

27TH

ANNUAL REPORT

2008 - 2009

SCENARIO MEDIA LIMITED

SCENARIO MEDIA LIMITED

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SCENARIO MEDIA LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty Seventh Annual General Meeting of SCENARIO MEDIA LIMITED will be held at the Registered office of the Company situated at 97, Maker Tower 'F', Cuffe Parade, Mumbai - 400 005 on Tuesday, September 29, 2009 at 3.30 p.m. to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2009, Profit and Loss Account for the year ended on that date and the Reports of the Auditors' and the Directors' thereon.
2. To appoint a Director in place of Mr. Chirag Pittie, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Mansingka Narendra Kumar who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint the Auditors to hold office from the conclusion of this meeting until conclusion of the next Annual General Meeting and to authorize Board to fix their remuneration.

"RESOLVED THAT M/s. Murarilal Agarwal be and are hereby appointed as Statutory Auditors of the Company in place of M/s. Shah & Taparia Chartered Accountants, Mumbai to hold the office from the conclusion of the ensuing Annual General Meeting until conclusion of the next Annual General Meeting, on such remuneration as may be determined by the Chairman in consultation with the Auditors, to audit the accounts for the year ended 31st March, 2010.

Special Business:

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

"RESOLVED THAT in accordance with the provisions of Section 293(1)(d) of the Companies Act, 1956 consent of the shareholders be and is hereby accorded to the Board of Directors to borrow such moneys from time to time at their discretion for the purpose of business notwithstanding that moneys to be borrowed together with moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) will exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not so set apart for any specific purpose, provided that the total amount up to which moneys may be borrowed by the Board of Directors shall not exceed the aggregate of Rs. 50 Crores and that the Board of Directors be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as they may, in their absolute discretion, think fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may, in its absolute discretion, deem necessary or desirable in this regard."

SCENARIO MEDIA LIMITED

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to section 198, 269, 309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956, (including any statutory modification(s) or re-enactment thereof for the time being in force) and as approved and recommended by the Board of Directors, the Shareholders hereby approves the payment of remuneration of Rs. 68,166/- to Mr. Chirag Pittie for a period of Three Years.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may, in its absolute discretion, deem necessary or desirable in this regard."

Place : Mumbai

By order of the Board

Date : 3rd September, 2009

Sd/-

Compliance Officer

Registered Office :

97, Maker Tower 'F'

Cuffe Parade

Mumbai - 400 005

Notes :

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend the meeting and the proxy need not be a member of the Company. Under the Companies Act, 1956, voting is by a show of hands unless a poll is demanded by a member or members present in person, or by proxy, holding at least one-tenth of the total shares entitled to vote on the resolution or by those holding paid-up capital of at least Rs. 50,000. A proxy shall not vote except on a poll. The instrument appointing the proxy must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
2. An Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 relating to the special business to be transacted at the meeting in annexed hereto.
3. Members /Proxies should bring duly filled Attendance Slips sent herewith to attend the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from September 22, 2009 to September 29, 2009 (both days inclusive) for the purpose of Annual General Meeting.
5. Members holding shares in physical form and desirous of making/changing nomination in respect of their shareholding in the Company, may send their request in the prescribed form 2B to the Registrar & Transfer Agents of the Company.
6. Corporate Members are requested to send to the Company, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General meeting.
7. Members desirous of obtaining any information on the Accounts and Operations of the Company are requested to write at least one week before the meeting so that the same could be compiled in advance.

SCENARIO MEDIA LIMITED

8. Members are requested to notify changes, if any, in their registered addresses along with the pin code to the Company's Registrar and Share Transfer Agent.
9. Members are requested to bring their copy of Annual Report to the Meeting.
10. All documents referred to in the notice and explanatory statement are open for inspection at the registered office of the Company between 10.30 a.m. and 1.00 p.m. on all working days upto the date of the meeting.
11. Members whose shareholding is in electronic mode are requested to direct change of address notifications and updations of savings bank account to their respective Depository Participants.
12. Member are requested to address all correspondences, including dividend matters, to the Registrar and Share transfer Agents, M/s. SHAREX DYNAMIC (INDIA) PVT. LTD. 17/B, Dena Bank Building, 2nd Floor, Horniman Circle, Fort, Mumbai
13. As per the provisions of the Companies Act, 1956, facility for making nominations is available for shareholders, in respect of the shares held by them. Nomination forms can be obtained from the Registrar and Transfer agents of the Company.
14. Members seeking any information or clarifications on the Annual Report are requested to send in written queries to the Company at least one week before the meeting to enable the Company to compile the information and provide replies at the meeting

EXPLANATORY STATEMENT

As required by Section 173 (2) of the Companies Act, 1956.

Item No. 5

In order to fund the future expansion projects, the Company may be resorting to secured borrowings from time to time in the form of Loan/Issue of bonds and/or debentures (whether convertible or not) and other forms of financial assistance from various Banks/Financial/Investment Institutions /firms/bodies corporate/foreign investors (on a private placement basis or through a public offering) which may necessitate creation of security in favour of the Lenders/Trustees to the bond/ debenture holders.

