,964)
Net Proceeds from Other Long Term Liabilities	-	(16,264)
Dividend and dividend Distribution Tax	-	(2,37,595)
<i>Net cash from financing activities</i>	(27,77,772)	58,58,177
Net increase in cash and cash equivalents	1,43,679	4,21,880
Cash and cash equivalents at the beginning of period	4,47,588	25,708
Cash and cash equivalents at the end of period	5,91,267	4,47,588
Summary of Significant Accounting Policies		
The accompanying notes are an integral part of the financial statements.		
As per our report of even date attached.		
FOR SHAH & TAPARIA	FOR QUANTUM DIGITAL VISION (INDIA) LTD.	
Chartered Accountants.	SD	SD
Firm No.: 109463W	Himalay Dassani	Rajkishan Singh
	Managing Director	Director
SD	SD	
Ramesh Pipalawa	Pannalal Dassani	
Partner	CFO	
Membership No. : 103840		
PLACE : Mumbai, DATE : 30/05/2016		

NOTE -1 : Preparation of Financial Statements

A. Corporate information

Quantum Digital Vision (INDIA) 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 assemblies, polymer bags, TV Serial and trading in Medicine items

B. Basis of Presenting Financial Statements

I. Basis of preparation

The Financial Statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified).

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle, and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current/non-current classification of assets and liabilities.

II. Use of Estimates

The Preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) in India requires management to make estimates and assumption that affect the reported amount of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period. Examples of such estimates include provisions for doubtful debts, future obligations under employee retirement benefit plans, income taxes, and the useful lives of fixed tangible assets and intangible assets.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Note : 2 Summary of significant accounting policies

A. Basis of Accounting

All income and expenditure items having a material bearing on the financial statements are recognized on accrual basis.

B. Fixed Assets

I. Tangible Fixed Assets

Tangible fixed assets are stated at historical cost of acquisition except Office Premises, Ownership Flats and Parking Space which have been stated at their revalued cost. Tangible Fixed Assets are shown net of accumulated depreciation and Impairment loss, if any. Direct costs are capitalized until such assets are ready for use.

II. Intangible fixed assets

Capital expenditure on purchase and development of identifiable non-monetary assets without physical substance is recognized as intangible assets in accordance with principles given under AS-26 – Intangible assets. These are grouped and separately shown under the schedule of fixed assets. These are amortized over their respective expected useful lives.

C. Depreciation

Effective from 1st April 2014, Depreciation on Tangible Fixed Assets is provided on WDV Method using the rates arrived at based on the useful lives estimated by the management. The company has used the following useful life to provide depreciation on its fixed assets.

- i. Building - 30 years
- ii. Plant & Machinery - 15 years
- iii. Office Equipment - 5 years
- iv. Computer/Laptop - 3 years
- v. Furniture & Fixture - 10 years
- vi. Air Conditioner - 5 years

Fixed Assets, individually costing less than Rupees Five Thousand- Fully depreciated in the year of purchase

ii) Tangible Assets are stated at acquisition cost, net of accumulated depreciation and accumulated Impairment losses.

Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realizable value and are shown separately in the financial statements. Any expected loss is recognized immediately in the Statement of Profit and Loss.

Losses arising from the retirement of and gains or losses arising from disposal of fixed assets which are carried at cost are recognized in the Statement of Profit and Loss.

b) Depreciation on addition of fixed assets or on sale/ discernment of assets is calculated on Pro-rata basis from the month of addition or upto the month of such sale/ discernment as the case may be.

D. Impairment of Assets:

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying cost of the assets exceeds its recoverable value. An impairment loss, if any, is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. Reversal of impairment losses recognized in the prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exist or have decreased.

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. 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.

F. 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.

G. Inventories

Finished goods & Work in progress are valued at cost or net realizable 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 realizable value whichever is lower. Cost includes purchase price, freight inward and incidental expenses.

H. 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.

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. Taxation :

Current Income Tax expenses are determined in accordance with the provisions of the Income Tax Act'1961.

