

Estd. 1999



DIKSAT TRANSWORLD LTD

RegdOffice:No. 24,South Mada Street, Mylapore, Chennai – 600 004.

Telephone Nos.24640347

CIN:U63090TN1999PLC041707

18TH ANNUAL REPORT

FOR THE YEAR ENDED 31-03-2017

DATE OF MEETING:29-09-2017

EMAIL: diksat1999@gmail.com

Website: www.wintvindia.com

CORPORATE INFORMATION

Board of Directors

Dr.T.DhevanathanYadav Chairman and Managing Director
T.Thiyagarajan Whole time Director
GunaseelanRangabhasiyan Whole Time Director
Mr. Praveen Kumar Independent Director
Mrs.KalyaniNagarajan Independent Director
Mr. Devasenathipathy

Chief Financial Officer Mr. K.Rajasekaran
Company Secretray& Compliance Officer
Muthukumar.B

Statutory Auditor

Venkatesh&co

151 Mambalam High Road

T.Nagar

Chennai

Banker of the Company

Lakshmi Vilas Bank Limited
KarurVysya Bank Limited
State Bank Of India

Registered Office

I Floor,
31 South Mada Street
Mylapore
Chennai – 600 004
Tel No.:+91-44-24640347
Email : Diksatsat1999@gmail.com
Contact Person: Mr.Muthukumar.B
Web Site :www.wintvindia.com

Registrar &Share Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED
E-2/3, Ansa Industrial Estate,
Sakivihar Road, Sakinaka,
Andheri (E),
Mumbai – 400 072,
Maharashtra, India
Tel: +91– 22 – 40430200;
Fax: +91 – 22 – 2847 5207
Email:investor@bigshareonline.com
Website: www.bigshareonline.com
Contact person:Mr.AshokShetty

Committee of Board of Directors

Audit Committee

Mr.Praveen Kumar Chairman
Mrs. KalyaniNagarajan Member
Dr.T.DhevanathanYadav Member

Stakeholder's Relationship Committee

Mrs. N. Kalyani
Mr. T. Thiyaharajan
Mr. Praveen Baskar Kumar

Nomination & Remuneration Committee

Mr. P. Devasenathipathy
Mrs. N. Kalyani
Mr. Praveen Baskar Kumar

NOTICE TO SHAREHOLDERS

Notice is hereby given that the Eighteenth Annual General Meeting of the Company will be held at 1st Floor, New No.24 (old No.32) South Mada street, Mylapore, Chennai – 600 004 on 29th day the September, 2017 at 3.15 P.M to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt:

a) The Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board and Auditors thereon; and

2. To appoint a Director in place of Dr. T.DhevanathanYadav (DIN: 01431689), who retires by rotation and being eligible, offers himself for re-appointment.

3. To appoint a Director in place of Mr. Devasenathipathy (DIN: 00861338), who retires by rotation and being eligible, offers himself for re-appointment

4. To appoint Statutory Auditor and to fix their remuneration.

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

“**RESOLVED THAT**, pursuant to provisions of Section 139,142 and other applicable Provisions, if any, of the Companies Act 2013, and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, **M/s DPV & Associates, (FRN:011688S)**,Chartered Accountants, Chennai be and are hereby appointed as the Statutory Auditors of the Company to hold office for 5 years from the conclusion of 18th Annual General Meeting till the conclusion of 23rd Annual General Meeting to be held in the year 2018 to 2022 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 Auditor, apart from receiving out of pocket expenses that may be incurred by them for the purpose of audit.

**BY ORDER OF THE BOARD,
DIKSAT TRANSWORLD LIMITED**

**MUTHUKUMAR.B
COMPANY SECRETARY**

Registered Office:

1ST Floor, 31 south Mada street,
Mylapore

Chennai – 600 004

Place: Chennai

Date: 29th May, 2017

NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.

A person can act as proxy on behalf of Members not exceeding 50 (fifty) 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.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 (Forty-Eight) Hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.

2. Members/Proxies should bring their Attendance slip duly signed and completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.

3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.

4. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

5. In case of joint holders attending the meeting together, only holder whose name appearing first will be entitled to vote.

6. The Register of Members and Share Transfer Books of the Company will be closed from 24.09.2017 to 29.09.2017 (both days inclusive)

7. The route map showing directions to reach the venue of the 18th AGM is provided at the end of this Notice.

8. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request every member to update their email address with concerned Depository Participant and Registrar of the Company to enable us to send you the communications via email.

9. The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, 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. Members may note that this Notice and the Annual Report 2016-17 will also be available on the Company's website viz. www.wintvindia.com

10. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting at the AGM. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date by September 1, 2017.

11. The members who holds shares of the Company in Physical form are informed that the company is in process of updating records of the shareholders in order to reduce the physical documentation as far as possible. In line with new BSE listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, members are requested to update and intimate their PAN, phone no., e-mail id and such other information to the Company's Registrars and Transfer Agents, Satellite Corporate services Private Limited. Members are further requested to update their current signature in Registrar's system. The Proforma of updation of Shareholder information is provided at the end of Annual Report.

12. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, email address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.

13. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact Registrar of the Company for assistance in this regard.

14. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Nomination Form can be obtained from the Registrar of the Company. Members holding shares in physical form may submit the same to Registrar of the Company. Members holding shares in electronic form may submit the same to their respective depository participant.

15. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

16. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

17. 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 Annual General Meeting.

Details of Director Seeking Re-appointment at the Annual General Meeting
(Pursuant to Regulation 36(3) of SEBI (LODR), Regulations, 2015)

Particulars	
Name	Dr. T.DhevanathanYadav
DIN	DIN: 01431689
Date of Birth	30 th May 1961
Date of Appointment	9 th September 1999
Educational Qualifications	P.hd in Philosophy
Expertise in specific functional areas - Job profile and suitability	He has approximately two (2) decades of experience in varied businesses including businesses in sectors like Solar Energy, Real Estate, Finance and Media. He has a passion for reaching out to the general people with the events that affect them, and with this passion, he ventured in publication of newsprints and eventually incorporated our Company in the year 1999 with our flagship channel, Win TV (Tamil).
Directorships held in public companies	1.Dheva Investments and Finance (India) Private Limited 2.Dheva Chits (India) Private Limited 3.Dhev Petro Products Limited 4.Dheva Teleystems International Private Limited 5.Dynere Engineering Private Limited 6.Alectrona Papers and Energy Limited 7.Empire Energy Systems Private Limited 8.DSH Oil & Gas Engineering Private Limited
Memberships / Chairmanships of committees of other public companies	Nil
Inter-se Relationship with other Directors.	Mr. T. Thiyaharajan – Brother

* Excluding foreign companies and Section 8 companies.

**Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee

Details of Director Seeking Re-appointment at the Annual General Meeting
(Pursuant to Regulation 36(3) of SEBI (LODR), Regulations, 2015)

Particulars	
Name	PA.Devasenathipathy
DIN	DIN: 00861338
Date of Birth	7 th May 1961
Date of Appointment	20 th May 2016
Educational Qualifications	B.Com
Expertise in specific functional areas - Job profile and suitability	Knowledge in management of funds for effective utilization for the past 30 years,
Directorships held in public companies	Purasai Benefit Fund Limited
Memberships / Chairmanships of committees of other public companies	Nil
Inter-se Relationship with other Directors.	Nil

* Excluding foreign companies and Section 8 companies.

**Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee

DIRECTOR'S REPORT

DIKSAT TRANSWORLD LIMITED

To
The Members
DiksatsTransworld Limited

Your Directors have pleasure in presenting the 18th Board Report of the Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended March 31, 2017

FINANCIAL HIGHLIGHTS

Particulars	2016-17	2015-16
Gross Income	974.56	913.81
Profit before Interest and Depreciation	130.77	94.96
Finance cost	6.92	2.60
Depreciation	83.67	62.87
Net Profit/(loss) before Tax	40.18	29.49
Tax expenses	17.88	6.74
Net Profit / (loss) after tax	22.30	22.75
Balance of profit /(loss) brought forward	(96.07)	(118.82)
Dividend	Nil	Nil
Dividend Tax	Nil	Nil
Surplus carried to balance sheet	73.77	(96.07)

Company's Financial Performance

Our company made a gross revenue increase from Rs.913.81 Crores to Rs. 974.56 crores. An increase of 6.65% as compared to the previous year. The increase in revenue accounted due to business development activities. The profit earned after tax is Rs. 22.30 Lacs as compared to previous financial year profit after tax of Rs. 22.75 Lacs decrease due to higher tax levels. Your Directors are optimistic of achieving better result in the coming year

Change In Nature Of Business

Your Company continues to operate in same business segment of Media and entertainment. During the financial year 2016-17, the Company has made Profit, However the directors decided to conserve resources for maintaining the same as reserves and adjustment of debit balance of the profit and loss account. So your Directors decided not to declare any dividend for the financial year 2016-17 (Previous Year – Nil).

Dividend

During the financial year 2016-17, the Company has marginal profit considering the business requirements and debit balance of profit and loss account the directors have decided to conserve the resources for the company (Previous Year – Nil).

Transfer Of Unclaimed Dividend To Investor Education And Protection Fund

There is no any Unclaimed Dividend Amount in the Balance Sheet of the Company as on March 31,2017. Considering the above point there is no Question of transferring the amount in the

Investor Education And Protection Fund as per the provisions of Section 125(2) of the Companies Act, 2013, does not arise.

Transfer To Reserves

Your Company has not transferred any amount to reserves.

Information About Subsidiary / JV / Associate Company

As on March 31, 2017, there is no subsidiary or JV or associate Company

Offer for sale of shares

The Company had made offer for sale of shares to public of 46,08,000 Equity Shares of Rs 10/- each on SME Platform of BSE in the month of October 2016. The shares were listed and trading start on the SME platform of BSE from 18th October 2016. As a result of this the company's shares got listed on the BSE SME platform.

Use of Proceeds

The proceeds from the Issue of offer for sale of shares was received by the promoters and use of the proceeds doesn't arise.

Board of Directors and Key Managerial Personnel:

As per Section 152(6) of the Companies Act, 2013, the following directors retires by rotation and being eligible offers himself for re-appointment as the Director of the Company.

a) Dr. T.DhevanathanYadav

b) Mr. Devasenathipathy

The Board of Directors placed on record and wants to have their continued contribution for the growth of the company.

Constitution of Board:

The Board of the Company comprises Six Directors out of which two are Independent Directors (including one women director), three whole time directors and one non-executive Directors. The composition of Board complies with the requirements of the Companies Act, 2013. Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is exempted from requirement of having composition of Board as per Listing Regulations.

None of the Directors of Board is a member of more than ten Committees or Chairman of more than five committees across all the Public companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

Meeting of the Board of Directors

During the Financial Year 2016-17, the Company held 11 meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings.

Sl.No	Meetings of the Board of Directors	Board Strength	No. of Directors Present
1	20 th May 2016	6	6
2	9 th June 2016	6	6
3	15 th June 2016	6	6
4	16 th June 2016	6	6

5	20 th June 2016	6	6
6	29 th August 2016	6	6
7	8 th September 2016	6	6
8	7 th October 2016	6	6
9	14 th October 2016	6	5
10	14 th November 2016	6	5
11	16 th February 2017	6	5

Independent Directors:

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company has Two Non-Promoter Independent Directors in line with the Companies Act, 2013. A separate meeting **of Independent Directors was held on February 01, 2017** to review the performance of Non-Independent Directors and Board as whole and performance of Chairman of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board. The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at www.wintvindia.com. The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149 (6) of the Companies Act, 2013. The criteria on which Independent Directors were evaluated was, inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, opinion, judgment, estimate provided on key agenda items, exercise of objective independent judgment on strategy, performance, risk management etc. in the best interest of Company, confirmation of adequacy of internal control on financial reporting, maintenance of confidentiality of information of the Company obtained in capacity of Independent Director, initiative to maintain integrity, ethics and professional conduct, initiative to check conflict of interest and maintenance of independence, adherence to the applicable code of conduct for independent directors, managing relationships with fellow Board members and senior management. The criteria on which Non-Independent Director of the Company were evaluated were inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, knowledge of sector where company operates, various directions provided in key decision making of the Company, understanding key risk for the Company and avoidance of risk while executing functional duties, successful negotiations / deals, smooth functioning of business / internal operation, initiative to maintain corporate culture and moral values, commitment, dedication of time, leadership quality, attitude, initiatives and responsibility undertaken, decision making, achievements.

Evaluation of Directors of the Company:

The formal evaluation of Board as whole and Non-Independent Director of the Company and of the Independent Directors of the Company was done at the respective meetings of Independent Director **and Board of Directors each held on February 01, 2017**. conflict of interest and maintenance of independence, adherence to the applicable code of conduct for independent directors, managing relationships with fellow Board members and senior management. The criteria on which Non-Independent Director of the Company were evaluated were inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, knowledge of sector where company operates, various directions provided in key decision making of the Company, understanding key risk for the Company and avoidance of risk while executing functional duties, successful negotiations / deals, smooth functioning of business / internal operation, initiative to maintain corporate culture and moral values, commitment,

dedication of time, leadership quality, attitude, initiatives and responsibility undertaken, decision making, achievements.

1. Dr. T.DhevanathanYadav (DIN:01431689), Director of the Company re-designated as Managing Director of the Company on April, 01, 2016.
2. Mr.T.T.Thiyagarajan (DIN No. 01430667) Director of the company was appointed as whole time director of the company on 1st April 2016.
3. Mr. GunaseelanRangabhasiyan, Director of the company was appointed as whole time director of the company on 1st April 2016.

Information on Directorate:

During the financial year 2016-17, there was no change in the constitution of the Board other than stated below:

1. Mr.Mr. Praveen Baskar Kumar (DIN: 07471420), Independent Director of the Company Appointed as an Additional Director of the Company on 21st March 2016 has been regularized on 28th March 2016 in the Extra Ordinary General Meeting of the Company.
2. Mrs.. N. Kalyani(DIN: 06473328), Independent Director of the Company Appointed as an Additional Director of the Company on 21st March 2016 has been regularized on 28th March , 2016 in the Extra Ordinary General Meeting of the Company.
3. Mr. P. Devasenathipathy (DIN: 00861338), Non-Executive Non Independent Director of the Company Appointed as an Additional Director of the Company on 20th May 2016 has been regularized on 8th June,2016 in the Extra Ordinary General Meeting of the company.

Further, in accordance with the provisions of the Articles of Association and **Section 152** of the Companies Act, 2013, Dr. T.DhevanathanYadav and Mr.Devasenathipathy, retires by rotation at the ensuing annual general meeting. He, being eligible, has offered himself for re-appointment as such. The Board of Directors recommends his appointment on the Board. The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking re-appointment/ appointment as Director are also annexed to the Notice convening the annual general meeting. None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2017 have been made by the Directors.

Key Managerial Personnel:

In accordance with Section 203 of the Companies Act, 2013, the Company has appointed Dr. T.DhevanathanYadav as Chairman and Managing Director of the Company on April 01, 2016.

Mr.T.Thiyagarajan Director of the company was appointed as whole time director of the company on 1st April 2016.

Mr. GunaseelanRangabhasiyan, Director of the company was appointed as whole time director of the company on 1st April 2016.

Further, the Company has appointed Mr.Muthukumar.B as the Company Secretary and Compliance officer of the Company on 1st March 2016.

Further, the Company has appointed Mr.K.Rajasekaran as Chief Financial Officer of the Company on 1st March 2016

Disclosure Of Remuneration:

The information required under section 197 (12) of the Act read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given as an **Annexure I**.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Financial Statements of the Company, prepared in accordance with the relevant Accounting Standards of the Institute of Chartered Accountants of India, duly audited by the Statutory Auditors, form a part of the Annual Report and are reflected in the Consolidated Accounts. Pursuant to the provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's associate in Form AOC-1 is annexed herewith as **Annexure – II (A)** for your kind perusal and information.

