

# **52 WEEKS ENTERTAINMENT LIMITED**

(Formerly Known as Shantanu Sheorey Aquakult Limited)

CIN No.: L93000MH1993PLC072467

## **22<sup>ND</sup> ANNUAL REPORT 2014-2015**

## **COMPANY INFORMATION**

### **BOARD OF DIRECTORS**

Shri Shantanu Sheorey, Director  
Smt. Nayantara Katkar Sheorey, Director  
Shri Cyrus Bhot Director  
Shri Pankaj Kumar Agarwal  
Ms. Karishma Jain  
Mr. Joe Rajan Baliya Veetilas

### **BANKERS**

Axis Bank Limited

### **AUDITORS**

Motilal & Associates  
Chartered Accountant  
**Internal Auditor**  
M/s Dhawan & Co.

### **REGISTERED OFFICE:**

Tarabai Hall, 97, Shiv Prasad Building,  
Marine Drive,  
Mumbai, Maharashtra, 400002  
Tel.: 022 22842127 Fax: 022 22819226  
Email: 52weeksentltd@gmail.com  
Website: www.52weeksentertainment.com

## **Contents**

1. Notice
2. Directors Report
3. Management Discussion and Analysis
4. Report on Corporate Governance
5. Auditors Report
6. CEO/CFO Certification
7. Secretarial Audit Report
8. Annexures to Director Report
9. Balance Sheet
10. Profit & Loss Account
11. Notes
12. Cash Flow Statements
13. Proxy Form & Attendance Slip

**NOTICE**

**NOTICE** is hereby given that the 22nd Annual General Meeting of the members of 52 Weeks Entertainment Limited will be held as under:

Day: Tuesday  
Date: 29th September, 2015  
Time: 11.00 a.m.

**Venue:** Unit No. 305,  
Laxmi The Mall  
Laxmi Industrial Estate,  
New Link Road,  
Andheri (W), Mumbai - 53

To transact the following businesses:

**ORDINARY BUSINESS**

To consider and adopt:

1. The audited financial statement of the Company for the financial year ended 31st March, 2015, the Reports of the Board of Directors and Auditors thereon; and CashFlow Statement for the year ended 31st March, 2015.
2. To appoint a Director in place of Mrs. Nayantara Katkar Sheorey, who retires by rotation and being eligible offers herself for re-appointment.
3. To appoint Auditors and fix their remuneration:

*To ratify the appointment of auditors of the Company and to fix their remuneration and to pass the following resolution as an **Ordinary Resolution**:*

“Resolved that, pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, pursuant to the recommendations of the audit committee of the Board of Directors, and pursuant to the resolution passed by the members at the AGM held on August 14, 2014, the appointment of M/s. Motilal Jain & Associates. - Chartered Accountants (Firm Registration No. 106584W) as the auditors of the Company to hold office till the conclusion of the AGM to be held in the calendar year 2017, be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2016 as may be determined by the audit committee in consultation with the auditors, and that such remuneration may be paid on a progressive billing basis as may be agreed upon between the auditors and the Board of Directors.

**SPECIAL BUSINESS:**

4. To appoint Mr. Pankaj Kumar Agrawal as an Independent Director

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

“Resolved that pursuant to Section 149, 152 and other applicable provision of the Companies Act, 2013, and the Rules made there under read with Schedule IV to the Companies Act, 2013 and Clause 49 of the Listing Agreement, the appointment of Mr. Pankaj Kumar Agrawal (Din: 01994389), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 as an Independent Director of the Company, by the Nomination & Remuneration Committee at their meeting held on 13/11/2014 and the Board at their meeting held on 13th November, 2014 for a period of 5-years, from 13th November, 2014 to 12th November, 2019 not retire by rotation, be and is hereby approved and accordingly ratified.

5. To appoint Ms. Karishma Jain as Executive Director

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

“RESOLVED that pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Clause 49 of the Listing Agreement, Ms. Karishma Jain (DIN 03053010), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 23rd August, 2014, in terms of Section 161(1) of the Act and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Executive Director of the Company to hold office and liable to retire by rotation.”

6. To appoint Mr. Joe Rajan Valiyaveetil as Executive Director

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

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Clause 49 of the Listing Agreement, Mr. Joe Rajan Valiyaveetil (Din 01449240), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 28th August, 2014, in terms of Section 161(1) of the Act and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Executive Director of the Company to hold office and liable to retire by rotation.”

**By Order of the Board**  
Sd/-  
**Cyrus Bhot**  
Director

Dated: 13th August, 2015  
Registered Office:  
Tarabai Hall, 97, Shiv Prasad Building  
Marine Drive,  
Mumbai - 400 002

**NOTES:**

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and such proxy need not be a member. Proxies in order to be effective must be received at the company's registered office at Tarabai Hall, 97, Shiv Prasad Building, Marine Drive, Mumbai - 400002 not less than forty eight hours before the meeting.

1. The Register of Members and Share Transfer Books of the Company will remain closed from 23rd September, 2015 to 29th September, 2015 (both days inclusive) for the purpose of AGM.
2. In compliance with SEBI Circular No. D&CC/FITT/CIR-15/2002 dated December 27, 2002 read with circular No. D&CC/FITTC/CIR-18/2003 dated February 12, 2003, mandating a Common Agency for Share Registry Work (Physical & Electronic), the company has already appointed M/s. Universal Capital Securities Private Limited as the Registrar & Share Transfer Agents, having their office at 21, Shakeel Niwas, Mahakali Caves Road, Andheri (East), Mumbai – 400 093.

3. Members are requested to notify immediately any change in their address:
  - a. To their Depository Participants (Dps) in respect of their electronic share accounts , and
  - b. To the share transfer agent M/s. Universal Capital Securities Private Limited having office at 21, Shakeel Niwas, Mahakali Caves Road, Andheri (East ), Mumbai – 400 093.Email Id-info@uniseq.in
4. Members may please bring the Admission Slip duly filled in and may hand over the same at the entrance to the Meeting Hall.
5. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Board of Directors of the Company at least 7 days before the date of the Meeting so that the information required may be made available at the Meeting.
6. Members are requested to bring the copy of the Annual Report sent to them.
7. With a view to using natural resources responsibly, we request shareholders to update their email address, with their Depository Participants to enable the Company to send communications electronically. The Annual Report 2014-15 is being sent through electronic mode only to the members whose email addresses are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2014-15 are being sent by the permitted mode.
8. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules 2015, and Clause 35B of the Listing Agreement, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Central Depository Services Limited. The facility for voting, through ballot paper, will also be made available at the AGM and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are appended herein below.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.
10. As per provisions of the Companies Act, 2013, facility for making nominations is available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down loaded from the website of the Ministry of Company affairs.
11. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
12. Information required to be furnished under clause 49 of the listing agreement as required director who are proposed to be appointed / reappointed are given below:

<b>Name of Director</b>	<b>Mr. Pankaj Agarwal</b>	<b>Ms. Karishma Jain</b>	<b>Mr. Joe Rajan Valiyaveetil</b>
<b>Date of Birth</b>	27/02/1975	18/01/1992	27/10/1972
<b>Date of Appointment</b>	10/08/2013	23/08/2014	28/08/2014
<b>Qualification</b>	Chartered Accountant	B.COM	B.COM
<b>Expertise in Specific Functional Area</b>	Banking and Finance,	5 years experience in making of TV Serials and Movies.	10 years experience in making of TV Serials and Movies.
<b>Executive &amp; Non-Executive Director</b>	Non-Executive Director	Executive Director	Executive Director
<b>Promoter Group</b>	NO	No	No
<b>Independent Director</b>	YES	No	No
<b>Chairman/Member of Committees of the Boards of Which he is a Director</b>	A. <u>52 Weeks Entertainment Limited</u> 1. Chairman of Nomination and Remuneration Committee	A. <u>52 Weeks Entertainment Limited</u> 1. Member of Risk Management Committee 2. Member of Share Transfer Committee	A. <u>52 Weeks Entertainment Limited</u> 1. Member of Risk Management Committee 2. Member of Share Transfer Committee
<b>No of Shares held</b>	NIL	NIL	NIL
<b>Term</b>	5 years (from 13 <sup>th</sup> November 2014 to 12 <sup>th</sup> November 2019)	-	-
<b>Other Directorship</b>	1. Kp Finserv Private Limited	NIL	1. Harvey India Tours and Travels Private Limited

Mr. Pankaj Agarwal Appointed as Independent Director on 10/08/2013 as per Listing Agreement and Companies Act, 2013 as per the new requirement the appointment is ratified and renewed

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS SET OUT IN THE NOTICE CONVENING THE ANNUAL GENERAL MEETING.****ITEM NO. 4:**

Mr. Pankaj Agarwal was appointed as an Independent Director of the company. As per section 149(6) of the Companies Act, 2013, he furnished a declaration that he meets with the criteria for independence to act as an Independent Director of the Company.

On the recommendation of the Nomination & Remuneration Committee at their meeting held on 13th November, 2014 Board at their meeting held on 13/11/2014 ratified his appointment in continuation as an independent director the company for a period of 5-years from 13th November, 2014 upto 12th November, 2019 and he is not liable to retire by rotation. He is only entitled for sitting fees.

The Company has received from Mr. Pankaj Agarwal: (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, and (ii) intimation in Form DIR -8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the extent applicable, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mr. Pankaj Agarwal- the Independent Director who appointment needs to be confirmed by way of ratification, fulfills the conditions specified in the Companies Act, 2013 and the Rules made thereunder and he is independent of the Management. A copy of the draft letter for the appointment of Mr. Pankaj Agarwal as an Independent Director setting out the terms and conditions is available for inspection without any fee by any members of the Company at the Company's registered office during 11 p.m. to 2 p.m. hours on working days up to the date of the AGM.

No director, key managerial personnel or their relatives, except Mr. Pankaj Agarwal, to whom the resolution relates, is interested or concerned in the resolution.

The Board recommends the resolution set forth in Item no. 4 for the approval of the members.