Pursuant to the provision of clause (d) of sub-section (1) of section 293 of the Companies Act, 1956, the Board cannot borrow more than the aggregate amount of the paid up capital of the Company and its free reserves (that is to say, reserves not set apart for any specific purpose) at any one time except with the consent of the shareholders of the Company.

The Board of Directors accordingly recommends the resolution set out at Item No. 5 of the accompanying Notice for approval of the Members.

Directors are interested to the extent of the shareholding interest represented by them.

Item No. 6

Mr. Chirag Pittie - Director of the Company is exclusively engaged with the day to day working of the Company and has been contributing his time and efforts to the affairs of the Company.

SCENARIO MEDIA LIMITED

Hence, the Board of Directors proposes to give remuneration to him. Your approval is sought in this regard.

Place : Mumbai

By order of the Board

Date : 3rd September, 2009

Sd/-

Compliance Officer

Registered Office :

97, Maker Tower 'F'

Cuffe Parade,

Mumbai - 400 005



SCENARIO MEDIA LIMITED

DIRECTOR'S REPORT

The Members of
SCENARIO MEDIA LIMITED

Your Directors present herewith the 27th Annual Report together with the Audited Statement of Accounts for the year ended March 31, 2009.

1. FINANCIAL RESULTS

(Rs. In Lacs)

| | 2008-09 | | 2007-08 | |
|--|---------|-------|---------|-------|
| Profit/(Loss) before interest, depreciation and taxation | | 36.56 | | 42.76 |
| Less: Interest | 0.00 | | 0.00 | |
| Depreciation/Amortisation/ Impairment | 22.92 | | 20.28 | |
| Provision for Taxation- current/earlier years | 3.48 | | 6.23 | |
| | | 26.40 | | 26.51 |
| Add : provisions written back | | 0.0 | | 0.00 |
| Net Profit /(Loss) after Tax | | 10.14 | | 16.25 |
| Add: Balance in Profit & Loss Account | | 25.88 | | 9.63 |
| Less: Transferred to Reserve Fund | | - | | - |
| Balance Carried Forward | | 36.02 | | 25.88 |
| Appropriations | | | | |
| Interim Dividend | | - | | - |
| Final Dividend | | - | | - |
| Dividend Tax | | - | | - |
| Balance carried forward | | 36.02 | | 25.88 |
| <i>Total</i> | | 36.02 | | 25.88 |

2. DIVIDEND

The Board does not recommend any dividend for the financial year ended 31st March, 2009

3. INVESTMENTS

The Book value of the quoted investments for the year under review was Rs. 77,058 (previous year Rs. 77,058) and the market value was Rs. 82,985.

4. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanation obtained by them, your Directors make the following statement in terms of Section 217(2AA) of the Companies Act, 1956:

- a) that in the preparation of the Annual Accounts for the year ended March 31, 2009, the applicable accounting standards have been followed alongwith proper explanation relating to material departures, if any.
- b) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended March 31, 2009 and of the profit of the Company for that year.
- c) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act,1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) that the Directors have prepared the Annual Accounts for the year ended March 31, 2009, on a going concern basis.

5. DIRECTORS

In accordance with the Articles of Association of the Company and provisions of the Companies Act, 1956 Mr. Chirag Pittie and Mr. Mansingka Narendra Kumar retires by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. Your Directors recommend their re-appointment.

6. STATUTORY AUDITORS

The Statutory Auditors of the Company, Shah & Taparia Chartered Accountants., retire at ensuing Annual General Meeting of the Company and has received the letter of Resignation from Shah & Taparia Chartered Accountants., expressing their desire to discontinue as the Statutory Auditors of the Company. The Company has received the consent letter from M/s. Murarilal Agarwal., Chartered Accountant. The Company has also received a Certificate from them to the effect that the appointment, if made, would be within the prescribed limits under Section 224 (1B) of the Companies Act, 1956 and also that they are not otherwise disqualified within the meaning of sub-Section (3) of Section 226 of the Companies Act, 1956, for such appointment. You are requested to appoint Auditors for the current year and fix their remuneration.

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

Since there is no manufacturing activity carried on by the Company, the particulars in respect of conservation of Energy as required under Section 217 (i) (e) of the Companies Act, 1956 are not furnished.

During the year Foreign Exchange and Outgoing are Nil.

The Company has not used any technology as such during the year.

8. PARTICULARS OF EMPLOYEES

There were no employees during the whole or part of the year who were in receipt of remuneration aggregating to Rs. 2,00,000/- p.m. or Rs. 24,00,000/- p.a. Hence no particulars are given.