Transactions with Related Parties:

The Company has entered into transaction with the company in which our Directors are Interested, which are falling within the purview of Section 188 of the Act, for which requisite approval of Board is taken. However, transaction entered with Companies wherein Directors are interested is at arm's length basis and in ordinary course of business hence, no approval from the Board or Shareholders is required. Information on transactions with related parties pursuant to section 134 (3) (h) of the Act read with rule 8 (2) of the Companies (Accounts) Rules, 2014 are given in **Annexure II (B)** in Form AOC-2 and the same forms part of this report.

Material Changes And Commitments

There have been no material changes and commitments, which is, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

Extract Of Annual Return

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith as **Annexure – III** for your kind perusal and information.

Directors' Responsibility Statement

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In preparation of annual accounts for the year ended March 31, 2017, the applicable accounting standards have been followed and that no material departures have been made from the same;
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors had prepared the annual accounts ongoing concern basis.
- e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Auditors And Report Thereon:

M/s Venkatesh&co (FRN: 004636S), Chartered Accountants, Chennai retire at the ensuing Annual General Meeting on completion of the tenure of the period as per the provisions of the companies Act 2013. The Company has received a certificate from M/s DPV & Associates confirming their eligibility for appointment as auditor to the effect that the appointment if made, would be within prescribed limits under Section 139 of the Companies Act 2013.

The Board of Director of your Company recommends their appointment for a period of five year from the conclusion of 18thAnnual General Meeting (AGM) till the conclusion of 23rdAnnual General Meeting (AGM).

The Auditors' Report on the accounts of the Company for the accounting year ended March 31, 2017 is self-explanatory and do not call for further explanations or comments that may be treated as adequate compliance of Section 134 of the Companies Act, 2013.

Corporate Governance

The Company being listed on the Small and Medium Enterprise platform is exempted from provisions of para C, D and E of schedule V as per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence no corporate governance report is not required. However, our company has adhered to corporate governance by having optimum combination of independent directors and executive directors on Board of our Company.

Loans, Guarantees And Investments U/S 186 Of The Companies Act, 2013

Loans to Group companies and loan to Associates is within the permissible limit of lending as per the provisions of the companies Act 2013. The company is taking steps to make use of the companies for business development of the media industry in terms of film shooting and other required activities relating to the business of the company.

The company is positive of recovering the money from the Group companies as applicable.

Explanation on Comments by Auditor in his Report:**Comment by Auditor :**

"there are transactions of granting loans to companies/firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 without stipulation as to the repayment of principal and interest.

- a) In the light of above, we do not comment on terms and conditions of grant of such loans.
- b) In the light of above, we do not comment on repayment of the principal amount and interest.
- c) In the light of above, we do not comment on the reasonable steps have been taken by the company for recovery of the principal and interest."

Explanation on Auditor's Comment :

Board's reply

The company is in process of diversification plans. To have studio maintenance for the company and to achieve Business continuity plans the company has given amounts to the group companies to establish infrastructure for the benefit of the company.

The company has granted loan to its associates and invested amount within the limits prescribed limit. The company has passed the resolution under section 186(2) and approved by shareholders in the extra ordinary general meeting held on December , 2015, It is within the limits of the powers given under the Companies Act 2013.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report as required under Regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as **Annexure V** of Board's Report.

A. Conservation of Energy:*

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

- i) Steps taken / impact on conservation of energy: N.A.
- ii) Steps taken by the company for utilizing alternate sources of energy including waste generated: Nil
- iii) Capital investment on energy conservation equipment: NIL

* Your Company is in Business of Media and entertainment.

B. Technology Absorption:*

- i) The efforts made towards technology absorption; N.A.
- ii) The benefits derived like product improvement, cost reduction, product development or import substitution; N.A.
- iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- N.A.

* Your Company is in Business of Media and entertainment the technology absorption.

C. Foreign exchange earnings and Outgo (Amount in Rs.)

There is no Foreign Exchange earned in terms of actual inflows nor the Foreign Exchange outgo during the year in terms of actual outflows in the Company.

Public Deposits:

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and rules made there under. There were no deposits, which were claimed and remained unpaid by the Company as on March 31, 2017

Corporate Social Responsibility

The provisions of Section 135(1) and 135(5) of the Companies Act, 2013 regarding constitution of Corporate Social Responsibility (CSR) Committee and spending of at least 2% of average net profit are not applicable to the Company.

Risk Management

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

Nomination And Remuneration Policy

In terms of Section 178(3) of the Companies Act, 2013 and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a policy on Director's, Key Managerial Personnel and Senior Management Employee's appointment and remuneration including criteria for determining their qualifications, positive attributes, independence and other prescribed matters was formulated and recommended by the Nomination and Remuneration Committee and adopted by the Board of Directors at their respective meetings held **on 16th November, 2016**.

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 to the extent the transactions took place on those items during the year.

General Disclosures

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 to the extent the transactions took place on those items during the year.

Acknowledgement

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment, enabling the Company to achieve good performance during the year under review.

Your Directors also take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

For and on behalf of Board of Directors

DIKSAT TRANSWORLD LIMITED

Dr. T.DhevanathanYadav

Chairman and Managing Director

(DIN: 01431689)

Date: May 29.2017

Place: CHENNAI

Disclosure of Remuneration

(pursuant to Section 197(12) read with Rule 5 of the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended)

a) The ratio of remuneration of each director to the median remuneration of employees for the financial year: .

As the Managing Director and whole time director was fixed with the remuneration the comparison is not applicable.

b) The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

The Managing Director , Whole time Director , Chief financial officer and company secretary was appointed in the Financial year 2016-17 only.

c) The percentage increase in the median remuneration of employees in the financial year:

The median remuneration of employees was increased by 28.45.% over the previous year.

d) The number of permanent employees on the rolls of the Company as on March 31, 2017: 23 Employees

e) Comparison of the remuneration of the Key Managerial Personnel against the performance of the company –

As the Company is in its nascent stage, the Key Managerial Personnel is drawing a very nominal remuneration as token for their work. So remuneration drawn is modest as compared with the performance of the company.

f) Average percentile increase in the Salaries of the Employees and Managerial Remuneration:

The Average salaries of the employees of the Company was increased by 28.45.% on account of 18 of employees in the Company, while there is no Managerial remuneration paid by Company in the previous year. Annual increments are decided by the Nomination and Remuneration Committee.

g) Key parameters for any variable component of remuneration availed by the directors –

There are no variable components in remuneration to the Directors during the financial year 2016-17.

h) Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year –Not Applicable

i) Affirmation that the remuneration is as per the remuneration policy of the company –

Yes, Affirmed.

B. Information as per Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are provided in the Annual Report, which forms part of this Report. Having regard to the provisions of the first proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company.

The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

For and on behalf of Board of Directors

For DIKSAT TRANSWORLD LIMITED

Dr. T.DhevanathanYadav

Chairman and Managing Director

(DIN: 01431689)

T.Thiygharajhan

Director

(DIN: 01430667)

Form No. AOC-2**Particulars of Contracts/arrangements made with related parties**

(Pursuant to section 134(3)(h) of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Forms for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

A. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered in to by the Company during the financial year ended on March 31, 2017, which were not at arm's length basis.