**ITEM NO. 5:**

Ms. Karishma Jain was appointed as an Additional Director of the company with effect from 23rd August 2014.

The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with requisite deposit proposing her candidature for continuation in the office of the Board as an Executive Director.

The Company has received from Ms. Karishma Jain: (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, and (ii) intimation in Form DIR -8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the extent applicable, to the effect that she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

In the opinion of the Board of Directors, Ms. Karishma Jain- who appointment needs to be confirmed by way of the conditions specified in the Companies Act, 2013 and the Rules made there under and she is Executive of the Management. A copy of the draft letter for the appointment of Ms. Karishma Jain as Director setting out the terms and conditions is available for inspection without any fee by any members of the Company at the Company's registered office during 11 p.m. to 2 p.m. hours on working days up to the date of the AGM.

No director, key managerial personnel or their relatives, except Ms. Karisma Jain, to whom the resolution relates, is interested or concerned in the resolution.

The Board recommends the resolution set forth in Item no. 5 for the approval of the members.

ITEM NO. 6:

Mr. Joe Rajan Valiyaveetil was appointed as an Additional Director of the company.

The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with requisite deposit proposing his candidature for continuation in the office of the Board as an Executive Director.

The Company has received from Mr. Joe Rajan Valiyaveetil: (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, and (ii) intimation in Form DIR -8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the extent applicable, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mr. Joe Rajan Valiyaveetil - who appointment needs to be confirmed by way of the conditions specified in the Companies Act, 2013 and the Rules made there under and he is Executive of the Management. A copy of the draft letter for the appointment of Mr. Joe Rajan Valiyaveetil as Director setting out the terms and conditions is available for inspection without any fee by any members of the Company at the Company's registered office during 11 p.m. to 2 p.m. hours on working days up to the date of the AGM.

No director, key managerial personnel or their relatives, except Mr. Joe Rajan Valiyaveetil, to whom the resolution relates, is interested or concerned in the resolution.

The Board recommends the resolution set forth in Item no. 6 for the approval of the members.

**By Order of the Board**  
**Sd/-**  
**Cyrus Bhot**  
**Director**

**Dated: 13th August, 2015**

**Registered Office:**

Tarabai Hall, 97, Shiv Prasad Building  
Marine Drive,  
Mumbai - 400 002



## Voting through Electronic Means:

The Company is pleased to offer e-voting facility to all its members to enable them to cast their vote electronically in terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and as per listing agreement (including any statutory modification or re-enactment thereof for the time being in force). Accordingly, a member may exercise his vote by electronic means and the Company may pass any resolution by electronic voting system in accordance with the below provisions, through the e-voting services provided by CDSL.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26th September 2015 at 9.00 a.m. and ends on 28th September, 2015 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and 8 digits of the Sequence number which is mentioned in address Label affixed on Annual Report, in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant “52 Weeks Entertainment Limited” on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (xxi) The Company has appointed M/s. Amarendra Mohapatra, Practicing Company Secretaries (C.P. No. 14901 and ACS No. 26257) as the Scrutinizer for conducting the e-voting process in fair and transparent manner.
- (xxii) A copy of this notice has been placed on the website of the Company and the website of CDSL.
- (xxiii) In case of Members who are entitled to vote but have not electronic means, the Chairman of the Company will order a poll on his own motion or on demand at the Meeting in terms of Section 109 of the Companies Act, 2013 for all businesses specified in the accompanying Notice.

**DIRECTORS' REPORT**

Dear Members,

Your Directors are pleased to present the 22nd Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2015.

**STANDALONE SUMMARISED FINANCIAL RESULTS:**

(Rs. Amount in Rupees)

Particulars	2014-15	2013-14
Total Income	1,57,04,732	1,27,14,880
Total Expenditure	58,02,973	9,80,00,359
Profit before exceptional and extraordinary items and tax	99,01,759	(8,52,85,479)
Less: Exceptional item	20,000	00
Profit before extraordinary items and tax	98,81,759	(8,52,85,479)
Tax	19,01,843	(2,378)
Net Profit/(Loss) After Tax	79,79,916	(8,52,83,101)

**THE YEAR UNDER REVIEW:**

Your Company has successfully completed 22 years of operation. Your Company's key businesses since last two year mainly production of TV Serials and Movies. That have reported an encouraging performance for the year ended 31st March 2015.

**COMPANY'S PERFORMANCE:**

In the Current year under review, the Company decided to invest and utilize more funds into the field of entertainment, and in the Media industry. The Company booked a profit of Rs. 79, 79,916 in the Current year operation

**STANDALONE FINANCIAL STATEMENTS:**

The Audited Financial Statements of the Company for the financial year ended 31st March, 2015, prepared in accordance with the Companies Act, 2013 ("the Act").

**MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:**

Management's Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the Listing with Stock Exchange in India, is presented in a separate section forming part of the Annual Report.

**STATE OF AFFAIRS OF THE COMPANY: FUTURE OUTLOOK:**

The Company's major focus is to engage in the development, production, and distribution of commercial entertainment materials in all formats.

**CHANGE IN THE NATURE OF BUSINESS, IF ANY:**

There was no change in the nature of business of the Company during the year.

**DIVIDEND:**

Your Directors do not recommend any Dividend

**FIXED DEPOSIT:**

As on 31st March, 2015, the Company held no deposit in any form from anyone. There was no deposit held by the company as on 31st March, 2015, which was overdue or unclaimed by the depositors. For the present, the Board of Directors has resolved that not to accept any deposit from public.

**MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

During the year under review there were no material change and commitment affecting the financial position of the Company.

**NUMBER OF MEETINGS OF THE BOARD:**

The Board met 5 times during the financial year, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and Rules made there under and the Articles of Association of the Company, Mrs. Nayantara Katkar Sheorey, Director of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible offered himself for re-appointment.

The Companies Act, 2013 provides the appointment of Independent Directors. Pursuant to the provisions of Section 149 (4) of the Companies Act, 2013 provides that every listed company shall have at least one-third of the total number of directors as independent directors. The Board of the Company is not in compliance with aforesaid section and had taken necessary steps for Compliance.

As per the Section 149(10) of the Companies Act, 2013 provides that independent director shall hold office for a term of upto five consecutive years on the Board of the Company; and shall be eligible for re-appointment on passing a special resolution by the shareholders of the Company.

Further, according to the Section 149 (11) of the Companies Act, 2013, no independent director shall be eligible for appointment for more than two consecutive terms of five years. Sub-section (13) states that the provisions of retirement by rotation as defined in Sub-sections (6) and (7) of Section 152 of the Act shall not apply to such independent directors.

The Nomination and Remuneration Committee on 13/11/2014 has confirmed and ratified the appointment of Mr. Pankaj Agarwal and Mr. Bharat Bhelose as Independent Director of the company for a period of five years starting from 13th November, 2014 upto 12th November, 2019 and who are not liable to retire by rotation. On the recommendation of the Nomination and Remuneration Committee, the Board seeks the ratification of the same from the members of the Company.

Further, at the time of appointment of an independent director, the Company issues a formal letter of appointment outlining his/her role, functions, duties and responsibilities as a director.

Mr. Harsh Jain Additional Director of the company resigned from the Board due to pre occupation on 16/06/2015 and Mr Bharat Bhelose resigned from the Board due to pre occupation on 24/06/2015.

**INDEPENDENT DIRECTORS DECLARATION:**

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

The Independent Directors under section 149(6) of the Companies Act, 2013 declared that:

1. They are not a promoter of the Company or its holding, subsidiary or associate company;
2. They are not related to promoters or directors in the company, its holding, subsidiary or associate company.
3. The independent Directors have /had no pecuniary relationship with company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
4. None of the relatives of the Independent Director has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

5. Independent Director, neither himself nor any of his relatives--
  - (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
  - (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of--
    - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
    - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten percent. or more of the gross turnover of such firm;
  - (iii) Holds together with his relatives two percent. or more of the total voting power of the company; or
  - (iv) is a Chief Executive or Director, by whatever name called, of any nonprofit organization that receives twenty-five percent. or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent. or more of the total voting power of the company;
6. Independent Director possesses such qualifications as may be directed by the Board.  
The Company & the Independent Directors shall abide by the provisions specified in Schedule IV of the Companies Act, 2013.

**BOARD EVALUATION:**

Clause 49 of the Listing Agreement mandates that the Board shall monitor and review the Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of independent directors should be done by the entire Board of Directors, excluded the director being evaluated.

The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The Board approved the evaluation results as collated by the Nomination and Remuneration Committee.

**PERFORMANCE OF THE BOARD AND COMMITTEES:**

During the year under review, the performance of the Board & Committees and Individual Director(s) based on the below parameters was satisfactory:

- (i) Most of the Directors attended the Board meeting;
- (ii) The remunerations paid to executive Directors are strictly as per the company and industry policy.
- (iii) The Independent Directors only received sitting fees.
- (iv) The Independent Directors contributed a lot in the Board and committee deliberation and business and operation of the company and subsidiaries based on their experience and knowledge and Independent views.
- (v) The Credit Policy, Loan Policy and compliances were reviewed periodically;
- (vi) Risk Management Policy was implemented at all critical levels and monitored by the Internal Audit team who places report with the Board and Audit committee.

**MEETING OF INDEPENDENT DIRECTORS:**

Pursuant of the provision of Section 149 (8) of the Companies Act, 2013 read with Schedule IV and Clause 49 of the Listing Agreement, the Independent Directors of the Company held their meeting on 13th February, 2015, reviewed the performance of non-independent directors and the Board as a whole including the Chairperson of the Company, views expressed by the executive directors and non-executive directors at various level, and quantified the quality, quantity and timeliness of flow of information between the Company, management and the Board and expressed satisfaction.

**POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:**

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board and separate its functions of governance and management. As on 31st March, 2015, the Board consists of 8 members. Out of which two is the Independent Directors, two Promoter directors and the four is the Executive Directors.