9. ACKNOWLEDGEMENTS:

Your Directors would like to record their appreciation of the services rendered by the members of the staff at all levels. They also like to express their gratefulness to the Companies Bankers, Shareholders and their Customers for their co- operation and also for the confidence reposed in the Company.

| | |
|---|---------------|
| For and on behalf of the Board of Directors | |
| Sd/- | Sd/- |
| CHIRAG PITTIE | SAMEER KAPOOR |
| DIRECTOR | DIRECTOR |

Date : 3rd September, 2009

Place : Mumbai.

Registered Office

97, Maker Tower 'F',
Cuffe Parade,
Mumbai - 400 005

SHAH & TAPARIA

CHARTERED ACCOUNTANTS

12, NAVJEEVAN WADI, DHOBI TALAO, MUMBAI-400 002.
TELFAX : 56319266 / 67 / 68 EMAIL : shahandtalaria@hotmail.com

AUDIT REPORT TO MEMBERS OF M/S. SCENARIO MEDIA LIMITED

- (1) We have audited the attached Balance sheet of **M/S. SCENARIO MEDIA LIMITED**. as at 31st March 2009 and also the Profit & Loss Account and Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are responsibility of the company management. Our responsibility is to express an opinion on these financial statements based on our audit.
- (2) We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes
 - (a) examining, on a test basis, evidence to support the financial statement amounts and disclosures in the financial statement
 - (b) assessing the accounting principles used in the preparation of financial statements
 - (c) assessing significant estimates made by the management in the preparation of the financial statements, and,
 - (d) evaluating overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- (3) As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in the paragraph 4 and 5 of the said order.
- (4) Further we report that:
 - (a) We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law, have been kept by the Company so far, as appears from our examination of the books of the company;
 - (c) The Balance Sheet, the Profit and Loss Account and cash flow statement referred to in this report are in agreement with the books of account of the Company;
 - (d) In our opinion, the accounts comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 Except as listed in clause (f) below.
 - (e) On the basis of written representations received from the directors, and taken on record by the Board of Directors, in our opinion, none of the directors is disqualified from being appointed as director u/s 274(1)(g) of Companies Act, 1956;

(f) *Attention is drawn on the following points*

That accounting of retirement benefits is on cash basis which not in accordance with Accounting standard 15 issued by the Institute of Chartered

SHAH & TAPARIA

CHARTERED ACCOUNTANTS

12, NAVJEEVAN WADI, DHOBI TALAO, MUMBAI-400 002.
TELFAX : 56319266 / 67 / 68 EMAIL : shahandtaparia@hotmail.com

Accountants of India for want of information we are unable to quantify impact of the same on profit/ Loss of the company

That balances of debtors. Creditors, loans & advances are subject to confirmation by the respective parties.

That the balance of sundry debtors recoverable in foreign currency have not been adjusted with the currency rate at the year end which is not in compliance with AS 11 issued by the Institute of Chartered Accountants of India.

That the company is working under two different segment but the company is not maintaining segment wise report which is not in compliance with AS 17 issued by the Institute of Chartered Accountants of India.

(g) In our opinion and to the best of our information and according to the explanations given to us, the said Balance Sheet and Profit & Loss Account, together with other notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India: -

- (i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2009, and
- (ii) In the case of the Profit and Loss Account, of the profit of the Company for the year ended on that date.
- (iii) In case of the cash flow statement, of the cash flows for the year ended on that date.

Place : Mumbai
Date : 03/09/2009

For **SHAH & TAPARIA**
Chartered Accountants

Sd/-

S.K. SHAH
Partner
M.No.40633

SCENARIO MEDIA LIMITED

ANNEXURE

Referred to in para 1 of our report of even date: -

- (i) (a) The Company is yet to maintain proper records showing full particulars including quantitative details and situation of its fixed assets.
- (b) The fixed assets have been physically verified by the management and no material discrepancies were noticed on such verification.
- (c) In our opinion and according to the information and explanations given to us, no substantial part of fixed assets have been disposed off by the Company during the year.
- (ii) (a) Physical verification has been conducted by the management at reasonable intervals in respect of inventory.
- (b) In our opinion physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the company and nature of the business.
- (c) No material discrepancies have been noticed on physical verification of stocks as compared to books and records.
- (iii) (a) The Company has taken loans from **parties** listed in registers maintained under section 301 of the Act. In our opinion, the rate of interest and other terms and conditions of such loans are not prima facie, prejudicial to the interest of the company. The Company has also given the company and directors listed in register maintained under section 301 of the Companies Act, 1956. The said loans are interest free, in our opinion in the absence of specified terms and conditions we are unable to comment whether there are prima facie prejudicial to the interest of company.
- (iv) In our opinion & according to the information & explanations given to us, there are internal control procedures commensurate with size of the company & the nature of its business with the regard to purchase of inventory and fixed assets and for the sale of goods.
- (v) (a) In our opinion & according to the information & explanations given to us, the transactions that need to be entered into the Register maintained under section 301 of the Act, have been so entered.
- (b) In our opinion & according to the information & explanations given to us, transactions made in pursuance of contracts or arrangements entered into the register in pursuance of Section 301 of the Act, and exceeding the value Rupees five lacs in respect of any party during the year have been made at prices which are reasonable having regards to the prevailing market prices at the relevant time.