B. Details of material contracts or arrangement or transactions at arm's length basis:

Sr.No	Particulars	RPT – 1
1.	Name(s) of the related party and nature of relationship	Dhevanathan Estates & Plantations Private Limited
2.	Nature of contracts/ arrangements/ transactions	Film shooting
3.	Duration of the contracts / arrangements/ transactions	On requirement basis
4.	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
5.	Date(s) of approval by the Board	01.09.2015
6.	Amount paid as advances, if any	Nil

Sr.No	Particulars	RPT – 2
1.	Name(s) of the related party and nature of relationship	Empire Photovoltaic Systems Private limited
2.	Nature of contracts/ arrangements/ transactions	Supply of equipments for transmission
3.	Duration of the contracts / arrangements/ transactions	On requirement basis
4.	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
5.	Date(s) of approval by the Board	01.09.2015
6.	Amount paid as advances, if any	5,90,000

Sr.No	Particulars	RPT – 3
1.	Name(s) of the related party and nature of relationship	Win life Hospital
2.	Nature of contracts/ arrangements/ transactions	Advance for employees treatment

FormNo.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	U63090TN1999PLC041707
ii.	Registration Date	8 TH JANUARYU 1999
iii.	Name of the Company	DIKSAT TRANSWORLD LIMITED
iv.	Category/Sub-Category of the Company	LISTED COMPANY –SME
v.	Address of the Registered office and contact details	1st Floor, New No.24 & Old No. 32 South Mada Street, Mylapore, Chennai TAMIL NADU 600004 INDIA
vi.	Whether listed company	Yes/No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited E2/3, Ansa Industrial Estate, Sakivihar Road, Sakinaka Andheri (East) Mumbai- 400 072 Maharashtra India Tel.: + 91-22-40430200 Fax: + 91-22-28475207 Investor Grievance Email: investor@bigshareonline.com website: www.bigshareonline.com contact person: Mr.AshokShetty

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:-

2) Foreign									
g) NRIs-Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Other-Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
j) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
k) Any Other....	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total(A)(2):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total(B)(1)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas									
b) Individuals (i) Individual shareholders		73095	73095	0.42	4608000	73095	4681095	27.19	+26.77

holding nominal share capital upto Rs. 1 lakh									
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others (Specify)									
Sub-total (B)(2)									
Total Public Shareholding (B) = (B)(1) + (B)(2)									
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)		17212915	17212915	100	17139820	73095	17212915	100	Nil

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding 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.	Dr. T. Dhevanathan Yadav	7536165	43.78	Nil	4847293	28.16	Nil	-15.62
2.	Mr. T. Thiyaharajan	965065	5.61	nil	852335	4.95	Nil	-0.66
3.	Ms. Hariniyadav	3612795	20.99	nil	2709576	15.74	Nil	-5.25

4.	Ms. Karishmayada v	3612520	20.99	nil	2709321	15.74	Nil	-5.25
5.	Mrs. D.Meenakshi	1413275	8.21	nil	1413275	8.21	Nil	Nil
	Total	17139820	99.58	nil	12531820	72.81	Nil	-26.77

iii.Change in Promoters' Shareholding(please specify, if there is no change

Sr. no		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
	At the beginning of the year	17139820	99.58	12531820	72.81
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): offer for sale of shares to enable listing in the BSE SME platform	-4608000	26.77		
	At the End of the year			12531820	72.81

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment : Nil

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				

ii) Interest due but not paid				
iii) Interest accrued but not				
Total(i+ii+iii)				
Change in Indebtedness during the financial year				
- Addition				
- Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites/s 17(2) Income-tax Act, 1961	Dr. T.DhevanathanYadav	Mr. T. Thiyaharajan	Mr. Gunaseelan Rangabhshian	
		900000	725000	265000	1890000

	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
	Total(A)	900000	725000	265000	1890000
6.	Ceiling as per the Act				

Remuneration to other directors: Nil

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify					Nil
	Total(1)					
	<u>Other Non-Executive Directors</u> · 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					

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961 (b)Value of perquisites/s 17(2)Income-tax Act,1961 (c)Profits in lieu of salary under section 17(3)Income-tax Act,1961		600000	227767	827767
2.	Stock Option	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
3.	Sweat Equity	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
4.	Commission - as % of profit -others, specify...	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
5.	Others, please specify	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
6.	Total		600000	227767	827767

VII.PENALTIES/PUNISHMENT/COMPOUNDINGOFFENCES: Nil

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A.Company					
Penalty					
Punishment					
Compounding					
B.Directors					
Penalty					
Punishment					
Compounding					
D. Other Officers In Default					
Penalty					
Punishment					
Compounding					

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Developments:

The Media and Entertainment industry market is continuing to grow at a moderate rate of 10% to 11.5 % annually and with more awareness of quality media by the respective companies. The industry gap between the organized and the unorganized is predicted to be narrowing significantly which will make the competition healthy and reduce the tax burden on the organized industries thereby making it easier to penetrate the market and scale up.

One of the most exciting emerging developments in media and entertainment is augmented and virtual reality. These technologies offer an entirely new set of opportunities for content creation. An arms race has already begun: In 2015, 234 companies working on virtual reality (VR) had raised a total of \$3.8 billion in capital, and VR companies now have a combined market value of \$13 billion

Source: <https://www2.deloitte.com/us/en/pages/technology-media-and-telecommunications/articles/media-and-entertainment-industry-outlook-trends.html>

Entertainment and media market revenue – additional information

The entertainment and media market encompasses every broadcasting medium from newspapers, magazines, TV and radio and popular forms of entertainment such as film, music and books.

The [compound annual growth rate of the entertainment and media spending worldwide](#) has been predicted between 2016 and 2021, by sector. Projections indicated that the sector which will see the most compound annual growth rate will be internet video, which will grow by 11.6 percent during the stated time. In comparison, newspaper publishing is expected to shrink on an annual basis by 2.7 percent.

Source: <https://www.statista.com/statistics/237749/value-of-the-global-entertainment-and-media-market/>

Opportunities:

Expand Market Network: Your Company continues to expand its Viewer networks.

Government: The government is controlling the Industry with suitable regulations for a fair play in the market. This gives full freedom to disclose the right information to the public. This gives the correct information to the public in full fairness.

Threats:

The unacceptable information widely spread by other companies in the similar industry will try to manipulate the Media and entertainment market.

Manpower: One of the common problems of the industry is acquiring the right talent , training of its personnel , retention of the talented personnel.

New Entrants: More and more new organized players are entering into market which will increase competition among the TV viewers in organized sector also.

High Competition Era: The Media Industry has entered into the orbit of the high competition.

Risk and concerns: Stiff competition from the other players resulting in stiff competition in the Industry.

.

Internal Financial Control Systems and their adequacy:

The Company has aligned its current systems of internal financial control with the requirement of Companies Act 2013. The Internal Control is intended to increase transparency and accountability in an organization's process of designing and implementing a system of internal control. The Company has successfully laid down the framework and ensured its effectiveness. The Company has in place a well defined system to record data for accounting and management information purposes and connects to different locations for efficient exchange of information. It has continued its efforts to align all its processes and controls with global best practices.

Though the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the Company. Necessary internal control systems are also put in place by the Company on various activities across the organization to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of the resources.

Venkatesh&co., Chartered Accountants, the statutory auditors of the Company has audited the financial statements included in this annual report and has issued an attestation report on our internal control over financial reporting (as defined in section 143 of Companies Act, 2013).

The audit committee meets the statutory auditors of the Company to ascertain, inter alia, their views on the adequacy of internal control systems and keeps the board of directors informed of its major observations periodically. Based on its evaluation (as defined in section 177 of Companies Act 2013), our audit committee has concluded that, as of March 31, 2017, our internal financial controls were adequate and operating effectively.

Material Developments in Human Resources / Industrial Relations Front, including number of people employed:

The Company always recognizes the importance of manpower. Company promotes employees and encourages them to make contribution toward company, family and nation at large. Company also encourages the employees to offer their creative suggestions for development in their respective areas which are thoroughly discussed in periodical meetings. The company enjoyed excellent relationship with workers and staff during the last year As on March 31, 2017 the company has 23 employees at its broadcasting division and administrative office. The Company has been maintaining cordial and healthy Industrial Relations, which has helped to a great extent in achieving the upper growth.

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Cautionary Statement:

Statement in this Management and Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations may be forward looking statement and within the meaning of applicable laws and regulations. Actual results may or might differ materially from those either expressed or implied.