The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Sub section (3) of Section 178 of the Companies Act, 2013, adopted by the Board and are stated in this Board report. We affirm that the remuneration paid to the directors is as per the terms laid out in the nomination and remuneration policy of the Company.

**COMMITTEES OF THE BOARD:**

Currently, the Board has Four Committees: 1) Audit Committee, 2) Nomination and Remuneration Committee, 3) Risk Management Committee, 4) Shares Transfer /Investor Grievances Committee,

A detailed note on the Board and its Committees is provided under the Corporate Governance Report that forms part of this Annual Report.

**NOMINATION AND REMUNERATION COMMITTEE AND STAKEHOLDERS RELATIONSHIP COMMITTEE**

Pursuant to the Section 178 of the Companies Act, 2013, the Company has set up a Nomination and Remuneration and Stakeholders Relationship Committee under the Chairmanship of the Independent Director Mr. Pankaj Agarwal, Mr. Bharat Dashrath Belose, Mr. Cyrus Bhot and Mr. Shantanu Sheorey.

The Gist of the Policy of the said committee:

For Appointment of Independent Director (ID):

- a. Any person who is between the age of 25 years and below 75 years eligible to become Independent Director(ID);
- b. He has to fulfill the requirements as per section 149 of the Companies Act, 2013 read with Clause 49 of the Listing Agreement;
- c. Adhere to the code of conduct as per Schedule IV to the Companies Act, 2013;
- d. Strictly adhere to the Insider Trading Regulation of the SEBI and Insider Trading policy of the Company;
- e. Independent Director should have adequate knowledge and reasonably able to contribute to the growth of the Company and stakeholders;
- f. Independent Director should be able to devote time for the Board and other meetings of the company;
- g. Entitled for sitting fees and Reasonable conveyance to attend the meetings; and
- h. Able to review the policy, participate in the meeting with all the stakeholders of the company at the Annual General Meeting.

**RISK MANAGEMENT POLICY**

The company has developed Risk Management Policy mainly covering the following areas of concerns

1. License and policy of respective government all over the world in connection with Movies and serials. .
2. Adequate policy in connection with foreign exchange, management fluctuations thereof duly placed before the Board.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to Board.

M/s. Dhawan & Co. – Chartered Accountants is the internal Auditor of the Company.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the Section 134(3)(c) and Section 134 (5) of the Companies Act, 2013, the Board of Directors of the Company hereby confirm:

- (i) That in the preparation of the accounts for the financial year ended 31st March, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for the year under review;
- (iii) 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, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors have prepared the accounts for the financial year ended 31st March 2015 on a 'going concern' basis.
- (v) The internal financial controls laid and have been followed by the company and that such controls are adequate and are operating effectively. Such controls means controls and policies and procedures adopted and adherence by the company for orderly and efficient conduct of the business for safeguarding assets, prevention and detection of frauds and errors and maintenance of accounting records and timely preparation of financial statements and review its efficiency.
- (vi) 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:****STATUTORY AUDITORS**

At the Annual General Meeting held on August 14, 2014, M/s. Motilal & Associates, Chartered Accountants, were appointed as statutory auditors of the Company to hold office till the conclusion of the 22nd Annual General Meeting to be held in the calendar year 2015.

In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s. Motilal & Associates, Chartered Accountants, as statutory auditors of the Company, is placed for ratification by the shareholders.

In this regard, the Company has received a certificate from the auditors to the effect that if they are re-appointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

**SECRETARIAL AUDITOR**

M/s. P. D. Pandya & Associates Company Secretaries in Practice was appointed to conduct the secretarial audit of the Company for the financial year 2014-15, as required under Section 204 of the Companies Act, 2013 and Rules there under.

The Board has appointed M/s. Amarendra Mohapatra & Associates, Company Secretary in Practice, as secretarial auditor of the Company for the financial year 2015-16.

**AUDITORS REPORT**

The Auditors have not made any qualification to the financial statement. Their reports on relevant notes on accounts are self-explanatory and do not call for any comments under section 134 of the companies Act, 2013.



**JUSTIFICATION ON OBSERVATION MADE BY THE AUDITORS.**

<b><u>OBSERVATION</u></b>	<b><u>JUSTIFICATION</u></b>
Non Compliance of KMP	The Company has appointed CFO as KMP and is in the process of filing the necessary forms to the Concerned Authorities. Further the Company is in the process of appointing Whole Time Director/Managing Director and Company Secretary.
Non compliance of Clause 49 of Listing Agreement regarding Constitution of Board of Directors.	The Company is in the process to appoint One more Independent director to reconstitute the board as per the Listing Agreement
Default in payment of loan/ interest to the financial institution and banks	Please refer Point No.B (5) & (6) of the other Notes on accounts.
Suspension of trading of Securities of the Company.	Trading of the Securities of the Company was suspended from 07th January, 2015. However company has filed an appeal to Securities Appellate Tribunal (SAT) for this and judgment passed by SAT on 3rd day of March, 2015 is in favor of the company. Further the SAT order has been challenged by BSE in Hon'ble Supreme Court and the Matter is still pending with the Hon'ble Supreme Court.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE COURTS/REGULATORS:**

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

**CONSERVATION OF ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE:**

As required by the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 the relevant information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

**A) CONSERVATION OF ENERGY:**

The Company continues its policy of encouraging energy conservation measures. The regular review of energy consumption and the systems installed to control utilization of energy is undertaken.

**B) RESEARCH & DEVELOPMENT ACTIVITIES:**

There is a dedicated team being formed which conduct market research will prepare the inputs which will be used to create the R&D Pipeline.

Continuous efforts are being made to improve reliability and quality through in house R&D efforts and presently the R&D is headed by MS Karishma Jain.

**C) TECHNOLOGY ABSORPTION:**

The Company is equipped with technologies from world's leaders.



**D) FOREIGN EXCHANGE EARNINGS & OUTGO:**

		(₹. in Lacs)	
		<b>2014-2015</b>	<b>2013-2014</b>
a.	Foreign Exchange Earned	00	00
b.	Foreign Exchange Used	00	00

**VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

The Company has a vigil mechanism named Fraud and Risk Management Policy (FRM) to deal with instance of fraud and mismanagement, if any, in staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

A high level Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and the Board.

The FRM Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

**RELATED PARTY TRANSACTIONS/CONTRACTS:**

Pursuant to the Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of contract or arrangement entered into by the Company with related parties referred to in Section 188(1) are available in the Note 1(B)(8) to the Standalone financial statements section of the Annual Report.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

Loans, Guarantees and Investments covered under section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

**EXTRACT OF ANNUAL RETURNS**

Pursuant to the Section 134(3)(a) of the Companies Act, 2013, the details forming part of the extract of the Annual Return is Form MGT-9 is Annexure-V.

**HUMAN RESOURCES MANAGEMENT:**

We take this opportunity to thank employees at all levels for their dedicated service and contribution made towards the growth of the company. The relationship with the workers has continued to be cordial.

To ensure good human resources management at the company, we focus on all aspects of the employee lifecycle. This provides a holistic experience for the employee as well. During their tenure at the Company, employees are motivated through various skill-development, engagement and volunteering programs.

As per provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is Annexure-VI to this Board's report.

In terms of Section 197(12) of the Companies Act, 2013, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee(s) drawing remuneration in excess of limits set out in said rules forms part of the annual report.

Considering the first proviso to Section 136(1) of the Companies Act, 2013, the Annual Report is being sent to the members of the Company and others entitled thereto. The said information is available for inspection at the registered office of the Company during business hours from 11 a.m to 2 p.m on working days of the Company up to the date of the ensuing Annual General Meeting. Any shareholder interested in obtaining a copy thereof, may write to the Company in this regard.

**CORPORATE GOVERNANCE:**

A Report on Corporate Governance along with a Certificate from M/s. Motilal & Associates Chartered Accountants. regarding compliance with the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement with Stock Exchange forms part of this Report and Annexure-VII to this Board's Report.

**INSURANCE OF ASSETS**

All the fixed assets and material of the company have been insured against fire and allied risks.

**BANK AND FINANCIAL INSTITUTIONS**

Directors are thankful to their bankers for their continued support to the company.

**ACKNOWLEDGMENTS**

Your Directors convey their sincere thanks to the Government, Banks, Shareholders and customers for their continued support extended to the company at all times.

The Directors further express their deep appreciation to all employees for commendable teamwork, high degree of professionalism and enthusiastic effort displayed by them during the year.

**On behalf of the Board of Directors.**

**Place: Mumbai  
Dated: 30th May, 2015**

**Shantanu Sheorey  
Chairman**

**Nayantara Sheorey  
Executive Director**

ANNEXURE-V FORM NO. MGT 9			
EXTRACT OF ANNUAL RETURN			
as on financial year ended on 31.03.2015			
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration ) Rules, 2014.			
<b>I</b>	<b>REGISTRATION &amp; OTHER DETAILS:</b>		
i	CIN	L01110MH1993PLC072467	
ii	Registration Date	18/06/1993	
iii	Name of the Company	52 WEEKS ENTERTAINMENT LIMITED	
iv	Category/Sub-category of the Company	Public Company	
v	Address of the Registered office & contact details	Tarabia Hall 97, Shiv Prasad Building, Marine Drive, Mumbai, 400002	
vi	Whether listed company	Yes	
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Universal Capital Securities Pvt Ltd, 21, Shakeel Niwas, Opp Satya Saibaba Temple, Mahakali Caves Road, Andheri (East) Mumbai-400 093 Td No: +91-22-28366620	
<b>II</b>	<b>PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY</b>		
	All the business activities contributing 10% or more of the total turnover of the company shall be stated		
<b>SL No</b>	<b>Name &amp; Description of main products/services</b>	<b>NIC Code of the Product /service</b>	<b>% to total turnover of the company</b>
1	Movies & TV Serial Production	-	100
<b>III</b>	<b>PERTICULARS OF HOLDING SUBSIDIARY &amp; ASSOCIATE COMPANY</b>		
	NIL		
<b>IV</b>	<b>SHARE HOLDING PATTERN(EQUITY SHARE CAPITAL BREAKUP AS % OF TOTAL EQUITY</b>		

A. Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)										
i) Category - wise Share Holding										
Category code	Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(A)</b>	<b>Promoters</b>									
<b>1</b>	<b>Indian</b>									
(a)	Individuals/ Hindu Undivided Family	0	3268610	3268610	10.88	0	3268610	3268610	9.37	-1.51
(b)	Central Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Any Others(Specify)									
(e-i)	Person acting in concert	0	21940	21940	0.07	0	21940	21940	0.06	-0.01
(e-ii)										
	<b>Sub Total(A)(1)</b>	<b>0</b>	<b>3290550</b>	<b>3290550</b>	<b>10.95</b>	<b>0</b>	<b>3290550</b>	<b>3290550</b>	<b>9.43</b>	<b>-1.52</b>
<b>2</b>	<b>Foreign</b>									
a	NFRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b	Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e	Any Others(Specify)									
e-i										
e-ii										
	<b>Sub Total(A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>0</b>	<b>3290550</b>	<b>3290550</b>	<b>10.95</b>	<b>0</b>	<b>3290550</b>	<b>3290550</b>	<b>9.43</b>	<b>-1.52</b>

<b>(B) Public shareholding</b>										
<b>1</b>	<b>Institutions</b>									
(a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Central Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(g)	FII's	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Any Other (specify)									
(i-i)										
(i-ii)										
	<b>Sub-Total (B)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>B 2</b>	<b>Non-institutions</b>									
(a)	Bodies Corporate									
(i)	Indian	25002	38940	63942	0.21	124102	38940	163042	0.47	0.25
(ii)	Overseas			0	0.00			0	0.00	0.00
(b)	Individuals									
(i)	Individual shareholders holding nominal share capital up to Rs 1 lakh	8008	192510	200518	0.67	86711	186410	273121	0.78	0.12
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	20351190	6133800	26484990	88.17	26964487	4186800	31151287	89.31	1.14
(c)	Others (specify)									
(i)	Clearing Members	0	0	0	0.00	2000	0	2000	0.01	0.01
(ii)	Trusts			0	0.00			0	0.00	0.00
(iii)	NRI / OCBs	0	0	0	0.00	0	0	0	0.00	0.00
(iv)	Foreign Nationals			0	0.00			0	0.00	0.00
(v)	Foreign Corporate Body			0	0.00			0	0.00	0.00
	<b>Sub-Total (B)(2)</b>	<b>20384200</b>	<b>6365250</b>	<b>26749450</b>	<b>89.05</b>	<b>27177300</b>	<b>4412150</b>	<b>31589450</b>	<b>90.57</b>	<b>1.52</b>
(B)	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>20384200</b>	<b>6365250</b>	<b>26749450</b>	<b>89.05</b>	<b>27177300</b>	<b>4412150</b>	<b>31589450</b>	<b>90.57</b>	<b>1.52</b>
	<b>TOTAL (A)+(B)</b>	<b>20384200</b>	<b>9655800</b>	<b>30040000</b>	<b>100.00</b>	<b>27177300</b>	<b>7702700</b>	<b>34880000</b>	<b>100.00</b>	<b>0.00</b>
(C)	Shares held by Custodians for GDRs & ADRs								0.00	0.00
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>20384200</b>	<b>9655800</b>	<b>30040000</b>	<b>100.00</b>	<b>27177300</b>	<b>7702700</b>	<b>34880000</b>	<b>100.00</b>	<b>0.00</b>

**(B) Shareholding of promoters**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year 2014			Shareholding at the end of the year 2015			% of change in shareholding during the year
		No. of shares	% of total shares of the company	% of shares pledged /encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged /encumbered to total shares	
1	NAYANTARA KATKAR SHEOREY	37310	0.12	0.00	37310	0.11	0.00	-0.02
2	NIMA SUSHIL WELINKAR	2600	0.01	0.00	2600	0.01	0.00	0.00
3	SANGEETA W WELINKAR	10	0.00	0.00	10	0.00	0.00	0.00
4	SHANTANU S SHEOREY	3231300	10.76	74.85	3231300	9.26	74.85	-1.49
5	SUSHIL WAMAN WELINKAR	800	0.00	0.00	800	0.00	0.00	0.00
6	VIJAY B SHEOREY	13010	0.04	0.00	13010	0.04	0.00	-0.01
7	VIVEKANAND S SHEOREY	510	0.00	0.00	510	0.00	0.00	0.00
8	WAMAN S WELINKAR	5010	0.02	0.00	5010	0.01	0.00	0.00
	<b>Total</b>	<b>3290550</b>	<b>10.95</b>	<b>74.85</b>	<b>3290550</b>	<b>9.43</b>	<b>74.85</b>	<b>-1.52</b>

**c. Change in Promoters' Shareholding ( please specify, if there is no change)**

Sl. No.	Name of the promoter	Shareholding at the beginning of the year 2014		Cumulative Shareholding during the year 2015	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	NAYANTARA KATKAR SHEOREY	37310	0.12	37310	0.11
2	NIMA SUSHIL WELINKAR	2600	0.01	2600	0.01
3	SANGEETA W WELINKAR	10	0.00	10	0.00
4	SHANTANU S SHEOREY	3231300	10.76	3231300	9.26
5	SUSHIL WAMAN WELINKAR	800	0.00	800	0.00
6	VIJAY B SHEOREY	13010	0.04	13010	0.04
7	VIVEKANAND S SHEOREY	510	0.00	510	0.00
8	WAMAN S WELINKAR	5010	0.02	5010	0.01

## (D) Shareholding pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Name of the shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	AARTI SINGAL	100	0.00		
	13/06/2014   Transfer	1500000	4.99	1500100	4.30
2	SANJAY SINGAL	100	0.00		
	08/08/2014   Transfer	1500000	4.99	1500100	4.30
3	SIVARAMA PRASAD CHITTURI	600100	2.00	600100	1.72
4	BHOLARAM AGARWAL	600100	2.00	600100	1.72
5	LEELADEVI BHOLARAM AGRAWAL	600100	2.00	600100	1.72
6	SRINIVAS RAO KATRAGADDA	600100	2.00	600100	1.72
7	RAJESH PODDAR	500100	1.66		
	08/08/2014   Transfer	-50000	-0.14	450100	1.29
	15/08/2014   Transfer	-450100	-0.72	0	0.00
8	ANTONY SEQUEIRA	450000	1.50	450000	1.29
9	SUBHASH BABULAL JAIN	400100	1.33	400100	1.15
10	SHASHI MITTAL	400100	1.33		
	18/04/2014   Transfer	-400100	-1.33	0	0.00
11	SANDEEP KUMAR HISARIA	500000	1.66	500000	1.43
12	SADHNA RANI	400100	1.33	400100	1.15

## (E) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr. No.	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities	
		Number of shares held	As a % of grand total (A) +(B) +( C)	No.	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)
1	NAYANTARA KATKAR SHEOREY	37310	0.11	0	0.00	0.00	0	0	0	0
2	NIMA SUSHIL WELINKAR	2600	0.01	0	0.00	0.00	0	0	0	0
3	SANGEETA W WELINKAR	10	0.00	0	0.00	0.00	0	0	0	0
4	SHANTANU S SHEOREY	3231300	9.26	2463000	74.85	7.06	0	0	0	0
5	SUSHIL WAMAN WELINKAR	800	0.00	0	0.00	0.00	0	0	0	0
6	VIJAY B SHEOREY	13010	0.04	0	0.00	0.00	0	0	0	0
7	VIVEKANAND S SHEOREY	510	0.00	0	0.00	0.00	0	0	0	0
8	WAMAN S WELINKAR	5010	0.01	0	0.00	0.00	0	0	0	0
<b>TOTAL</b>		<b>3290550</b>	<b>9.43</b>	<b>2463000</b>	<b>74.85</b>	<b>7.06</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

## V INDEBTEDNESS

(amt in Rupees)

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount		120160033		
ii) Interest due but not paid		-		
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>		<b>120160033</b>		
<b>Change in Indebtedness during the financial year</b>				
Additions		12000000		
Reduction		6250000		
Reinstatement		-		
<b>Net Change</b>		<b>5750000</b>		
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount		125910033		
ii) Interest due but not paid		-		
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>		<b>125910033</b>		

## VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

## A. Remuneration to Managing Director, Whole time director and/or Manager:

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager/Director		
1	Gross salary	Harsh Jain	Karishma Jain	Total Amount
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	1050000	350000	1400000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2	Stock option			
3	Sweat Equity			
4	Commission			
	as % of profit			
	others (specify)			
5	Others, please specify			
	<b>Total (A)</b>	1050000	350000	1400000
	<b>Ceiling as per the Act</b>			

## B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of the Directors		Total Amount
1	Independent Directors	Mr. Pankaj Agarwal	Mr. Bharat Dashrat Belose	
	(a) Fee for attending board committee meetings			
	(b) Commission			
	(c) Others, please specify			
	<b>Total (1)</b>			
2	Other Non Executive Directors			
	(a) Fee for attending board committee meetings			
	(b) Commission			
	(c) Others, please specify.			
	<b>Total (2)</b>			
	<b>Total (B)=(1+2)</b>			
	<b>Total Managerial Remuneration</b>			
	<b>Overall Ceiling as per the Act.</b>			

## C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		CEO	N.A	N.A
1	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	same as Director		
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961			
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission as % of profit others, specify			
5	Others, please specify			
	<b>Total</b>		<b>0.00</b>	<b>0.00</b>

## VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

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)
<b>A. COMPANY - NIL</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS - NIL</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT - NIL</b>					
Penalty					
Punishment					
Compounding					

**CORPORATE GOVERNANCE****COMPANY'S PHILOSOPHY OF CORPORATE GOVERNANCE**

52 Weeks Entertainment Limited constantly strives towards improving, systems and process that promote the values of transparency, professionalism, accountability and compliance.