- (vi) *The Company has accepted Deposits from the public. The directives issued by the Reserve Bank of India and the provisions of section 58A and 58AA of the Companies Act 1956 and the Companies (Acceptance of Deposits) Rules 1975 are not Complied with by the party.*
- (vii) *In our opinion, the company do not have any internal audit system commensurate with the size and nature of it's business.*
- (viii) The provisions relating to the maintenance of Cost Records u/s 209(1)(d) of the Companies Act, 1956 is not applicable to the Company.
- (ix) (a) According to the information and explanations given to us and records of the company examined by us, in our opinion, the company is regular in depositing undisputed statutory dues in respect of profession tax, income-tax, investor education and protection fund, wealth tax, cess and other material statutory dues as applicable, with the appropriate authorities.
- (b) According to the information and explanation given to us no undisputed amounts payable in respect of Income Tax, Wealth Tax, Sales Tax, Custom Duty, and Excise duty were outstanding as at 31st March, 2009 for a period of more than 6 months from the date they become payable.
- (x) The Company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- (xi) In our opinion & according to the information & explanations given to us the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xii) The Company is not a Chit fund, nidhi, mutual benefit fund or a society.
- (xiii) In our opinion & according to the information & explanations given to us proper records have been maintained of the transactions and contracts and timely entries have been made therein, also the shares, securities, debentures and other securities have been held by the company, in its own name.
- (xiv) According to the information given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xv) The Company has not obtained any term loans.
- (xvi) According to the information given to us, the company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Act.

- (xvii) According to records examined by us and the information and explanations given to us, on an overall basis, funds raised on short term basis have, prima facie, not been used during the year for long term investment and vice versa.
- (xviii) The Company has not issued any debenture.
- (xix) The Company has not raised any money by any public issue.
- (xx) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

For **SHAH & TAPARIA**
Chartered Accountants,

Sd/-

Place : Mumbai
Date : 03/09/2009

S. K. Shah
(Partner)
M. No. 40633

M/S. SCENARIO MEDIA LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2009

| | Schedule | As at 31.03.2009 Rs. | As at 31.03.2008 Rs. |
|---|----------|----------------------------|----------------------------|
| SOURCES OF FUNDS | | | |
| I. Shareholder's Funds | | | |
| a. Share Capital | 1 | 22,400,000 | 22,400,000 |
| b. Reserve & Surplus | 2 | 3,602,174 | 2,587,840 |
| Total Shareholder's Fund | | 26,002,174 | 24,987,840 |
| II. Loan Funds | 3 | 16,957,096 | 30,613,023 |
| III. Deferred Tax Liability | | 1,278,880 | 1,052,380 |
| TOTAL | | 44,238,150 | 56,653,243 |
| APPLICATION OF FUNDS | | | |
| I. Fixed Assets | 4 | | |
| a. Gross Block | | 23,108,418 | 20,356,576 |
| b. Less : Depreciation | | 6,903,941 | 4,611,501 |
| c. Net Block | | 16,204,477 | 15,745,075 |
| II. Investments | 5 | 2,975,058 | 2,975,058 |
| III. Current Assets, Loans & Advances | 6 | | |
| a. Debtors | | 33,641,869 | 6,147,120 |
| b. Cash & Bank Balances | | 378,798 | 11,328,273 |
| c. Loans & Advances | | 27,527,185 | 35,316,198 |
| | | 61,547,852 | 52,791,591 |
| Less : Current Liabilities & Provisions | 7 | | |
| a. Current Liabilities | | 35,233,312 | 13,517,057 |
| b. Provisions | | 1,494,000 | 1,618,000 |
| | | 36,727,312 | 15,135,057 |
| Net Current Assets | | 24,820,540 | 37,656,534 |
| IV. Miscellaneous Expenditure (to the extent not written off or adjusted) | 8 | 238,075 | 276,575 |
| TOTAL | | 44,238,150 | 56,653,242 |

Notes on Accounts

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Schedule 1 to 13 forms parts of this Balance Sheet

As Per our Report of even date

Shah & Taparia

Chartered Accountants

sd/-

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Sd/-

Sd/-

S.K.Shah

Partner

Membership No. 40633

Place : Mumbai

Date : 03/09/2009

Mr.Chirag Pittie

Director

Mr.Sameer Kapoor

Director

M/S. SCENARIO MEDIA LIMITED
PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