For and on behalf of Board of Directors

DiksatTransworld Limited

Dr.T.DhevanathanYadav
Chairman and Managing Director

(DIN:01431689)

Place: Chennai

Date: 29th May, 2017

Independent Auditor's Report

To
The Members of
M/s. DiksatTransworld Limited.

Report on Financial Statements

We have audited the accompanying financial statements of M/s. DiksatTransworld Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss for the year ended on that date along with the cash flow statement annexed thereto, and a summary of the significant accounting policies and other explanatory information for the year then ended.

Management's Responsibility for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance 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.

Auditors' 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, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the companies Act 2013. Those Standards 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies

used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion:-

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 for as at March 31, 2017;
- b) in the case of the Profit and Loss Account, of the profit for the year ended on that date;
- c) in case of cash flow statement, of the cash flows for the year ended on the date;

Report on Other Legal and Regulatory Requirements:-

1. As required by the Companies (Auditor's Report) Order, 2016(" the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, we give in Annexure A a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement, dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet , Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards notified under the Companies Act, read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013.
 - e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors

are disqualified as on March 31, 2017, from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013.

- f) The company has adequate internal financial controls system in place and these controls are operating effectively.
- 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.
 - IV. The company has provided requisite disclosures in the financial statements as to holdings as well as dealings in specified Bank Notes during the period from 8th November 2016 to 30th December 2016. Based on the audit procedures and relying on the management representation, we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

**For Venkatesh&Co .,
Chartered Accountants
F.R.No. 004636S**

**Place: CHENNAI
Date: 29/05/2017**

**CA Dasaraty V
M.No.026336
Partner**

1. Annexure A to Independent Auditors' Report

(Referred to in paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our Report of even date)

As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government in terms of section 143 (11) of the Companies Act, 2013 and on the basis of such checks of the books and records of the Company, as we considered appropriate and according to the information and explanations given to us during the course of the audit, we report that,

1.
 - 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) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, 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 physical verification.
 - c) As per information provided to us, title deeds of immovable properties are held in the name of company.
2. In our opinion and according to the information and explanations given to us, the inventories are purchased rights by the management and no material discrepancies were noticed during the physical verification.
3. According to the information and explanations given to us, there are transactions of granting loans to companies/firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 without stipulation as to the repayment of principal and interest.
 - d) In the light of above, we do not comment on terms and conditions of grant of such loans.
 - e) In the light of above, we do not comment on repayment of the principal amount and interest.
 - f) In the light of above, we do not comment on the reasonable steps have been taken by the company for recovery of the principal and interest.
4. According to the explanations given to us, there were no such cases of loans, investments, guarantees and security as mentioned in sections 185 and 186 of Companies act, 2013. Hence, we do not comment on compliance with the respective sections.

5. The Company has not accepted any deposits from the public. Therefore the provisions of section 73 to Section 76 of the Companies Act 2013 and rules framed there under are not applicable.
6. In our opinion and according to the explanations given to us, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
7.
 - a) According to the information and explanation given to us and according to the books and records as produced and examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues such as income tax, service tax, cess and other statutory dues as applicable with the appropriate authorities.
 - b) According to the records of the Company and according to the information and explanations given to us, there are no dues of Income tax, service tax on account of any disputes.
8. According to the records of the company, the company has borrowed from banks. In our opinion the company has been regular in repayment of dues to the banks.
9. In our Opinion and according to the information and explanations given to us, the company has not raised money by way of initial public offer or further public offer during the year. The Company's directors gone for offer to sale their Shares during the year. In respect of the term loans, the company has obtained term loans. In our opinion the company has been regular in repayment of dues.
10. In our Opinion and according to information and explanations furnished to us no fraud on or by the Company has been noticed or reported during the year.
11. According to the information and explanations given to us the company has paid/ provided managerial remuneration in accordance with provisions of Section 197 read with schedule V of Companies Act, 2013.
12. As Company is not a Nidhi company, we do not comment on Net Owned Funds to Deposits ratio and unencumbered term deposits as specified in Nidhi Rules 2014
13. According to information and explanations given to us, the Provisions of Section 177 of Companies Act 2013 are complied by company. According to information and explanations given to us, transactions has been entered with related parties as specified in Section 188 of Companies Act 2013 are duly disclosed in Books of Accounts.

14. The Company has not made any preferential allotment or Private placement of shares or fully or partly convertible debentures during the year. Hence we do not comment on Compliance of section 42 of Companies Act 2013.
15. According to the information and explanations given to us, the Company has not entered into any non cash transactions with directors or persons connected with him. Hence we do not comment on Compliance of Section 192 of Companies Act 2013.
16. The Company is not required to be registered under 45-IA of the Reserve bank of India Act, 1934.

**For Venkatesh&Co .,
Chartered Accountants
F.R.No. 004636S**

**Place: CHENNAI
Date: 29/05/2017**

**CA Dasaraty V
M.No.026336
Partner**

DIKSAT TRANSWORLD LIMITED

Balance Sheet as at 31st March , 2017

<i>Particulars</i>	<i>Note No</i>	<i>Year ended 31.03.2017</i>	<i>Year ended 31.03.2016</i>
		Amount (Rs.)	Amount (Rs.)
Significant Accounting policies	1		
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	172,129,150	172,129,150
(b) Reserves and Surplus	3	33,107,681	30,877,669
(2) Share application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long term Loans & Borrowings	4	4,195,646	2,729,531
(b) Deferred tax liabilities (Net)		4,920,913	4,833,121
(c) Long term provisions	5	3,928,627	3,370,180
(4) Current Liabilities			
(a) Trade Payables	6	8,777,992	2,276,191
(a) Other current liabilities	7	5,425,635	1,897,509
Total		232,485,644	218,113,351
II.Assets			
(1) Non-current assets			
(a) <i>Fixed assets</i>			
(i) Tangible assets	8	58,184,728	55,456,075
(ii) Intangible assets		267,202	400,642
(b) Long term loans and advances	9	44,868,154	41,258,841
(2) Current assets			
(a) Inventories	10	85,385,035	85,718,786
(b) Trade receivables	11	20,649,885	22,513,833
(c) Cash and cash equivalents	12	4,683,160	655,184
(d) Short-term loans and advances	13	17,392,084	11,528,026
(e) Other Current assets	14	1,055,396	581,964
Total		232,485,644	218,113,351

As per our Report of even date attached
For Venkatesh & Co.,
Chartered Accountants
F.R.No.004636S

On behalf of the Board
For Diksats Transworld Limited

CA Dasaraty V
Partner
M.No.26336

T. Dhevanathan
Chairman & Director

T. Thiyaharajhan
Director

Date :
Place : Chennai

DIKSAT TRANSWORLD LIMITED			
Profit and Loss statement for the Year ended 31st March , 2017			
<i>Particulars</i>	<i>Note No</i>	<i>Year ended 31.03.2017</i>	<i>Year ended 31.03.2016</i>
			Rs
I. Revenue from operations	15	97,456,095	91,179,409
II. Other Income		-	201,502
III. Total Revenue (I +II)		97,456,095	91,380,911
<i>IV. Expenses:</i>			
Cost of Production Expenses		52,515,691	56,172,052
Employee benefit expense	16	9,751,364	8,680,255
Financial costs	17	692,478	259,996
Depreciation and amortization expense	8	8,367,073	6,286,617
Adminstration Expenses	18	22,111,686	17,033,482
IV. Total Expenses		93,438,291	88,432,402
V. Profit before exceptional and extraordinary items and tax	(III - IV)	4,017,804	2,948,509
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		4,017,804	2,948,509
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		4,017,804	2,948,509
X. Tax expense:			
(1) Current tax		1,700,000	1,141,553
(2) Deferred tax Asset (Liability)		(87,792)	468,420
XI. Profit/(Loss) after Tax for the period (XI + XIV)		2,230,012	2,275,376
No Of Shares			
Total No. of Shares		17,212,915	17,212,915
Weighted No. of Shares		17,212,915	17,212,915
XII. Earning per equity share:			
(1) Basic		0.130	0.13
(2) Diluted		0.130	0.13
As per our Report of even date attached			
for Venkatesh & Co., Chartered Accountants F.R.No.004636S		On behalf of the Board For Diksats Transworld Limited	
CA Dasaraty V Partner M.No.26336		T. Dhevanathan Chairman & Director	T. Thiyaharajhan Director
Date :			
Place : Chennai			