J. Retirement Benefit :

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

K. 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.

L. 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.

M. Cash and Cash Equivalent

Cash comprises cash or hand and demand deposits with banks. Cash equivalents are short term (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into know amounts of cash and which are subject to an insignificant risk of changes in value.

N. Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transaction of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

O. Leases

Where the Company is the lessee

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss.

Where the Company is the lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the statement of profit and loss. Costs, including depreciation are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

P. Provisions & Contingent Liabilities:

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present values and are determined based on management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within the control of the Company. Contingent assets are neither recognized nor disclosed in the financial statements.

When there is an obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Q. 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 realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled.

R. Revenue Recognition

Revenue from sales are recognized 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.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and can be reliably measured.

Notes On Accounts for the year ended 31st March 2016

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:

Sl	Particulars	As on 31/03/2016 (Rs)	As on 31/03/2015 (Rs)
i)	Sales Tax Under Appeal for 2010-11	830434	830434

3. The balances in respect of Sundry Debtors, Sundry Creditors and other Loans & Advances are subject to confirmation and adjustment necessary upon reconciliation thereof.

4. Interest on imported machinery from M/s. Glint Global (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 extent.

Note : 3 Share Capital

A.

Sr. No	Particulars	As at 31/03/2016	As At 31/03/2015
1	AUTHORIZED CAPITAL 7,000,000 (31.03.2015: 7,000,000) Equity Shares of Rs. 10/- each.	700,00,000	700,00,000
		700,00,000	700,00,000
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL		
i.	30,35,000 (31.03.2015: 3035000) Equity Shares of Rs. 10/- each, Fully Paid up	303,50,000	303,50,000
ii.	39,60,000 (31.03.2015: 39,60,000) 0.5% Redeemable Non Cumulative Preference Shares of Rs.10/- each, Fully paid up	396,00,000	396,00,000
	Total	699,50,000	699,50,000

B. **Terms & Rights attached to Shares**

i. **Equity Shares**

The company has one class of equity shares having a par value of `Rs.10 each. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

ii. **0.5% Non Cumulative Redeemable Preference Shares**

0.5% Non Cumulative Redeemable Preference shares would be redeemable at the option of the company at any time within a period of 20 years from the date of issue. These shares would carry a fixed non-cumulative dividend of 0.5% per annum. 25,00,000 shares were allotted on 18th October, 2014 and pursuant to resolution passed at Annual General meeting of the company held on 29th September, 2014

C. **The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2016 and March 31, 2015 is set out below:**

EQUITY SHARES

Particulars	As At 31/03/2016	As At 31/03/2015
-------------	------------------	------------------

	Amount	No. of Shares	Amount	No. of Shares
Shares outstanding at the beginning of the year	303,50,000	30,35,000	303,50,000	30,35,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	303,50,000	30,35,000	303,50,000	30,35,000

PREFERENCE SHARES

Particulars	As At 31/03/2016		As At 31/03/2015	
	Amount	No. of Shares	Amount	No. of Shares
Shares outstanding at the beginning of the year	396,00,000	39,60,000	146,00,000	14,60,000
Shares Issued during the year	-	-	250,00,000	25,00,000
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	396,00,000	39,60,000	396,00,000	39,60,000

D. Details Of shareholders holding more than 5% of Aggregate Share Capital

I Equity Shares

Name of Shareholder	As at 31 March 2016	
	No. of Shares held	% of Holding
Bhagyashree Dassani	1,85,788	6.12
	(1,85,788)	(6.12)
Cyma Dassani Marketing Pvt. Ltd	9,35,000	30.81
	(9,35,000)	(30.81)
Dushyant Bapna	2,50,000	8.24
	(2,50,000)	(8.24)
Himalay Dassani	1,78,500	5.88
	(1,78,500)	(5.88)
Manish Bipin Sanghvi	2,42,625	7.99
	(2,42,625)	(7.99)

ii Preference shares

Name of Shareholder	As at 31 March 2016	
	No. of Shares held	% of Holding
A & A Project Management Consultant Pvt. Ltd	10,00,000	25
	(10,00,000)	(25)
Glint Global General Trading LLC	29,00,000	73
	(29,00,000)	(73)
Morwal Brothers	60,000	2
	(60,000)	(2)