| | Schedule | Year Ended 31.03.2009 Rs. | Year Ended 31.03.2009 Rs. | Year Ended 31.03.2008 Rs. | Year Ended 31.03.2008 Rs. |
|---|-----------|---------------------------------|---------------------------------|---------------------------------|---------------------------------|
| I. INCOME | 9 | | 37,632,664.32 | | 60,092,004 |
| II. EXPENDITURE | | | | | |
| Cost of Sales | 10 | | 32,459,947 | | 49,072,244 |
| Administrative & Other Exps. | 11 | | 1,478,446 | | 6,655,357 |
| Depreciation | | | 2,292,441.00 | | 2,028,167 |
| Misc. Expenses Written/Off | | | 38,500 | | 38,500 |
| | | | <u>36,269,334</u> | | <u>57,794,267</u> |
| PROFIT BEFORE TAX | | | 1,363,330.24 | | 2,297,737 |
| Less: Prior period expenses | | | - | | 49,984 |
| | | | <u>1,363,330.24</u> | | <u>2,247,753</u> |
| III. PROVISION FOR TAXATION | | | | | |
| Fringe Benefit Tax | | 5,000 | | 25,000 | |
| Income Tax | | 201,000 | | 250,000 | |
| Income Tax Adjustment of Earlier Years | | (83,504) | | | |
| Deferred Tax | | 226,500 | 348,996 | 348,180 | 623,180 |
| PROFIT AFTER TAX | | | <u>1,014,334</u> | | <u>1,624,573</u> |
| Add : Balance in Profit & Loss Account | | | 2,587,839.64 | | 963,267 |
| Surplus Carried over to Balance Sheet | | | <u>3,602,174</u> | | <u>2,587,839.64</u> |
| IV. EARNINGS PER SHARE (Face Value Rs. 10/- Per Shares) | 12 | | | | |
| Basic Earning Per Share | | | 1.33 | | 0.73 |
| Dilutive Earning Per Share | | | 1.33 | | 0.73 |

Notes on Accounts 13

Schedule 1 to 13 forms parts of this Balance Sheet

As Per our Report of even date,

Shah & Taparia
Chartered Accountants
Sd/-

S.K.Shah
Partner
Membership No. 40633
Place : Mumbai
Date : 03/09/2009

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Sd/-

Mr.Chirag Pittie
Director

Sd/-

Mr.Sameer Kapoor
Director

M/S. SCENARIO MEDIA LIMITED
SCHEDULE ATTACHED TO AND FORMING PART OF ANNUAL
ACCOUNTS AS AT AND FOR THE PERIOD ENDED 31ST MARCH, 2009

| | As at 31.03.2009 Rs. | As at 31.03.2009 Rs. | As at 31.03.2008 Rs. | As at 31.03.2008 Rs. |
|--|----------------------------|----------------------------|----------------------------|----------------------------|
| SCHEDULE 1 : SHARE CAPITAL :- | | | | |
| Authorised Capital | | | | |
| 35,00,000 Equity Shares of Rs.10 each. (Previous Year 50,00,000 Shares) | | 35,000,000 | | 50,000,000 |
| 15,00,000 5% Redeemable Preference Shares of Rs.10 each. (Previous Year Nil) | | 15,000,000 | | - |
| | | 50,000,000 | | 50,000,000 |
| Issued & Subscribed & Paid-up Capital | | | | |
| 7,65,000 Equity fully paid up Shares of Rs.10 each. (Previous Year 2240000) | | 7,650,000 | | 22,400,000 |
| 14,75,000 5% Redeemable Preference Shares of Rs.10 each. (Previous Year Nil) | | 14,750,000 | | - |
| | | 22,400,000 | | 22,400,000 |
| SCHEDULE 2 : RESERVE & SURPLUS :- | | | | |
| Profit & Loss Account | | | | |
| As per Last Balance Sheet | 2,587,840 | | 963,267 | |
| Add : Current Years Profit | 1,014,334 | 3,602,174 | 1,624,573 | 2,587,840 |
| | | 3,602,173.88 | | 2,587,839.64 |
| SCHEDULE 3 : LOAN FUNDS :- | | | | |
| Unsecured Loans : | | | | |
| | | 16,957,096 | | 30,613,023 |
| TOTAL LOAN FUND | | 16,957,096 | | 30,613,023 |