DIKSAT TRANSWORLD LIMITED
Cash Flow Statement for the year 2016-17

Particulars	Amount In Rs.	
	As on 31-03-2017	As on 31-03-2016
Cash Flows From Operating Activities:-		
Net Profit Before Taxation	4,017,804	2,948,509
Add:-		
Depreciation	8,367,073	6,286,617
Interest Paid	692,478	259,996
Cash Flow Before Working Capital changes:-	13,077,354	9,495,122
(Increase)/Decrease in Sundry Debtors	1,863,948	103,346
(Increase)/Decrease in Inventories	333,751	6,199,950
(Increase)/Decrease in Short Term Loans Advances	(5,864,058)	11,368,809
(Increase)/Decrease in Other current Assets	(473,432)	354,225
Increase/(Decrease) in Trade Payables	6,501,801	503,312
Increase/(Decrease) in other Current Liabilities	3,528,126	(7,984,572)
Less: Income Tax	(1,141,553)	(1,958,418)
Net Cash Flow From Operating Activities	17,825,937	18,081,774
Cash Flow from Investing Activities:-		
Less:-		
Purchase of Fixed Assets	(10,962,285)	(17,385,921)
Net Cash flow used in Investing Activities	(10,962,285)	(17,385,921)
Cash Flow from Financing Activities:-		
Add:-		
Share Application Money	-	-
(Increase)/Decrease in Long term Advances	(3,609,313)	(1,515,029)
Increase/(Decrease) in Long Term Borrowings	1,466,115	1,285,180
Less:-		
Amount of Interest paid	(692,478)	(259,996)
Net Cash Flow From Financing Activities	(2,835,675)	(489,845)
Net Increase/(Decrease) in Cash and Cash Equivalents:-		
(Opening Balance)	655,184	449,176
Net Cash Flow during the year	4,027,976	206,008
(Closing Balance)	4,683,160	655,184

1. The cash flow statement has been prepared in accordance with the requirements of Accounting Standard – 3 “Cash Flow Statement” issued by the Institute of Chartered Accountants of India.

2. Cash flows have been reported using the indirect method, whereby the net profit is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments,

3. Significant cash and cash equivalent balances held by the enterprise are available for use by the company.

DIKSAT TRANSWORLD LIMITED		
Notes forming part of the Financials Statements		
Particulars	Year ended 31.03.2017 Rs.	Year ended 31.03.2016 Rs.
Note 2- Share Capital		
Authorised Capital :- 2,50,00,000 Equity Shares of Rs.10/- each	250,000,000	250,000,000
Issued and Subscribed & Paid up:-		
1,72,12,915 (1,72,12,915) Equity Shares of Rs.10/- each	172,129,150	172,129,150
Opening No of Shares	17,212,915	17,212,915
Add:- Share Allotment during the year		
Closing No. of Shares	17,212,915	17,212,915
More than 5% of share held		
Name of the Share Holder	No of Shares	No of Shares
T Dhevanathan	4,847,292	6,297,070
D Meenakshi	1,413,275	1,413,275
T Thiyaharajhan	852,335	965,065
D Karishma Yadav	2,709,321	3,612,520
D Harini Yadav	2,709,596	3,612,795
	% of shares	% of shares
T Dhevanathan	28%	37%
D Meenakshi	8%	8%
T Thiyaharajhan	5%	6%
D Karishma Yadav	16%	21%
D Harini Yadav	16%	21%
Note 3- Reserves & Surplus		
Securities Premium		
Opening Balance	40,484,980	40,484,980
Add: Share Premium issued during the year	-	-
Less: Issue of Bonus shares 1:4 Ratio		
Closing Balance	40,484,980	40,484,980
Profit & Loss Account		
Opening Balance	(9,607,311)	(10,983,242)
Add:- Profit after tax	2,230,012	2,275,376
Less :- Change in Accumulated Depreciation	-	-
Less :- Adjusted with the short provision for taxation for previous years		(899,445)
Balance carried forward to Balance sheet	(7,377,299)	(9,607,311)
Balance Reserves to be carried forward to Balance Sheet	33,107,681	30,877,669
Note 4 - Long Term Loans & Borrowings		
Secured Loans		
ICICI Bank Ltd., (4 Car Loan)	4,195,646	2,729,531
	4,195,646	2,729,531
Note 5 - Long term provisions		
Provisions	3,928,627	3,370,180
	3,928,627	3,370,180
Note 6 - Trade Payables		
Outstanding more than 6 months	1,500,000	-
Outstanding less than 6 months	7,277,992	2,276,191
	8,777,992	2,276,191
Note 7 - Other Current liabilities		
O/s. Expenses Payables	3,924,620	996,494
Gratuity Payable	1,501,015	901,015
	5,425,635	1,897,509

Note No.8 -Depreciation As per Companies Act 2013:

(Amount in Rs.)

Description	Rate	Gross Block				Depreciation					Net Block	
		As on 31.03.2016	Addition	Deletion	As on 31.3.2017	Accu.dep.	Transferred to Reserves	for the Period	Written off	Accu.Depre.	As on 31.03.2017	As on 01.04.2016
						As on 01.04.2016				As on 31.03.2017		
Tangible Assets												
Land		575,172			575,172	-	-	-	-	-	575,172	575,172
Computers	31.67%	7,769,453	412,955	-	8,182,408	6,347,277	-	451,806	-	6,799,082	1,383,326	1,422,177
Furniture & Fittings	9.50%	14,871,569	902,237	-	15,773,806	6,777,606	-	815,820	-	7,593,426	8,180,380	8,093,963
Plant & Machinery	6.33%	85,984,536	3,128,776	-	89,113,312	47,457,976	-	5,485,231	-	52,943,207	36,170,105	38,526,560
Vehicles	11.88%	5,619,244	4,675,222	-	10,294,466	793,309	-	781,115		1,574,424	8,720,042	4,825,935
Office Equipments	19.00%	4,435,554	1,843,095	-	6,278,649	2,423,285	-	699,660		3,122,945	3,155,704	2,012,269
Intangible Assets												
Channel Logos		334,404		-	334,404	133,762	-	33,440	-	167,202	167,202	200,642
*Publication Rights		1,000,000		-	1,000,000	800,000	-	100,000	-	900,000	100,000	200,000
TOTAL		120,589,932	10,962,285	-	131,552,217	64,733,215	-	8,367,073	-	73,100,287	58,451,930	55,856,718

DIKSAT TRANSWORLD LIMITED		
Notes forming part of the Financials Statements		
Particulars	Year ended 31.03.2017	Year ended 31.03.2016
	Rs.	Rs.
Note 9 - Long term loans and advances(Asset)		
Deposits	30,900,000	30,900,000
Related Parties	4,477,000	3,450,000
To Others	4,408,841	4,408,841
IPO Expenses	5,082,313	2,500,000
	44,868,154	41,258,841
Note 10 - Inventories		
Others	85,385,035	85,718,786
	85,385,035	85,718,786
Note 11 - Trade receivables		
(a) Sundry Debtors (unsecured but considered good)		
(a) Debts o/s. for a period exceeding 6 months	20,649,885	22,513,833
	20,649,885	22,513,833
Note 12 - Cash & Cash Equivalents		
Cash in Hand	1,817,317	191,610
Cash at Bank		
ICICI-218605500041	175,510	322,403
Lakshmi Vilas Bank-0430351000003903	2,612,804	40,821
IDBI 630102523	34,367	34,367
State Bank of India	43,161	65,981
	4,683,160	655,184
Note 13 - Short-term Loans and Advances(Asset)		
Security Deposit	3,033,100	2,833,600
Other advances	14,358,984	8,694,426
	17,392,084	11,528,026
Note 14 - Other Current Assets		
TDS Receivables	404,309	190,309
Service Input Credit	651,087	391,655
	1,055,396	581,964