The Company remains firmly committed to this central theme and endeavors to improve these values on an ongoing basis.

Recent amendments of Companies Act, 2013 are effective from October 1, 2014. The amended rules require Companies to get shareholders' approval for related party transactions, establish whistleblower mechanisms, elaborate disclosures on pay packages and have at least one Woman Director on their boards. The amended norms are aligned with the provisions of the Companies Act, 2013 and is aimed to encourage Companies to 'adopt best practices on corporate governance'.

**BOARD OF DIRECTORS:**

At present the Board of the Company is adequately equipped and well represented by Women Directors and Independent Directors of high repute. The Chairman of the Audit Committee headed by Independent Director(s). In line with the SEBI notification CIR/CFD/POLICY CELL/2/2014 read with section 149 (1) and Schedule IV of the Companies Act, 2013 necessary are steps taken by the Company to meet with the Statutory requirements.

**Composition Of Board As On 31<sup>st</sup> March, 2015**

SR. NO	NAME OF DIRECTOR	CATEGORY	DESIGNATION
1	Mr. Bharat Dashrath Belose	Independent Director	Director
2	Mr. Pankaj Kumar Agrawal	Independent Director	Director
3	Mr. Shantanu Sheorey	Promoter & Executive Director	Director
4	Mrs. Nayantara Katkar Sheorey	Promoter & Executive Director	Director
6	Mr. Cyrus Bhot	Executive Director	Director
5	Ms. Karishma Jain (Additional Director)	Executive Director	Director
7	Mr. Harsh Jain (Additional Director)	Executive Director	Director
8	Joe Rajan Valiyaveetil (Additional Director)	Executive Director	Director



**MEETINGS AND ATTENDANCE DURING THE YEAR 2014-2015**

Annual General Meeting was held on 14th August, 2014

Board Meetings were conducted 5(Five) times during the year as follows:

Sr. No	Date	Board Strength	No. Of. Directors Present
1	29.05.2014	5	5
2	05.07.2014	5	5
3	14.08.2014	5	5
4	13.11.2014	8	8
5	13.02.2015	8	8

The record of Attendance at Board Meetings and Membership of Board of Directors as on 31st March, 2015

Sr. No	Name of Director	No of Board Meetings attended during the Year	Attendance at the AGM	No. of Membership of Committees	No. of Chairmanships of Committees
1	Mr. Bharat Dashrath Belose	5	P	2	1
2	Mr. Pankaj Kumar Agrawal	5	P	1	1
3	Mr. Shantanu Sheorey	5	P	2	2
4	Mrs. Nayantara Katkar Sheorey	5	P	1	NIL
5	Mr. Cyrus Bhot	5	P	4	-
6	Ms. Karishma Jain (Additional Director)	2	N.A	2	-
7	Mr. Harsh Jain (Additional Director)	2	N.A	NIL	NIL
8	Joe Rajan Valiyaveetil (Additional Director)	2	N.A	2	NIL

**NOTES:**

- The Board evaluated each of Independent Directors participation in the Board and their vast experience, expertise and contribution to the Board and Company. Each and every related party transaction are very well scrutinized and checks were made so that the Company is a beneficiary.
- During the period the Company received notices/declarations from the Independent Directors as per Schedule IV and section 149 (6) of the Companies Act, 2013.
- The Company recommended for the consideration of the members about the appointment of all the independent directors for a period of 5years effective from 13TH November, 2014. Details of Directors are separately mentioned in the Explanatory Statement to the Notice.
- Mrs. Nayantara Katkar Sheorey and Ms.. Karishma Jain are two women directors to the Board.
- The Board has also to set up a committee to meet with the women's grievances in line with "Vishakha Guidelines"
- The Chairman also to set up a Whistleblower mechanism in line with the policy of the company and as per SEBI notification CIR/CFD/POLICY CELL/2/2014 read with section 177 of Companies Act, 2013.

**AUDIT COMMITTEE****Brief description and terms of reference**

To oversee the Company's Financial Report process, internal control systems, reviewing the accounting policies and practices, and financial statements audited by the statutory auditors. The audit committee is constituted pursuant to Clause 49 of the Listing Agreement

**Composition of Audit Committee as on 31st March, 2015**

Sr.No.	Name of Members	Designation
1.	Mr. Bharat Dashrath Belose	Chairman
2.	Mr. Pankaj Kumar Agrawal	Independent Director
3.	Mr. Shantanu Sheorey	Executive Director
4.	Mr. Cyrus Bhot	Executive Director

Company has conducted 4(Four) Audit Committee Meeting during the year.

April – June	July – September	October – December	January – March
29.05.2014	14.08.2014	13.11.2014	13.02.2015

**Meetings and Attendance of the Audit Committee during the Year**

Sr.No	Name of Member	No. of Meeting Held During the Year	No. of Meeting Attended
1	Mr. Bharat Dashrath Belose	4	4
2	Mr. Pankaj Kumar Agrawal	4	4
3	Mr. Shantanu Sheorey	4	4
4	Mr. Cyrus Bhot	4	4

**Powers of the Audit Committee**

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

**Role of the Audit Committee**

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
  - b. Changes, if any, in accounting policies and practices and reasons for the same;
  - c. Major accounting entries involving estimates based on the exercise of judgment by management;
  - d. Significant adjustments made in the financial statements arising out of audit findings;
  - e. Compliance with listing and other legal requirements relating to financial statements;
  - f. Disclosure of any related party transactions; and
  - g. Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

## NOMINATION AND REMUNERATION COMMITTEE

### **Brief description and terms of reference**

The objective of Nomination and Remuneration Committee is to assess the remuneration payable to our Managing Director/Whole Time Directors; sitting fee payable to our Non-Executive Directors; remuneration policy covering policies on remuneration payable to our senior executives.

Composition of Nomination and Remuneration Committees on 31st March, 2015

Sr.No.	Name of Members	Designation
1	Mr. Pankaj Kumar Agrawal	Chairman
2	Mr. Bharat Dashrath Belose	Independent Director
3	Mr. Shantanu Sheorey	Executive Director
4	Mr. Cyrus Bhot	Executive Director

Company has conducted Nomination and Remuneration Committee meetings on 13/11/2014.

### **ROLE OF THE COMMITTEE:**

The role of Nomination and Remuneration Committee is as follows:

- determining/recommending the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board;
- determining/recommending the criteria for qualifications, positive attributes and independence of Directors;
- identifying candidates who are qualified to become Directors and who may be appointed in Senior Management and recommending to the Board their appointment and removal;
- reviewing and determining all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonus, stock options, pension, etc.;
- reviewing and determining fixed component and performance linked incentives for Directors along with the performance criteria;
- determining policy on service contracts, notice period, severance fees for Directors and Senior Management;
- evaluating performance of each Director and performance of the Board as a whole;

**RISK MANAGEMENT COMMITTEE****Brief description and terms of reference**

The Company has a well-defined risk management framework in place. Further, your Company has established procedures to periodically place before the Board, the risk assessment and minimization procedures being followed by the Company and steps taken by it to mitigate these risks. The risk management measures and controls are presented to the Members of the Audit Committee and the Board of the Company.

**Composition of Risk Management Committee as on 31st March, 2015**

Sr.No.	Name of Members	Designation
1.	Mr. Shantanu Sheorey	Chairman
2.	Mrs. Nayantara Katkar Sheorey	Director
3.	Mr. Bharat Dashrath Belose	Director
4.	Mr. Cyrus Bhot	Director
5.	Ms. Karishma Jain	Director
6.	Mr. Joe Rajan Valiyaveetil	Director

**SHARES TRANSFER COMMITTEE****Brief description and Terms of Reference**

The Board has delegated the powers to a committee to approve transfer/transmission of shares and attend to all other matters related thereto.

**Composition of Shares Transfer Committee as on 31st March, 2015**

Sr.No.	Name of Members	Designation
1	Mr. Shantanu Sheorey	Chairman
2	Ms. Karishma Jain	Director
3	Mr. Bharat Dashrath Belose	Director
4	Mr. Cyrus Bhot	Director
5	Mr. Joe Rajan Valiyaveetil	Director

Company has conducted Shares Transfer Committee meetings on.

April – June	July – September	October – December	January – March
03/04/2014	15/07/2014	25/10/2014	06/02/2015
08/05/2014	29/07/2014	25/11/2014	09/03/2015
22/05/2014	12/08/2014	19/12/2014	14/03/2015
12/06/2014	25/08/2014		18/03/2015
23/06/2014	10/09/2014		
	27/09/2014		

Name of the Compliance Officer and the chairman of stake holder relationship committee – Mr. Cyrus Bhot  
Email Id: [52weeksentltd@gmail.com](mailto:52weeksentltd@gmail.com)

**MANAGEMENT REVIEW AND RESPONSIBILITY****FORMAL EVALUATION OF OFFICERS**

The Remuneration Committee of the Board approves the compensation and benefits for all executive Board members. Another committee, headed by the Executive Directors, reviews, evaluates and decides the annual compensation of our officers from the level of executive upwards.

**DISCLOSURES****1. RELATED PARTY DISCLOSURES:**

Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its Promoters, Directors, their relatives etc. that may have potential conflict with the interest of the Company at large: None of the transaction with any of the related parties was in conflict with the interested of the Company.

**2. ACCOUNTING TREATMENT:**

The account treatments are in accordance with the applicable accounting standard. The company has not altered or adapted any new standard.

**3. COMPLIANCE BY THE COMPANY:**

Details of non-compliance by the Company, penalties, and stricture imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years:

The Company has complied with the requirement of regulatory authorities on matters related to capital market and no penalties/ stricture have been imposed against the Company during the last three years.

**4. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING:**

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) regulations, 1992 as amended, the Company has adopted a "Code of Conduct for Prevention of Insider Trading. Mr. Cyrus Bhot is the Compliance Officer for this purpose.