(Figures in Bracket represents Figures of Previous Year)

Note : 4 Reserve & Surplus

Sr. No	Particulars	As at 31/03/2016	As At 31/03/2015
1	Share Premium	200,25,000	200,25,000
2	Share Capital Reserve	120,63,750	120,63,750
3	General Reserve	43,13,000	43,13,000
4	Surplus (Profit & Loss Account)		
	Balance as per Last Financial Statements	(1655,69,834)	(963,87,729)
	Add/Less: Profit/(Loss) for the current year	(5,70,190)	(52,68,700)
	Less: Income Tax of Earlier Years	-	-
	Less: Fixed Assets Written off (Net of Tax) pursuant to enactment of Schedule II of the Companies Act 2013	-	636,75,810
	Less: Provision for Preference Share Dividend	1,98,000	1,98,000
	Less: Provision for Dividend Distribution Tax	39,595	39,595
	Sub Total	(1663,77,619)	(1655,69,834)
	Total	(1299,75,869)	(1291,68,084)

Note : 5 Long Term Borrowings

Sr. No	Particulars	As at 31/03/2016	As At 31/03/2015
1	Term Loan		
	From Other Parties		
	<u>Inter Corporate Deposit</u>		
	i)Glint Global	397,10,184	397,10,184
	Interest on secured loan from financial institutions and interest on imported machinery from M/s. Glint Global (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.		
	Total	397,10,184	397,10,184

Note : 6 Deferred Tax Liabilities (Net)

Sr. No	Particulars	As at 31/03/2016	As At 31/03/2015
1	Deferred Tax Liability (Net)	-	25,10,210
	Fixed Assets: Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	-	(25,10,210)
	Total	-	-

Note : 7 Other Long Term Liabilities

Sr. No	Particulars	As at 31/03/2016	As At 31/03/2015
1	Trade payables outstanding beyond normal operating cycle	1,14,836	1,14,836
	Total	1,14,836	1,14,836

Note : 8 Short Term Borrowings

Sr. No	Particulars	As at 31/03/2016	As At 31/03/2015
1	<u>Unsecured Loan</u> Loan from Directors	386,22,228	414,00,000
	Total	386,22,228	414,00,000

Note : 9 Trades Payable

Sr. No	Particulars	As at 31/03/2016	As At 31/03/2015
1	Others due within normal operating cycle	87,038	59,305
	Total	87,038	59,305

Note : 10 Other Current Liabilities

Sr. No	Particulars	As at 31/03/2016	As At 31/03/2015
1	Sundry Creditors for Expenses	9,00,101	12,30,282
2	Book Overdraft from Bank	-	1,46,682
	Total	9,00,101	13,76,964

Note : 11 Short term Provisions

Sr. No	Particulars	As at 31/03/2016	As At 31/03/2015
1	Provision for Dividend on preference shares	3,96,000	1,98,000
2	Provision for Dividend Distribution Tax	79,190	39,595
	Total	4,75,190	2,37,595

Note : 12 Fixed Assets

Sr. No	Particulars	Gross Block			Depreciation				Net Block		
		As At 01/04/2015	Addition / (Deduction during the year)	As At 31/03/2016	As At 01/04/2015	Retained Earnings (Refer Note 1)	For The Year	NET DEPRECIATION	As At 31/03/2016	WDV as on 31.03.2016	WDV as on 31.03.2015
I	Tangible Assets										
1	Land	7,57,997	-	27,57,997	-	-	-	-	-	27,57,997	27,57,997
2	Building	138,74,028	-	138,74,028	84,49,343	-	9,25,710	9,25,710	93,75,052	44,98,975	54,24,685
3	Plant & Machinery	300,23,206	-	1300,23,206	1231,63,978	-	3,58,068	3,58,068	1235,22,046	65,01,160	68,59,228
4	Office Equipment	13,63,111	-	13,63,111	12,41,291	-	48,699	48,699	12,89,990	73,120	1,21,819
5	Computer/Laptop	5,45,333	-	5,45,333	5,12,749	-	5,316	5,316	5,18,065	27,268	32,584
6	Furniture & Fixture	3,59,070	-	3,59,070	3,11,637	-	11,498	11,498	3,23,135	35,935	47,433
7	Vehicles	4,60,641	-	4,60,641	4,60,641	-	-	-	4,60,641	-	-
8	Air Conditioner	27,500	-	27,500	18,814	-	5,052	5,052	23,866	3,633	8,685
	Total (Current Year)	1494,10,886	-	1494,10,886	1341,58,454	-	13,54,342	13,54,342	1355,12,795	138,98,089	152,52,431
	Total (Previous Year)	1494,10,886	-	1494,10,886	616,68,835	694,90,683	29,98,936	724,89,619	1341,58,454	152,52,431	877,42,048