DIKSAT TRANSWORLD LIMITED		
Notes forming part of the Financials Statements		
Particulars	Year ended 31.03.2017	Year ended 31.03.2016
	Rs.	Rs.
Note 15 - Revenue		
Channel & News Paper Income	97,456,095	91,179,409
Other Income	-	201,502
	97,456,095	91,380,911
Note 16 - Expenses		
Salary	7,856,906	6,020,840
PF Contribution	585,486	699,346
Staff welfare	708,972	1,059,054
Gratuity	600,000	901,015
	9,751,364	8,680,255
Note 17 - Financial Costs		
Bank Charges	5,356	20,067
Interest	687,122	239,929
	692,478	259,996
Note 18-Adminstration Expenses		
Administration Expenses	2,680,375	877,053
Consultancy Fee	523,964	708,000
Business Promotion Expenses	990,085	868,462
Donation	624,015	-
Insurance	521,448	98,021
Rental Expenses	2,345,290	1,933,000
Telephone Charges	697,853	372,400
Travel Expenses	4,706,728	1,871,375
Conveyance	47,253	193,984
Printing & Stationary	179,135	149,030
Audit Fees	415,000	369,893
Repairs and Maintainance	660,364	1,030,802
Rates and Taxes	1,465,767	1,322,623
Write off Programme	6,199,950	6,199,950
Professional Fee	54,458	1,038,888
	22,111,686	17,033,482

Note 20 : Disclosures under Accounting Standards - 18

Particulars				
Related party transactions				
Details of related parties:				
Description of relationship				
Entities in which KMP / relatives of KMP have significant influence	1. Alectrona Paper and Energy Limited 2. Dhevanathan Estates & Plantations Private Limited 3. Dheva Investments And Finance (India) Private Limited 4. Mylapore Chits Private Limited 5. Win Life Hospital 6. Empire Photovoltaic Systems Private Limited 7. Empire Energy Systems Private Limited 8. Dheva Mines Private Limited			
Key Management Personnel (KMP)	1. Dhevanathan Yadav (DY) 2. Thirevengadam Thiyaharajhan (TT) 3. Gunaseelan Rangabashiam (GR)			
Relative of KMP	1. Meenakshi Yadav (MY)			
Details of Related Party transactions during the year ended Mar 31, 2017 & balances outstanding as at Mar 31, 2017: (In `Rs)				
Particulars	Associates	KMP/Relatives of KMP	Entities in which KMP / relatives of KMP have significant influence	Total
		-		-
Remuneration/Salary Paid		2,790,000 (2,640,000)		2,790,000 (2,640,000)
Loans /Advances Given		- (1,000,000)	1,327,000 (29,900,000)	1,327,000 (30,900,000)
loans Taken			- (320,000)	- (320,000)
Repayment of Loan		-	14,369 -	14,369 -
Balances outstanding at the end of the year				
Loans & Advances #		1,000,000 (1,000,000)	(33,350,000)	1,000,000 (34,350,000)
Salary payables		156,500 (95,200)		156,500 -
loans Taken			305,631	305,631
Note: Figures in bracket relates to the previous year * Finance given deals with Advance given to Empire Photovoltaic Systems Private limited for the Purchase of Solar equipment # lease Deposits deals with outstanding amount of deposits given to Alectrona Paper and Energy Limited , Dheva Investments And Finance (India) Private Limited, dheva Mines Private limited , Dheva Investments And Finance (India) Private Limited, as on the date of balance sheet date				

Note - 1

SIGNIFICANT ACCOUNTING POLICIES

1. BASIS FOR PREPARATION OF FINANCIAL STATEMENTS:

The financial statements are prepared under the historical cost convention on an accrual basis and comply with the accounting standards issued by the Institute of Chartered Accountants of India referred to in section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules 2014, and guidelines issued by SEBI.

2. Inventories:-

Inventories are valued at cost or net realizable value whichever is lower.

In respect of Films the same has been written off over the period of 10 years

In respect of serials the same has been written off over the period of 10 years

In respect of news clippings and other programs the same has been written off over the period of 10 years

3. Property ,Plant & Equipment :

Tangible assets are stated at Cost of acquisition, inclusive of duties, taxes and incidental expenses, up to the date the asset is put to use. Any trade discounts and rebates are deducted in arriving at the purchase price. Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenditure is incurred.

Depreciation on Tangible Assets are provided for as under:

- a) All the assets are depreciated on SLM basis at the rates prescribed in schedule II of the Companies Act, 2013 as amended.
- b) Depreciation is provided on pro-rata basis from the month of addition of Fixed Assets

4. Intangible Assets :-

Intangible assets are recorded at the consideration paid to acquisition of such assets and are carried at cost less accumulated amortization. Amortization on intangible assets (Channel Logo Designs) has been provided 1/10th every year.

5. Cash flow Statement:-

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.

6. Contingencies and Events Occurring after Balance Sheet Date

Due consideration for events occurring after balance sheet date but till the date of attestation has been ensured; No significant contingent aspect was identified

7. The Effects of changes in Foreign Exchange Rates

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.

Monetary items denominated in foreign currencies at the yearend are restated at year end rates. In case of items which are covered by forward exchange contracts, the difference between the yearend rate and rate on the date of the contract is recognised as exchange difference any income or expense on account of exchange difference either on settlement or on translation is recognised in the Profit and Loss Statement. In respect of foreign currency transactions in fixed asset, the exchange gain or loss is adjusted in the carrying amount of fixed assets and accordingly depreciation is charged.

8. Investments

Current investments are carried at lower of cost and quoted/fair value, computed category-wise. Non-Current investments are stated at cost. Provision for diminution in the value of Non-Current investments is made only if such a decline is other than temporary.

9. Employees Benefits

All the employees of the company are entitled to receive benefits under the Employees' Provident Fund and Miscellaneous Provisions Act, 1952, a defined contribution plan in which both the employees and the company contribute monthly at a stipulated rate. The company has no liability for future Provident Fund benefits other than its annual contributions and recognizes such contributions as expenses in the year it is incurred.

10. Borrowing costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Profit and Loss Statement in the period in which they are incurred

11. Segment Reporting

The company is operating in a single segment and the risk and reward is same for the segment in all the location and hence the segment reporting is not applicable to the company

12. Revenue recognition:

Advertisement receipts:

Advertisement receipts are recognized on the basis of invoices raised on the customer in respect of advertisement telecasted on the Channel and newspaper.

Slot Receipts:

Slot Receipts are recognized on the basis of agreement entered with Slot hirers.

Sale of News Paper:

Sale of newspapers were accounted based on the accrual concept

Other Income:

Other Income by way of display receipts, facilities for software recording, providing facilities for software modifications, facilities for editing are accounted on accrual basis.

13. Accounting for Taxes

Provision is made for income tax on an annual basis, under the tax payable method, based on the tax liability as computed after taking credit for allowances and exemptions. Sufficient future taxable income will be available against which such deferred tax assets can be realized as per AS -22 "Accounting for taxes on income" issued by the institute of chartered accountants of India.

Deferred tax is recognized, subject to the consideration of prudence, on timing differences, 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 are recognized on carry forward of losses since there is virtual certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized as per AS-22 "accounting for taxes on income" issued by the Institute Of Chartered Accountants Of India.

14. Impairment of Assets

As per Accounting standard 28, the company assesses at each balance sheet date whether there is any indication that an asset including good will is impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than the carrying amount then carrying amount is reduced to recoverable amount. The reduction is treated as impairment and recognized in profit and loss account. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. In respect of goodwill the impairment loss

will be reversed only when it was caused by specific external events and their effects have been reversed by subsequent events. During the year no such impairment has occurred.

15. Provisions, Contingent Liabilities and Contingent Assets

"Provision is recognised in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote.