**ANNUAL GENERAL MEETING**

Details of Annual general Meetings

<b>Particulars</b>	<b>F.Y.2013 -2014</b>	<b>F.Y.2012 -2013</b>	<b>F.Y.2011 -2012</b>
Date	14.08.2014	20.09.2013	10.08.2012
Time	05.00 p.m.	10.00 a.m.	10.00 a.m.
Venue	Tarabai Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002	Tarabai Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002	Tarabai Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002
Regd. Office	Tarabai Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002	Tarabai Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002	Tarabai Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002

**MEANS OF COMMUNICATION**

Half Yearly Financial Report	The Financial results of the Company are published in leading newspapers, and a separate half yearly report is not sent to each shareholder.
Quarterly Financial Results	The quarterly financial results of the Company are published in accordance with the requirement of the Listing Agreement of the Stock Exchanges where the shares of the company are listed.
Newspapers in which results are normally published	1. Free Press Journal (English) 2. Navshakti (Marathi)
Web site	<a href="http://www.52weeksentertainment.com">www.52weeksentertainment.com</a>
Administrative/Registered Office	Tarabai Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002
Whether Management Discussions and Analysis report is a part of Annual Report or not	Yes

**GENERAL SHAREHOLDERS INFORMATION****1. 22nd Annual General Meeting**

**Date** : 29th September, 2015  
**Time** : 11:00 a.m.  
**Venue** : Unit No. 305,  
Laxmi The Mall  
Laxmi Industrial Estate, New Link Road,  
Andheri (W), Mumbai - 53

**2. Date of Book Closure:** 23rd September, 2015 to 29th September, 2015 (both days inclusive)

**3. Tentative Calendar for financial year 31st March , 2016**

The tentative dates of meeting of Board of Directors for consideration of quarterly financial results for the financial year ending 31st March, 2015 are as follows:

Financial Reporting for the Quarter Ended 30 <sup>th</sup> June 2015	<b>By mid of August, 2015</b>
Financial Reporting for the Quarter and Half yearly Ended 30 <sup>th</sup> September 2015	<b>By mid of November, 2015</b>
Financial Reporting for the Quarter Ended 31 <sup>st</sup> December 2015	<b>By mid of February, 2016</b>
Financial Reporting for the Quarter Ended 31 <sup>st</sup> March 2016	<b>By end of May, 2016</b>

**4. Registered Office**

Tarabai Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002

**5. Listing of Shares on Stock Exchanges**

The Company shares are listed on BSE Limited (BSE) The requisite listing fees have been paid in full to all the Stock Exchanges.

The trading of shares of the company was suspended by BSE vide is notice dated 1st January, 2015 with effect from 7th January, 2015. Necessary action for revocation of suspension has been taken by the company.

## 6. A) Stock Codes

BSE : 531925  
 ID : SHAQUAK  
 ISIN : INE545N01019

B) Corporate Identity Number : L01110MH1993PLC072467

## 7. Market Price Data: BSE &amp; NSE

A) The Monthly high/low quotation of equity shares traded on the BSE Limited, Mumbai are as follows:

Month	Open Price	High Price	Low Price	Close Price	No.of Shares
Apr-14	8.79	13.97	8.79	13.97	377773
May-14	14.24	17.65	14.24	17.65	20
Jun-14	18.00	20.90	18.00	20.90	31
Jul-14	21.90	25.25	21.90	25.25	23376
Aug-14	26.50	27.80	26.50	27.80	93100
Sep-14	29.15	57.20	29.15	57.20	86413
Oct-14	60.05	81.20	60.05	81.20	69
Nov-14	82.80	111.00	82.80	111.00	2115
Dec-14	113.20	149.00	113.20	149.00	19000
Jan-15	141.55	141.55	134.50	134.50	2
Feb-15	NIL	N.A	N.A	N.A	N.A
Mar-15	NIL	N.A	N.A	N.A	N.A

(Source –www.bseindia.com)

## B) Distribution of shareholding as on 31st March, 2015

Slab of shareholdings Nb. of Equity Shares	No. of Shareholders	% To Total No. of shareholders	No. of shares held	% To Total Shares held
1 – 500	347	58.124	149322	0.428
501 – 1000	29	4.858	25821	0.074
1001 – 2000	14	2.345	23700	0.068
2001 – 3000	5	0.838	12200	0.035
3001 – 4000	5	0.838	18860	0.054
4001 – 5000	3	0.503	15000	0.043
5001 – 10000	7	1.173	53690	0.154
10001 & Above	187	31.323	34581407	99.144
<b>TOTAL</b>	<b>597</b>	<b>100.00</b>	<b>34880000</b>	<b>100.00</b>

## C) According to categories of shareholders as on 31st March 2015

	Categories	Shares Held	% of Total
a	Promoters	3290550	09.43
b	Banks, Financial Institution, Insurance Companies,(Central/ State Govt. Institution/ Non-Govt. Institution),Individuals.	31589450	90.57
c	Mutual Funds/UTI		
d	FII's		
e	Private Corporate Bodies		
f	Indian Public		
g	NRIs / OCBs		
h	Clearing Members		
i	Trusts	-	-
	<b>TOTAL</b>	<b>34880000</b>	<b>100.00</b>

**8. Registrar and Transfer Agent:****SHARE TRANSFER SYSTEM**

M/s. Universal Capital Securities Private Limited continues to be the Registrar and Transfer Agent of the Company. All the work related to share Registry in terms of both Physical and Electronic segment has been allotted to M/s. Universal Capital Securities Private Limited., in view of the directive issued by SEBI in this regard i.e. for handling both Physical as well as Electronic transfer at a single point.

Shareholders are therefore requested to send shares for Physical transfer to M/s. Universal Capital Securities Private Limited instead of sending to the Company. As the Company's Shares are compulsorily to be traded in dematerialized form. Members holding shares in Physical Form are requested to send the share certificate to their Depository Participants to enable Registrar and Transfer Agent to take steps for dematerialization at the following:

The address of Registrar and Transfer agents is:

**UNIVERSAL CAPITAL SECURITIES PVT. LTD**

21, Shakeel Niwas,

Mahakali Caves Road,

Andheri – (East),

Mumbai – 400 059

Phone No. 022- 2820 7203 – 05

Email: - [info@unisec.in](mailto:info@unisec.in)

**9. Dematerialisation of Shares**

As on 31st March, 2015: 26036211 shares, representing 77.91 % of the total issued capital, were held in dematerialized form and 7702700 shares, representing 22.09 % of the total issued capital is held in Physical form.

**10. Outstanding ADRs / GDRs**

The company has not issued any ADRs / GDRs

**11. Address for Correspondence:**

Tarabai Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002



**CODE OF CONDUCT**

To,  
**The Member of  
52 WEEKS ENTERTAINMENT LIMITED**

As provided under Clause 49 of the Listing Agreement with Stock Exchanges, all the Board Members and Senior Management Personal have affirmed compliance with Code of Conduct for the year ended 31st March, 2015.

**Place: Mumbai  
Date: 30/05/2015**

**For 52 WEEKS ENTERTAINMENT LIMITED**

**Sd/-  
Cyrus Bhot  
(Director)**

**Auditor's Certificate on Corporate Governance -March 31, 2015**

To,  
**The Board of Directors of  
52 WEEKS ENTERTAINMENT LIMITED.**

We have reviewed the implementation of Corporate Governance procedures by 52 Weeks Entertainment Limited during the year ended March, 2015, with the relevant records and documents maintained by the Company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

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

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

On the basis of our review and according to the information and explanations given to us, the conditions of Corporate Governance as stipulated in Clause 49 of the listing agreements with the Stock Exchanges have been complied with in all material respects by the company & that no investors grievance is pending for a period exceeding one month against the Company as per the records maintained by the Investors Grievance, Relations & Share Transfer Committee.

**For Motilal & Associates  
Chartered Accountants  
Registration No.:106584W**

**Place : Mumbai  
Date : 30/05/2015**

**Sd/-  
(Motilal Jain)  
Partner  
M. No. 036811**

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****Forward Looking Statement**

The Indian media and entertainment industry has again grown strongly in the past year. According to the KPMG-FICCI report, the entire industry has grown by almost 12%, which is again more than double of the country GDP. The more we, as industry players, can enable the growth of this industry, the more people across the country can be made aware of issues, be educated and entertained, see how other parts of the country and world are and connect with others. The management has carefully examined these trends and our planning and strategy going forward is to look at the areas where we see significant growth and advantages. We will continue to be cautious in areas where we believe there are significant challenges and threats ahead.

**Purpose and Mission**

The Company's major focus is to engage in the development, production, manufacture and distribution of commercial entertainment materials in all formats.

The Company has Last year changed its objectives and the Name. The Company seeks to develop and produce, acquire commercial films, in sync with the business objective, the company has acquired stake (50%) in M/s Four lions Films Private Limited, engaged in the production of TV serials. The Company has invested its resources in media & Entertainment business and is confident of achieving the substantial profits in coming years.

The Company recently made preferential allotment of Equity shares to persons other than promoters for its ongoing business activities & operational needs. The Company however hopes that this will help to generate profits in coming subsequent years.

**Critical Accounting Estimates**

The Company's financial statements have been prepared in accordance with generally accepted accounting principles in India. Certain accounting policies require that the management make appropriate decisions with respect to estimates and assumptions that affect the assets, liabilities, revenue and expenses reported by the Company. The Company's management continually reviews its estimates based on new information, which may result in changes to current estimated amounts. There were no major changes in the accounting policies during the year ended March 31, 2015.

**Outlook:**

The Company plans to produce commercial Films, Serial, Animation, 3D Unit and Joint Venture and to open 100% Subsidiary in Middle East, UK, USA for doing joint ventures /acquiring rights of films and TV Serials.