SCHEDULE 4 : FIXED ASSETS :-

| Asset Description | Rate | Gross Block | | | Depreciation | | | Net Block | |
|------------------------------|--------|-------------------|-----------|-------------------|------------------|-----------------|------------------|-------------------|-------------------|
| | | As on 01.04.08 | Additions | As on 31.03.09 | Upto 01.04.08 | For the Year | Upto 31.03.09 | As on 31.03.08 | As on 31.03.09 |
| <u>Intangible</u> | | | | | | | | | |
| Goodwill | 10% | 89,666 | - | 89,666.00 | 30,637 | 8,967 | 39,603 | 59,029 | 50,063 |
| Motion Film | 10% | 3,671,649 | - | 3,671,649.00 | 1,254,480 | 367,165 | 1,621,645 | 2,417,169 | 2,050,004 |
| Brand & Copy Right | 10% | 15,954,948 | - | 15,954,948.00 | 3,190,990 | 1,595,495.00 | 4,786,485 | 12,763,958 | 11,168,463 |
| Little GurusKoot Books & DVD | 10% | - | 2,507,258 | 2,507,258.00 | - | 250,726.00 | 250,726 | - | 2,256,532 |
| <u>Tangible</u> | | | | | | | | | |
| Computers & Software | 16.21% | 180,131 | 45,408 | 225,539.00 | 86,216 | 35,155.00 | 121,371 | 93,915 | 104,168 |
| Mobile | 4.75% | 54,000 | 58,300 | 112,300.00 | 1,850 | 5,335.00 | 7,185 | 52,150 | 105,115 |
| Office Equipments | 4.75% | - | 140,876 | 140,876.00 | - | 3,887.00 | 3,887 | - | 136,989 |
| Furniture & Fixtures | 6.33% | 406,182 | - | 406,182.00 | 47,328 | 25,711.00 | 73,039 | 358,854 | 333,143 |
| | | 20,356,576 | 2,751,842 | 23,108,418.00 | 4,611,501 | 2,292,441.00 | 6,903,941 | 15,745,075 | 16,204,477.00 |
| Previous Year | | 20,293,216 | 63,360 | 20,356,576.00 | 2,583,334 | 2,028,167 | 4,611,501 | 17,762,032 | 15,745,075 |

M/S. SCENARIO MEDIA LIMITED
SCHEDULE ATTACHED TO AND FORMING PART OF ANNUAL
ACCOUNTS AS AT AND FOR THE PERIOD ENDED 31ST MARCH, 2009

| | | 2008-09 | 2007-08 |
|--|------------------------|------------|------------|
| SCHEDULE 5 : INVESTMENTS :- (Refer Notes 'e' of Schedule 13) | | | |
| Long Term Investments in Equity shares - quoted (Market Value Rs. 82985/-) | | 77,058 | 77,058 |
| Long Term Investments in Equity shares - unquoted | | 2,898,000 | 2,898,000 |
| | | 2,975,058 | 2,975,058 |
| SCHEDULE 6 : CURRENT ASSETS, LOANS AND ADVANCES :- | | | |
| 1. Sundry Debtors : (Unsecured & Considered Good, unless otherwise stated) | | | |
| a. Over six months | | - | - |
| b. Others | | 33,641,869 | 6,147,120 |
| | | 33,641,869 | 6,147,120 |
| 2. Cash & Bank Balances : | | | |
| a. Cash in Hand | | 341,257 | 2,793,949 |
| b. Balances with scheduled banks In Current account | | 37,541 | 8,534,324 |
| | | 378,798 | 11,328,273 |
| 3. Loans and Advances : (Unsecured & Considered Good, unless otherwise stated) | | | |
| a. Advance Payment Against Taxes | | 965,795 | 815,675 |
| b. Advance Recoverable in Cash or Kind or Value to be Received | | 1,238,517 | 1,144,753 |
| c. Deposits | | 30,025 | 30,025 |
| d. Loans & Advances | | 25,292,848 | 33,325,746 |
| | | 27,527,185 | 35,316,198 |
| | Total (1+2+3+4) | 61,547,852 | 52,791,591 |
| SCHEDULE 7 : CURRENT LIABILITIES AND PROVISIONS :- | | | |
| 1. Current Liabilities : | | | |
| a. Sundry Creditors for supplies and others | | 33,810,698 | 7,884,506 |
| b. Liabilities for Expenses | | 591,355 | 3,944,973 |
| c. Other Liabilities | | 831,259 | 1,687,577 |
| | | 35,233,312 | 13,517,057 |
| 2. Provisions | | | |
| Provisions for Taxes | | 1,494,000 | 1,618,000 |
| | | 1,494,000 | 1,618,000 |
| | Total (1+2) | 36,727,312 | 15,135,057 |

| SCHEDULE 8 : MISCELLANEOUS EXPENDITURE :- (to the extent not written off or adjusted) | | 2008-09 | 2007-08 |
|---|-------|----------------|----------------|
| a. Authorised Capital Increased Expenditure: | | | |
| Opening Balance | | 276,575 | 315,075 |
| Add : Expenses Incurred During the Year | | - | - |
| Less : Written off during the year | | 38,500 | 38,500 |
| | | 238,075 | 276,575 |
| Total | | 238,075 | 276,575 |
| SCHEDULE 9 : INCOME :- | | | |
| Sales : | | | |
| Sales - Exports | | 2,628,981 | 10,923,228 |
| - Local | | 35,118,436 | 41,732,450 |
| Service Income : | | | |
| Royalty Income | | - | 2,754,975 |
| Hospitality Income | | - | 200,000 |
| | 1 | 37,747,417 | 55,610,653 |
| Other Income : | | | |
| Sale of Scrap | | - | 549,548 |
| Dividend on Shares | | - | 9 |
| Interest Income | | - | 1,372 |
| Other Income | | 2,061,046 | - |
| Discount/Sundries Written Back | | - | 270 |
| Profit/Loss from Derivatives Transactions | | (2,175,798) | 3,930,152 |
| Loss from Investment | | - | - |
| | 2 | (114,752) | 4,481,350 |
| Total Income | (1+2) | 37,632,664 | 60,092,003 |
| SCHEDULE 10 : COST OF SALES :- | | | |
| a. Jewellery | | | |
| Opening Stock | | - | - |
| Add : Purchases | | 1,981,620 | 8,527,008 |
| Less : Closing Stock | | - | - |
| | | 1,981,620 | 8,527,008 |
| b. Shares. | | | |
| Opening Stock | | - | 36,588 |
| Add : Purchases | | - | 40,508,648 |
| Less : Closing Stock | | - | - |
| | | - | 40,545,236 |
| c. Fabrics. | | | |
| Purchases | | 29,533,712 | - |
| | | 29,533,712 | - |
| D. Educational Books, DVD & CD | | | |
| Purchases | | 944,615 | - |
| | | 944,615 | - |
| Total Cost of Sales | | 32,459,947 | 49,072,244 |