No contingent asset was recognized. "

Note – 19

1. DEFERRED TAX:

Particulars	31-Mar-17	31-Mar-16
Deferred Tax Liability		
WDV as per Companies Act	5,84,51,930	
WDV as per Income tax Act	4,25,26,647	

Timing difference	1,59,25,283	
-	-----	
Income tax rate 30.9%	49,20,913	
Total DTL for Balance sheet	(49,20,913)	(48,33,121)
Net DTA/(DTL) in Balance Sheet		

2. MICRO, SMALL AND MEDIUM ENTERPRISES:

Sundry Creditors includes amount due to SSI as on 31.03.17 : **Rs.NIL** (NIL) With available information from Micro, Small and Medium Enterprises regarding their registration with Central/State Government authorities the disclosure as per Sec 23 of The Micro Small Medium Enterprises Development Act 2006 is made.

3. FOREIGN EXCHANGE INFLOW AND OUTFLOW:-

	<u>March 31, 2017</u> <u>(in Rs.)</u>	<u>March 31, 2016</u> <u>(in Rs.)</u>
CIF Value of Imports	NIL	NIL

	<u>March 31, 2017</u> <u>(in Rs.)</u>	<u>March 31, 2016</u> <u>(in Rs.)</u>
Earnings In Foreign Exchange	NIL	NIL

Foreign Exchange Outgo

	<u>March 31, 2017</u> <u>(in Rs.)</u>	<u>March 31, 2016</u> <u>(in Rs.)</u>
Foreign Exchange Outflow	NIL	NIL
Director's Travel	6,08,788.00	NIL

NOTE NO: 21**Earnings Per Share and Diluted Earnings Per Share:-**

Calculation of Earnings per share and Diluted Earnings per share:

Particulars	2016-17	2015-16
Opening No.of Shares	1,72,12,915	1,72,12,915
New Allotment	-	-
Total No.of shares	1,72,12,915	1,72,12,915
Weighted Average No.of Shares	1,72,12,915	1,72,12,915
Profit After Tax	22,30,012	22,75,376
Earnings Per Share	0.13	0.13
Diluted Earnings per Share	0.13	0.13

Note 22**REMUNERATION TO AUDITORS**

	31.03.2017	31.03.2016
For Audit	Rs. 3,50,000	Rs. 3,50,000
For Tax Audit	Rs. NIL	Rs. NIL
Other Services	Rs. 65,000	Rs. NIL

NOTE NO : 23

Disclosure Of Details Of Specified Bank Notes (SBN) Held And Transacted During The Period From 8th November, 2016 To 30th December, 2016 As Provided In The Table Below:-

Particulars	SBNs	Other Denomination Notes	Total(Rs)
Closing cash in hand as on 08.11.2016	12,00,000	5,40,926	17,40,926
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	1,35,000	1,35,000
(-) Amount deposited in Banks	12,00,000	2,00,000	14,00,000
Closing cash in hand as on 30.12.2016	-		2,05,926

**For Venkatesh & Co.,
Chartered Accountants
F.R.No.004636S**

For DIKSAT TRANSWORLD LIMITED

**CA Dasaraty V
M.No.026336
Partner**

**T.DHEVANATHAN
Chairman & Director**

**T.THIYAHARAJHAN
Director**

**Date : 29th May 2017
Place : Chennai**

**Muthukumar B
Company Secretary**

**Rajasekar
Chief Financial officer**

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]

CIN: U63090TN1999PLC041707

Name of the Company: DIKSAT TRANSWORLD LIMITED

Registered office:NO.24 SOUTH MADA STREET, MYLAPORE, CHENNAI – 600 004

Name of the Member(s): Registered address: E-mail Id: Folio No/ Clint Id: DP ID:
--

Address:

E-mail Id:

Signature:

or failing him

2. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held onat the.....registered office of the Company at,and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1

2

3

4



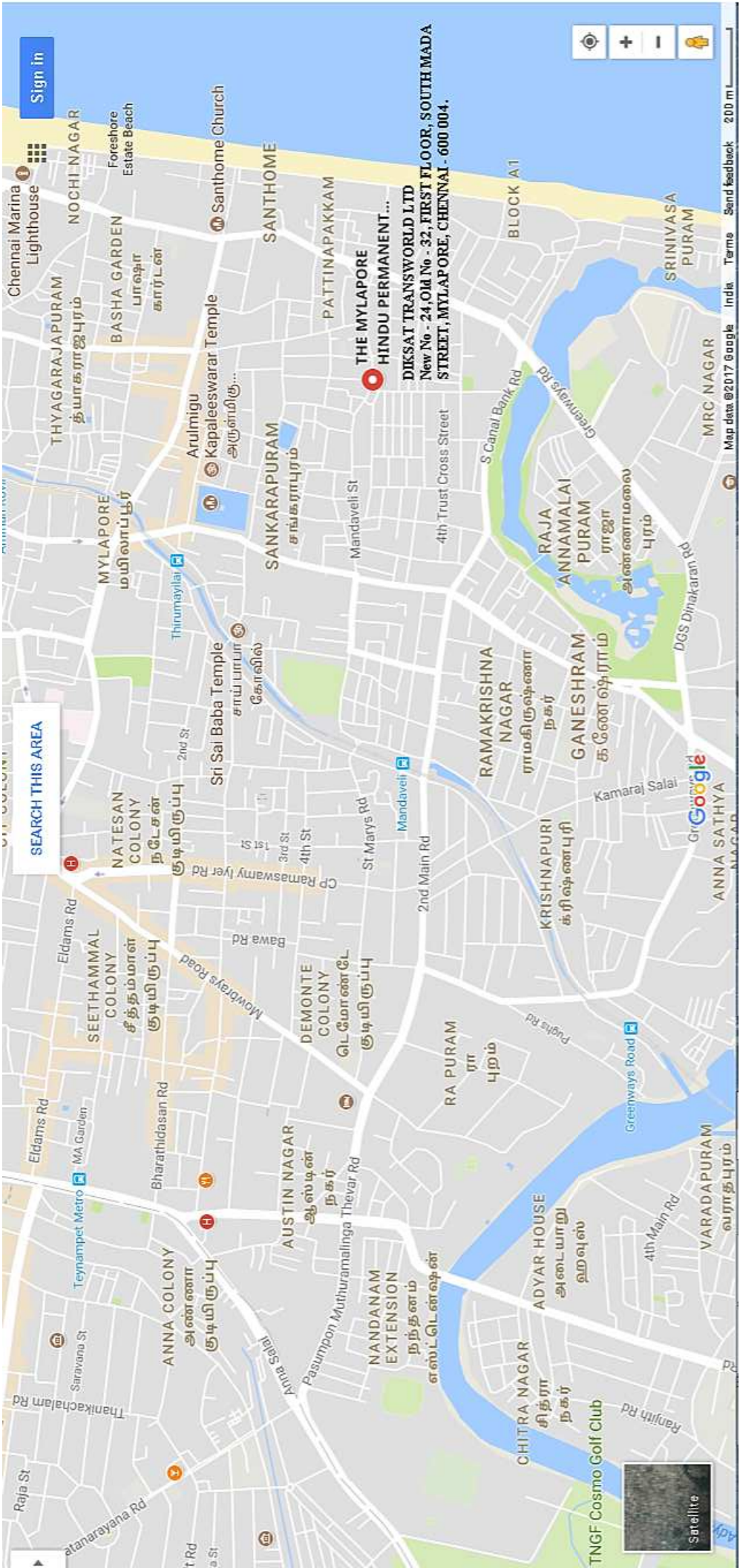
Signed this

day of September 2017

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, 48 HOURS before the commencement of the Annual General Meeting.



Sign in

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**THE MYLAPORE
HINDU PERMANENT ...**

DIKSAT TRANSWORLD LTD
New No - 24, Old No - 32, FIRST FLOOR, SOUTH MADA
STREET, MYLAPORE, CHENNAI - 600 004.

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