Some key themes that emerged last year in the film space are as follows:

1. The rally of sequels will continue as brand continues to be the king in films. Taking a direct clue from Hollywood, we expect that more sequels will be generate and more and more content is acquired from branded content in terms of TV shows, books and other language remakes.
2. Hollywood is meeting Bollywood in earnest and in many different areas and ways. A lot of Indian talent has made its way west to try their hand in the bigger budget films in America.
3. Piracy remains the largest issue. With the internet base in India growing strongly both wired and wireless, Peer-2-Peer networks have made the distribution of media assets easy and in most cases free. Thus to force a consuming base, which is aware of such technology, to begin to legitimately purchase these assets is becoming a huge challenge. Faster networks will hasten the emphasis of monetizing media assets but whether consumer mindsets can be adequately changed is the big question going forward.
4. Rising cost of talent is becoming a huge hindrance. Today even the largest Studios and Production Houses are battling the viability of their larger projects because talent is costing almost 50% of the budget. Today the leading stars have hiked fees substantially as well as taking points in profit participation.
5. There has also been a slowdown in real estate development which has in turn slowed down the delivery of new multiplexes. India remains an under-screened market however as new real estate projects stall, the opportunities for multiplexes in malls or Greenfield residential areas is therefore also hampered until these projects complete and demand is available.

**CEO/ CFO Certification to the Board**

I Certify that

- a. I have reviewed the financial statements and the Cash flow Statement for the Year 2014-15 and that to the best to our knowledge and belief.
  - These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year 2014-15 which are fraudulent, illegal or violative of the company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware of and the steps we have taken to propose or take to rectify these deficiencies.
- d.
  - i) There has not been any significant change in internal control over financial reporting during the year under reference;
  - ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
  - iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the company's internal control system over financial reporting.

Place: Mumbai  
Date: 30/05/2015

**For 52 WEEKS ENTERTAINMENT LIMITED**  
**Sd/-**  
**Cyrus Bhot**  
**(Director/CFO)**

**SECRETARIAL AUDIT REPORT  
FOR FINANCIAL YEAR ENDED ON MARCH 31, 2015  
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

**TO,  
THE MEMBERS,  
52 WEEKS ENTERTAINMENT LIMITED  
(Formerly SHANTANU SHEOREY AQUAKULT LIMITED)  
TARABAI HALL, 97, SHIVPRASAD BUILDING,  
MARINE DRIVE, MUMBAI- 400002**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by 52 Weeks Entertainment Limited (Formerly Known as Shantanu Sheorey Aquakult Limited) (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The Reserve bank of India Act, 1934 and rules and regulation made there under from time to time and any other modification enactment issue by RBI which is applicable on Non Banking Financial Companies (NBFC);
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on October 28, 2014 (Not applicable to the Company during the Audit period);
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit period);
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit period).
- I have also examined compliance with the applicable clauses of the following:
  - (i) Secretarial Standards issued by The Institute of Company Secretaries of India (Not notified hence not applicable to the Company during the Audit period).
  - (ii) The Listing Agreement entered into by the Company with BSE Limited.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. As per section 203 of the Company's Act, 2013, all Listed Company compulsorily needs to appoint Whole Time Key Managerial Personnel (KMP) who is Managing Director(MD), Chief Financial Officer(CFO) and Company Secretary(CS). As none of the KMP's has been appointed during the year under review.
2. As per listing agreement and clause 49, if Chairman of the company is Executive Director then half of the Board should be of Independent Directors. As the company during the year under review has only two Independent Directors instead of more than two Independent Directors required to be Independent Directors in a Board.
3. Company has defaulted in payment of loan/ interest to the financial institution and banks and as on balance sheet date total amount outstanding is Rs. 11.305 Crores.
4. Company has granted loan to a associate company and two other companies, the outstanding balance of such loans given aggregate Rs.16,74,77,000/- and maximum amount outstanding during the year was Rs.19,17,50,000/-.
5. Bombay Stock Exchange has suspended the company since 7th day of January, 2015 as per SEBI Direction vide its notice for suspension put up on website of BSE as at 01/01/2015

I further report that:

- 1) The Directors have disclosed their interest and concerns in contracts and arrangements, shareholdings and directorships in other companies and interests in other entities as and when required and their disclosures have been noted and recorded by the Board;
- 2) The Directors have complied with the disclosure requirements in respect of their eligibility of appointments, their being independent and compliance with the Code of Conduct for Directors and Senior Management Personnel;
- 3) The Company has obtained all necessary approvals under the various provisions of the Act.

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

**Place : Mumbai**  
**Date : 30th May, 2015**

**For P. D. Pandya & Associates**  
**Practising Company Secretary**

**( Paresh Pandya )**  
**Proprietor**  
**ACS No. 12123**  
**C P No.: 4869**

Note: This report is to be read with my letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

**'ANNEXURE A'**

TO,  
THE MEMBERS,  
52 WEEKS ENTERTAINMENT LIMITED  
TARABAI HALL, 97, SHIVPRASAD BUILDING,  
MARINE DRIVE, MUMBAI- 400002

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

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

**Place : Mumbai**  
**Date : 30th May, 2015**

**For P. D. Pandya & Associates**  
**Practising Company Secretary**  
**(Paresh Pandya)**  
**Proprietor**  
**ACS No. 12123**  
**C P No.: 4869**

**Independent Auditor's Report**

To the Members of **52 Weeks Entertainment Limited**

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of 52 Weeks Entertainment Limited ('the Company'), which comprise the balance sheet as at 31st March 2015, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Standalone Financial Statements**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone 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 thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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 the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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, of the state of affairs of the Company as at 31st March 2015 and its profit and its cash flows for the year ended on that date.

**Independent Auditor's Report**

To the Members of **52 Weeks Entertainment Limited**

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of 52 Weeks Entertainment Limited ('the Company'), which comprise the balance sheet as at 31st March 2015, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Standalone Financial Statements**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone 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 thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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 the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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, of the state of affairs of the Company as at 31st March 2015 and its profit and its cash flows for the year ended on that date.



**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 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 sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
  - (d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) Account has been drawn under going concern concept.
  - (f) on the basis of the written representations received from the directors as on 31st March 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
  - (g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls.
  - (h) 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 has disclosed the impact of pending litigations on its financial position in its financial statements , if any.
    - ii. the Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts, if any; and
    - iii. There were no amounts required to be transferred to the Investor Education and Protection Fund by the Company

For Motilal & Associates  
Chartered Accountants  
Registration No.:106584W

Sd/-  
(Motilal Jain)  
Partner  
M. No. 036811

Place : Mumbai  
Date : 30/05/2015

**ANNEXURE TO THE AUDITORS' REPORT**

Issued by the Central Government under sub section 11 of section 143  
of the Companies Act, 2013, (18 of 2013)

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March 2015, we report that:

- (I)
- a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
- b) The Company has regular programme of physically verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (II) The company is a service company, primarily rendering Production house and creative consultancy services. Accordingly, it does not hold any physical inventories. Thus, Para 3(ii) of the order is not applicable.
- (III) According to the information and explanation given to us, company has granted loan to a associate company and two other company covered in register maintained under section 189 of the Companies Act, 2013, the outstanding balance of such loans given aggregate ` 16,74,77,000 and maximum amount outstanding during the year was ` 19,17,50,000, no interest has been provided on two of these company.
- (IV) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of fixed assets and sale of services. The activities of the Company do not involve purchase of inventory and the sale of goods. We have not observed any major weakness in the internal control system during the course of the audit.
- (V) The Company has not accepted any deposits from the public.
- (VI) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- (VII)
- (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.
- (b) According to the information and explanations given to us, there are no dues of Income Tax, wealth tax, duty of customs and cess which have not been deposited with the appropriate authorities on account of any dispute.
- © According to the information and explanations given to us the no amount was required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956).

- (VIII) The Company has accumulated loss of ` 1,894.40 Lacs which is more than 50% of net worth of the Company. The company has not incurred cash losses in the current financial year under review and has incurred cash losses of approximately Rs.852.7 Lacs in the immediate preceding financial year.
- (IX) The company has defaulted in repayment of dues to the financial institution and banks and as on balance sheet date total amount outstanding is ` 11.305 crores, meanwhile, no provision of interest has been made for the year under review. The Company has not issued any debentures during the year.
- (X) In our opinion and according to the information and the explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (XI) The Company has not taken any term loan during the year.
- (XII) According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.

**For Motilal & Associates**  
**Chartered Accountants**  
**Registration No.:106584W**

**Sd/-**  
**(Motilal Jain)**  
**(Partner)**  
**M. No. 036811**

**Place : Mumbai**  
**Date : 30/05/2015**

## PART I — BALANCE SHEET

52 Weeks Entertainment Limited

Formerly known as Shantanu Sheorey Aquakult Limited

Balance Sheet as at 31 March 2015

(Amount in Rupees)

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	2	348,800,000	300,400,000
(b) Reserves and surplus	3	(189,440,540)	(260,340,456)
(c) Money received against share warrants		-	-
<b>2 Share application money pending allotment</b>		-	-
<b>3 Non-current liabilities</b>			
(a) Long-term borrowings	4	102,442,076	102,442,076
(b) Deferred tax liabilities (Net)	5	6,163	-
(c) Other Long term liabilities		-	-
(d) Long-term provisions		-	-
<b>4 Current liabilities</b>			
(a) Short-term borrowings	6	23,467,957	17,717,957
(b) Trade payables	7	1,897,393	2,697,393
(c) Other current liabilities	8	1,982,811	653,033
(d) Short-term provisions	9	1,287,752	-
<b>TOTAL</b>		<b>290,443,612</b>	<b>163,570,003</b>
<b>II. ASSETS</b>			
<b>Non-current assets</b>			
1 (a) Fixed assets	10		
(i) Tangible assets		10,393	28,210
(ii) Intangible assets		-	-
(iii) Capital work-in-progress			
(iv) Intangible assets under development			
(b) Non-current investments	11	10,000,000	-
(c) Deferred tax assets (net)	12	-	3,680
(d) Long-term loans and advances	13	267,341,467	157,600,227
(e) Other non-current assets	14	954,121	-
<b>2 Current assets</b>			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables		-	-
(d) Cash and cash equivalents	15	107,954	3,229,889
(e) Short-term loans and advances	16	12,029,678	2,707,997
(f) Other current assets		-	-
<b>TOTAL</b>		<b>290,443,612</b>	<b>163,570,003</b>

See accompanying notes to the Financial Statements.