| SCHEDULE 11 : ADMINISTRATIVE & OTHER EXPENSES :- | 2008-09 | 2007-08 |
|---|------------------|------------------|
| Auditors Remuneration | 220,600 | 224,720 |
| Bank Charges | 20,222 | 18,072 |
| Commission Paid | 4,234 | - |
| CDSL (Issuer Charges) | 4,495 | 4,000 |
| Clearing & Forwarding Charges | 43,172 | 55,353 |
| Consultant Fees & Charges | - | 195,000 |
| Conveyance Expenses | 1,274 | |
| Computer Exp. | 10,727 | |
| RNT Charges | - | 24,875 |
| Electricity Expenses | 37,007 | 167,414 |
| Foreign Exchange Fluctuation Loss | - | 78,403 |
| Filing Fees | | 3,500 |
| Freight Charges | | 11,640 |
| Office Expenses | 10,563 | 37,600 |
| Internet Expenses | 6,986 | 20,466 |
| Listing Fees | 39,174 | 10,000 |
| Printing & Stationery | 24,226 | 198,575 |
| Membership & Subscription | | 7,500 |
| Duties & Taxes | | 2,235 |
| Professional Fees | 90,956 | 369,581 |
| Publishing & advertisement | 70,770 | 40,669 |
| Business Promotion Expenses | | 66,816 |
| Books & Periodicals | | 3,580 |
| Rent | 120,000 | - |
| Salaries | 92,615 | 3,100,675 |
| Employee Welfare | 13,816 | 18,486 |
| Repair & Maintenance | - | 21,599 |
| Repair & Maintenance(Society) | | 45,435 |
| STT | 46,876 | 214,992 |
| Service Tax (Shares) | | 103,090 |
| Service Tax (Input Expenses) | 45,135 | 63,989 |
| Share Trading Expenses | 56,143 | 371,108 |
| Travelling & other Expenses | 27,562 | 684,597 |
| Telephone Expenses | 49,036 | 146,887 |
| Web Design Charges | 10,744 | 57,000 |
| Finance Charges | 429,615 | 285,000 |
| Professional Tax On Company | 2,500 | 2,500 |
| | 1,478,446 | 6,655,357 |
| SCHEDULE 12 : EARNINGS PER SHARE :- (In accordance with Accounting Standard 20 -Earnings Per Share) | 2008-09 | 2007-08 |
| Net Profit After Tax (A) | 1,014,334 | 1,624,352 |
| Weighted Average Number of Equity Shares outstanding during the year (B) | 765,000 | 2,240,000 |
| Number of Dilutive Potential Equity Shares (C) | NIL | NIL |
| Basic Earning Per Share (A/B) (Rs.) | 1.33 | 0.73 |
| Dilutive Earning Per Share (A/(B+C)) (Rs.) | 1.33 | 0.73 |

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILEI. Registration details:

Registration No. : L65944MH1982PLC026358 State Code : 11

Balance Sheet Date : March 31, 2009

II. Capital raised during the period : Amount in Rs. Thousand)Public Issue
NILRight Issue
NILBonus Issue
NILPrivate Placement
NILIII. Position of mobilisation and deployment of Funds : (Amount in Rs. Thousand)Total Liabilities
44,238Total Assets
44,238

Sources of Fund :

Paid up Capital
22,400Reserve and Surplus
3,602Secured Loans
NILUnsecured Loans
16957Deferred Tax Liability
1,278

Application of Funds :

Net Fixed Assets
16,204Investments
2,975Net Current Assets
35,233Miscellaneous Expenditure
238Accumulated Losses
NILIV. Performance of Company : (Amount in Rs. Thousand)Turnover
37,633Total Expenditure
36,269Profit/Loss Before Tax
1,363Profit/Loss After Tax
1,414Earning per Shares in Rs.
1.33Dividend @ %
NILV. Generic Names of Three Principal Product/Services of Company (as per monetary terms)
(as per Monetary terms)

Item Code No. : N.A.