Notes:

- 1 In Accordance with the provisions of Schedule II of the Act, in case of fixed assets which have completed their useful life as on 1st April 2015, the carrying value (net of residual value) amounting to Rs. NIL {Rs. 6,94,90,683/- (net of deferred tax Rs. 6,36,75,810/-)} as a transitional provision has been recognised in the retained earnings.
- 2 Depreciation on vehicles has not been provided during the year since the remaining useful life of the asset is over.

Groupings of the Fixed Assets

S r . N o	Particulars	Gross Block			Depreciation				Net Block		
		As At 01/04/2015	Addi tion / Ded ucti on dur ing the year	As At 31/03/2016	As At 01/04/2015	A d j u s t m e n t s	For The Year	NET DEPRE C I A T I O N	As At 31/03/2016	WDV as on 31.03.2016	WDV as on 31.03.2015
	Plant & Machinery										
1	Plant & Machinery (Imported)	904,48,929	- -	904,48,929	855,68,415		3,58,068	3,58,068	859,26,483	45,22,446	48,80,514
2	Plant & Machinery (Indigenous)	347,13,696	- -	347,13,696	329,78,011		-	-	329,78,011	17,35,685	17,35,685
3	Electrical Equipments & Supply Distribution	42,01,666	- -	42,01,666	39,91,582		-	-	39,91,582	2,10,084	2,10,084
4	Mis Tools & Equipments	6,58,915	- -	6,58,915	6,25,970		-	-	6,25,970	32,945	32,945
		1300,23,206	- -	1300,23,206	1231,63,978		3,58,068	3,58,068	1235,22,046	65,01,160	68,59,228
	Office Equipment										
1	Office Equipment	12,83,097	- -	12,83,097	11,73,317		40,674	40,674	12,13,991	69,106	1,09,780
2	Refrigerator	11,000	- -	11,000	10,450		-	-	10,450	550	550
3	Television	69,014	- -	69,014	57,524		8,025	8,025	65,549	3,465	11,490
		13,63,111	- -	13,63,111	12,41,291		48,699	48,699	12,89,990	73,121	1,21,820

Note : 13 Non Current Investment

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Investment in Partnership Firms		
	Bharat Trading & Investment	4,240	3,867
	Total	4,240	3,867

13.1 Details of Investment in Partnership Firm

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

Capital balance as on 31.03.2016 :- **Rs. 4240** (as on 31.3.2015: **Rs. 3867**)

Sr. No	Name of the Partners	Profit Sharing Ratio (%)
1	HIMALAY PANNALAL DASSANI	20.00
2	BHAGYASHREE DASSANI	20.00
3	ABHIMANYU HIMALAY DASSANI	20.00
4	AVANTIKA DASSANI	20.00

5	QUANTUM DIGITAL VISION (I) LTD	2.50
6	DREAMWORK PICTURES LTD	2.50
7	GENESIS E-TECH LTD.	2.50
8	DASSANI INVESTMENTS	12.50
TOTAL		100.00

Note : 14 Deferred Tax Assets (Net)

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Deferred Tax Assets (Net)	29,14,457	-
	Impact of Provisions of Companies Act 2013 due to fixed assets whose useful life is over	-	33,04,662
	Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	(7,00,318)	(3,90,205)
	Total	22,14,139	29,14,457

Note : 15 Long Term Loans and Advances

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Security Deposit		
	Unsecured, Considered Good :		
	Deposit with Government Authorities	10,000	10,000
	Security Deposit For Electricity	3,650	-
2	Other Loans & Advances		
	Sales Tax Paid Under Appeal	36,561	36,561
	Total	50,211	46,561

Note : 16 Inventories

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Closing Stock	83,285	83,285
	Total	83,285	83,285

Note : 17 Trade Receivables

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Trade Receivables outstanding for more than six months	-	-
2	Trade Receivables outstanding for less than six months		
	Unsecured, Considered Good	-	20,47,200
	Total	-	20,47,200

Note : 18 Cash & Cash Equivalent

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Cash-in-Hand		
	Cash Balance	1,95,824	3,24,007
	Petty Cash Balance	15,993	33,105
	Cash (Silvasa Factory)	48,476	90,476
	Sub Total (A)	2,60,292	4,47,588
2	Bank Balance		
	Oriental Bank of Commerce	93,379	-
	Sub Total (B)	93,379	-
	Total [A + B]	3,53,672	4,47,588

Note :19 Short Terms Loans and Advances

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Other Loans & Advances		
	Advance to staff	-	5,000
2	<u>Advance Income Tax Including TDS</u>		
	Balances with Revenue Authorities	32,80,072	28,80,412
	Total	32,80,072	28,85,412

Note : 20 Other Income

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Commission/Professional Income	40,00,000	63,86,295
2	Share Profit from Partnership Firm	374	-
3	Interest on IT Refund	2,688	-
4	Sundry balance written back	-	54,483
	Total	40,03,062	64,40,778

Note : 21 Changes in Inventories

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Closing Stock	83,285	83,285
2	Less: Opening Stock	83,285	83,285
	Total	-	-

Note : 22 Employment Benefit Expenses

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Wages & Salary	3,21,500	8,85,521
2	Bonus	-	21,500
3	Staff Welfare	3,092	63,907
	Total	3,24,592	9,70,928

Note : 23 Finance Costs

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Interest Expense	-	16,63,997
	Total	-	16,63,997

Note : 24 Depreciation & Amortized Cost

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Depreciation (As per Note 12)	13,54,342	29,98,936
	Total	13,54,342	29,98,936

Note : 25 Other Expenses

A.

Sr. No	Particulars	As at 31/03/2016	As at 31/03/2015
1	Audit Fees	3,12,000	2,80,000
2	Advertisement Expenses	35,820	7,866
3	Bank Charges	4,730	11,474
4	Business Promotion	1,47,386	11,60,099
5	Computer & Software Expense	7,111	55,284
6	Conveyance	5,572	27,460
7	Electricity Expense	3,74,042	3,82,224
8	Factory Expenses	-	17,218
9	Interest on Service Tax	4,290	2,917
10	Legal & Professional Fees	10,200	58,215
11	Listing Fees	2,01,598	1,30,338
12	Office Expenses	15,020	49,191
13	Membership & Subscription Fees	29,885	12,827
14	Motor Car Expenses	2,536	3,36,263
15	Mic Expenses	99,573	85,282
16	Postage & Telegrams	24,330	7,070
17	Printing & Stationery	43,656	17,404
18	Professional Fees	3,31,750	2,33,254
19	Profession Tax	7,500	21,870
20	Rent, Rates & Taxes	1,80,000	6,57,275
21	Repairs & Maintenance	1,800	2,39,006
22	RTA Charges	90,062	72,555
23	Sales Tax	-	5,50,289
24	Security Charges	36,000	1,02,000
25	Telephone & Mobile	1,46,244	1,37,115
26	Travelling Exp	52,263	10,30,915
	Total [A + B]	21,63,369	56,85,412

B. Payment to auditor

Particulars	As at 31/03/2016	As at 31/03/2015
As auditor:		
Audit Fees (Including Service Tax)	3,57,240	3,14,608

As per our report of even date attached.