(ITC Code)

Product Description : N.A.

As Per our Report of even date,

Shah & Taparia
chartered accountants

Sd/-

S.K.Shah
Partner
Membership No : 40633
Place : Mumbai

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Sd/-

Mr. Chirag Pittle
Director

Sd/-

Mr. Sameer Kapoor
Director

**SCENARIO MEDIA LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2009**

| | Year Ended 31.03.2009 Rs. | Year Ended 31.03.2008 Rs. |
|--|--|--|
| A. Cash Flow from Operating Activities | | |
| Net Profit/(Loss) before Tax and Extraordinary Income | 1,363,330 | 2,247,532 |
| Adjustments for: | - | - |
| Depreciation | 2,292,441 | 2,028,387 |
| Loss of sale of Investments | - | - |
| Interest/Finance Charges | - | - |
| Provision for Doubtful Debts/Advances | - | - |
| Operating Profit/(Loss) Before Working Capital Changes: | 3,655,771 | 4,275,919 |
| Working Capital Changes | | |
| (Increase)/decrease in Trade and Other Receivables | (19,705,736) | (18,349,833) |
| (Increase)/decrease in Inventories | - | 36,588 |
| Increase/(decrease) in Trade Payables | 21,317,255 | 7,500,407 |
| Net Cash From Operating Activities: | 5,267,290 | (6,536,919) |
| B. Cash Flow From Investing Activities: | | |
| (Increase)/decrease in Fixed Assets | (2,751,842) | (63,360) |
| (Increase)/decrease in Misc., Fixed Assets | - | - |
| (Increase)decrease in Investments | - | (2,898,000) |
| Misc., Expenditure Written Off | 38,500 | 38,500 |
| Interest Received | - | - |
| Net Cash from Investing Activities | (2,713,342) | (2,922,860) |
| C. Cash Flow From Financing Activities: | | |
| Proceeds from Increase in Capital | - | - |
| Proceeds from Long Term Borrowings | - | - |
| Increase in Un-secured loans | (13,655,927) | 17,728,047 |
| Dividend & Dividend Tax Paid | - | - |
| Bad debts written off | - | - |
| Payment of borrowings | - | - |
| Net Cash used in Financing Activities | (13,655,927) | 17,728,047 |
| Net Increase/(Decrease) in Cash and Cash equivalents | (11,101,979) | 8,268,268 |
| D. Cash and Cash Equivalents: | | |
| Opening Balance | 11,328,275 | 3,060,007 |
| Closing Balance | 226,296 | 11,328,275 |

As per the Report of even date attached.

For Shah & Taparia
Chartered Accountants
Sd/-

S.K.Shah
Partner
Membership No. 40633
Place : Mumbai
Date : 03/09/2009

For and behalf of the Board

| | |
|----------------------|----------------------|
| Sd/- | Sd/- |
| Chirag Pittie | Sameer Kapoor |
| Director | Director |

SCENARIO MEDIA LIMITED

Registered Office : 97, Maker Tower 'F', Cuffe Parade, Mumbai – 400 005.

Proxy Form

Registered Folio No. _____

No. of Shares held _____

Client ID No. _____

DP ID No. _____

I/ We _____ of _____ in the district of _____ being a Member/ Members of the above-named Company, hereby appoint _____ of _____ in the district of _____ of failing him _____ of _____ in the district of _____ as my/ our proxy to vote for me/ us on my/ our behalf at the 27th ANNUAL GENERAL MEETING of the Company Scheduled to be held at 97, Maker Tower 'F', Cuffe Parade, Mumbai – 400 005 on Tuesday, September 29, 2009 at 3.30 p.m. or at any,adjourned Annual General Meeting.

Signed by the said _____ day of _____ 2009.

Signed this _____ Affix a
Re. 1/-
Revenue Stamp

NOTE : The Proxy to be effective should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

SCENARIO MEDIA LIMITED

Registered Office : 97, Maker Tower 'F', Cuffe Parade, Mumbai – 400 005.

Attendance Slip

Please complete this Attendance Slip and hand it over at the meeting hall. It helps us to make proper arrangements.

Failure to bring this Attendance Slip will create unnecessary inconvenience to you.

Please write below

Registered Folio No. _____

No. of Share held _____

Client ID No. _____

DP ID No. _____

(Please write your name in BLOCK Letters)

I hereby record my presence at the 27th ANNUAL GENERAL MEETING of the Company Scheduled to be held at 97, Maker Tower 'F', Cuffe Parade, Mumbai – 400 005 on Tuesday, September 29, 2009 at 3.30 p.m.

Members/ Proxy's Signature

(To be signed at the time of handing over this slip)

Notes:

1. Members/ Proxy holders are requested to bring their copy of the Annual Report with them at the meeting.
2. Please carry with you this Attendance Slip and hand over the same duly signed at the space provided, at the entrance of the meeting hall.