FOR SHAH & TAPARIA
Chartered Accountants.
Firm No.: 109463W

FOR QUANTUM DIGITAL VISION (INDIA) LTD

SD
Ramesh Pipalawa
Partner
Membership No. : 103840

SD
Himalay Dassani
Managing Director

SD
Rajkishan Singh
Director

PLACE : MUMBAI
DATE : 30/05/2016

SD
Pannalal Dassani
CFO

26. The company is in the process of identification of micro, small and medium enterprise suppliers as defined under the provisions of "Micro, small and medium enterprises development Act, 2006". The relevant information in this regard shall be given when it is complied

27. The cash flow Statement As per AS 3 is as per Annexure 'A'

28. 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.

<u>Relationships</u>	
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 - Shrishti Entertainment Pvt. Ltd.) Dassani Investment
d) Relatives of Key Management Personnel	- Mrs. Bhagyashree Dassani
	- Mr. Abhimanyu Dassani
	- Smt. Shakuntala Dassani
	- Mr. Pannalal Dassani
	- Ms. Avantika Dassani

(Rs. In Lacs)

Particulars	Referred in a) above	Referred in b) above	Referred in c) above	Referred in d) above
<u>Opening Balances</u>	-	-	-	-
-Equity Share Capital	-	-	-	-
-Share Application money	-	-	-	-
-Loans, Advances and Deposits given	-	-	-	-
-Loans, Advances and Deposits received	-	-	-	-
-Debtors	-	-	-	-
-Creditors	-	-	-	-
<u>Transactions during the year</u>	-	-	-	-

-Loans, Advances and Deposits given	-	-	-	-
-Loans, Advances and Deposits received	-	41.17	-	-
-Loans, Advances and Deposits repaid	-	68.94	-	-
-Sale of Goods & Services	-	-	-	-
-Sale of Fixed Assets	-	-	-	-
-Purchases of Goods & Services	-	-	-	-
-Purchase of Fixed Assets	-	-	-	-
-Expenses paid				0.23
-Reimbursement of Expenses			1.25	
-Share Application Money Received	-	-	-	-
-Share Application Money Repaid	-	-	-	-
-Share Premium	-	-	-	-
-Equity Share Capital Issued	-	-	-	-
<u>Closing Balance</u>	-	-	-	-
-Loans, Advances and Deposits Given	-	-	-	-
-Loans, Advances and Deposits received	-	386.22	-	-
-Debtors	-	-	-	-
-Creditors	-	-	-	-
-Equity Shares	-	-	-	-
-Share Application Money	-	-	-	-

Note: A related party relationship is as identified by the Company and relied upon by the Auditors.

29. Earnings 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

30. No disclosure is required under AS-24 on "Discontinuing Operations" issued by the Institute of Chartered Accountants of India as the company has not discontinued any line of its activity/product line during the year.

31. Disclosure of Derivative Instruments :

During the year the company has not entered into any forward exchange contracts as such there are not outstanding derivative contract as at 31st March, 2016 to be disclosed as per the ICAI announcement.

32. The Company has not appointed a whole time Company Secretary under Section 383A of the Companies Act, 1956. However company is trying to fill up the vacancy by finding out a suitable candidate.

33. Company has not not paid preference share dividend for FY 2014-15.

34. Company has not declared and provided preference share dividend for the FY 2015-16

**Form No. MGT-11
Proxy form**

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]**

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

I/We, being the member(s) of _____ shares of the above named company. Hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him	
Name :	E-mail Id:
Address:	
Signature , or failing him	
Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting of the company, to be held on Friday, 23rd September, 2016 at 11.00 a.m. at 143, Athipattu Villageponneri Taluk, Chennai Mgr Dist 601 203 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2016		
2.	Re-Appointment of Mr. Himalay Dassani pursuant to retirement by rotation eligible for re-appointment		
3.	Re-appointment of M/s. Shah & Taparia , Chartered Accountants as Statutory Auditors & fixing their remuneration		
4.	Regularization of Sunil Chopra pursuant as Independent Director pursuant to Section 161 of the Companies Act, 2013		

* Applicable for investors holding shares in Electronic form.

Signed this ____ day of ____ 20__

Affix Revenue Stamps

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder across
Revenue Stamp

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company

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36TH ANNUAL REPORT 2015 -2016

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