1

For Motilal & Associates  
Chartered Accountants  
Firm Regn No. 106584W

On Behalf of the Board  
For 52 Weeks Entertainment Limited  
(CIN : L93000MH1993PLC072467)

Sd/-  
Motilal Jain  
Partner  
Membership No.36811

Sd/-  
(Shantanu Sheorey)  
DIN: 443703  
Director

Sd/-  
(Nayantara Sheorey)  
DIN: 505634  
Director

Date : 30/05/2015  
Place : Mumbai

## PART II – STATEMENT OF PROFIT AND LOSS

52 Weeks Entertainment Limited

Formerly known as Shantanu Sheorey Aquakult Limited

Profit and loss statement for the year ended 31 March 2015

(Amount in Rupees)

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
I Revenue from operations		-	-
II Increase in Inventories of FG/WIP/Stock-in-trade		-	-
III Other income	17	15,704,732	12,714,880
<b>IV Total Revenue (I + II + III)</b>		<b>15,704,732</b>	<b>12,714,880</b>
<b>V Expenses:</b>			
Cost of materials consumed		-	-
Purchases of Stock-in-Trade		-	-
Changes in inventories of finished goods work-in-progress and Stock-in-Trade		-	-
Employee benefits expense	18	1,556,350	217,000
Finance costs		-	-
Depreciation and amortization expense	10	17,817	16,753
Other expenses	19	4,228,806	97,766,606
<b>Total expenses</b>		<b>5,802,973</b>	<b>98,000,359</b>
<b>VI Profit before exceptional and extraordinary items and tax (IV - V)</b>		<b>9,901,760</b>	<b>(85,285,480)</b>
VII Exceptional item	20	20,000	-
<b>VIII Profit before extraordinary items and tax (VI - VII)</b>		<b>9,881,760</b>	<b>(85,285,480)</b>
IX Extraordinary items		-	-
<b>X Profit before tax (VII- VIII)</b>		<b>9,881,760</b>	<b>(85,285,480)</b>
<b>XI Tax expense:</b>			
1 Current tax		1,892,000	-
2 Deferred tax		9,843	(2,378)
<b>XII Profit (Loss) for the period from continuing operations (X-XI)</b>		<b>7,979,917</b>	<b>(85,283,102)</b>
XIII Profit/(loss) from discontinuing operations		-	-
XIV Tax expense of discontinuing operations		-	-
<b>Profit/(loss) from Discontinuing operations</b>			
<b>XV (after tax) (XIII-XIV)</b>		<b>-</b>	<b>-</b>
<b>XVI Profit (Loss) for the period (XII + XV)</b>		<b>7,979,917</b>	<b>(85,283,102)</b>
<b>XVII Earnings per equity share:</b>			
Basic		00.23	(02.84)

See accompanying notes to the financial statements.

For Motilal & Associates  
Chartered Accountants  
Firm Regn No. 106584W

On Behalf of the Board  
For 52 Weeks Entertainment Limited  
(CIN : L93000MH1993PLC072467)

Sd/-  
Motilal Jain  
Partner  
Membership No.36811

Sd/-  
(Shantanu Sheorey) (Nayantara Sheorey)  
DIN: 443703 DIN: 505634  
Director Director

Date : 30/05/2015  
Place : Mumbai

## PART III – STATEMENT OF CASH FLOW

## 52 Weeks Entertainment Limited

## Cash Flow Statement for the year ended 31 March 2015

	31/03/2015	31/03/2014
<b>Cash flows from operating activities before tax</b>		
Net Profit before tax	9,881,760	(85,285,480)
<b>Adjustments for:</b>		
Depreciation and Amortization	17,817	16,753
Interest Income	(15,704,732)	(12,714,880)
<b>Operating profit / (loss) before working capital changes</b>	<b>(5,805,156)</b>	<b>(97,983,606)</b>
<b>Changes in Working Capital:</b>		
(Increase)/Decrease in Short-Term Loans and Advances	(9,321,681)	(2,694,233)
(Increase)/Decrease in Deferred Tax	9,843	(2,378)
Increase/(Decrease) in Trade Payables	(800,000)	2,663,893
Increase/(Decrease) in Other current liabilities	1,329,778	75,005
Increase/(Decrease) in Short-Term Provisions	1,287,752	(430,080)
<b>Profit generated from operations</b>	<b>(13,299,464)</b>	<b>(98,371,400)</b>
Cash flow from extraordinary items	-	-
<b>Cash generated from operations</b>	<b>(13,299,464)</b>	<b>(98,371,400)</b>
Tax paid (net of refunds)	(2,855,964)	2,378
<b>Net Cash From/(Used in ) Operating Activities (A)</b>	<b>(16,155,428)</b>	<b>(98,369,021)</b>
<b>Cash Flows from Investing Activities</b>		
Proceeds from sale of fixed assets	-	(17,300)
Sales (Purchase) of other investments	(10,000,000)	-
Long-term loans and advances	(109,741,240)	15,746,052
Interest received	15,704,732	12,714,880
<b>Net cash from/(Used in) Investing Activities (B)</b>	<b>(104,036,508)</b>	<b>28,443,632</b>
<b>Cash flows from Financing Activities</b>		
Proceeds from issue of equity shares	48,400,000	70,700,000
Security Premium from issue of equity shares	62,920,000	-
Repayment of long-term borrowings		15,000
Repayment of other short-term borrowings	5,750,000	1,750,000
<b>Net cash from/(Used in) Financing Activities (C)</b>	<b>117,070,000</b>	<b>72,465,000</b>
<b>Increase in Cash and Cash Equivalents during the year (A+B+C)</b>	<b>(3,121,936)</b>	<b>2,539,610</b>
Cash and Cash Equivalents at the beginning of the year	3,229,889	690,279
<b>Cash and Cash Equivalents at the end of the year</b>	<b>107,954</b>	<b>3,229,889</b>

Note: Previous Year figures has been regrouped/rearranged wherever considered necessary.

As per our report on even date

**For Motilal & Associates**  
Chartered Accountants  
Firm Regn No. 106584W

**On Behalf of the Board**  
**For 52 Weeks Entertainment Limited**  
(CIN : L93000MH1993PLC072467)

Sd/-  
Motilal Jain  
Partner  
Membership No.36811

Sd/-  
(Shantanu Sheorey)  
DIN: 443703  
Director

Sd/-  
(Nayantara Sheorey)  
DIN: 505634  
Director

Date : 30/05/2015  
Place : Mumbai

**Note No 1 - Notes for Financial Statements for the year ended 31st March, 2015****A. Significant Accounting Policies:****1. Fixed Assets:**

- Tangible fixed assets are stated at cost of acquisition or construction less accumulated depreciation. The cost of fixed asset includes non-refundable taxes & levies, freight and other incidental expenses related to the acquisition and installation of the respective assets. Borrowing cost attributable to acquisition or construction of qualifying fixed assets is capitalized to respective assets when the time taken to put the assets to use is substantial.
- Depreciation on fixed assets is provided on Written Down Value on the basis of the depreciation rates prescribed in Schedule II of the Companies Act, 2013 or based on useful life of the asset as estimated by the management, whichever is higher.

**2. Basis of Accounting:**

The financial statements have been prepared and presented under the historical cost convention on accrual basis of accounting and in accordance with the Generally Accepted Accounting Principles (GAAP) in India. GAAP includes Accounting Standards (AS) notified by the Government of India under Section 133 of the Companies Act, 2013, provisions of the Companies Act, 2013, pronouncements of Institute of Chartered Accountants of India and guidelines issued by Securities and Exchange Board of India (SEBI). The Company has presented financial statements as per format prescribed by Revised Schedule III, notified under the Companies Act, 2013, issued by Ministry of Corporate Affairs. Except where otherwise stated, the accounting policies are consistently applied.

**3. Investments:**

Long Term Investments are stated at cost except that there is permanent diminution in value of the said investment as required by AS-13. Company has acquired 50% stake Four Lions Films Pvt. Ltd.

**4. Taxation:**

Provision for current tax is made for the tax liability payable on taxable income after considering the allowances, deductions and exemptions and disallowances if any determined in accordance with the prevailing tax laws.

Deferred tax resulting from "timing differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. In the case of unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only to the extent there is virtual certainty or realization of such assets. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. Such assets are reviewed as at each Balance Sheet date to reassess realization.

**5. Earnings per Share:**

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

**6. Use of Estimates:**

The preparation of financial statements in conformity with GAAP requires management to make assumptions, critical judgements and estimates, which it believes are reasonable under the circumstances that affect the reported amounts of assets, liabilities and contingent liabilities on the date of financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates. Difference between the actual results and estimates are recognized in the period in which the results are known or materialize.

**B. Other Notes on Accounts:**

- 1) In the opinion of the management, the current assets, loans and advances have the values on realization in the ordinary course of business at least equal to the amounts at which they are stated in the balance sheet except the trade receivables and loans and advances which falls under management's policy for bad and doubtful debts as taken in the previous years.

- 2) All debit and credit balances are subject to confirmation and reconciliation.
- 3) There are no dues to Micro, Small & Medium Enterprises as at Balance Sheet date and no interest has been paid to any such parties. This is based on the information on such parties having been identified on the basis of information available with the Company and relied upon by the auditors.
- 4) Earnings Per Share (EPS) The following reflects the profit and share data used in the basic and diluted EPS Computations:

	<b>31<sup>st</sup> March, 2015 (₹)</b>	<b>31st March, 2014 (₹)</b>
Profit / (Loss) after tax	79,79,917	(8,52,83,101.74)
Number of equity shares in calculating basic EPS	3,48,80,000	3,00,40,000
Earnings Per Share (EPS) (Basic/Diluted)	0.23	(2.84)

- 5) As stated in earlier years annual reports, the Farm and Hatchery land together with the structures and ancillary assets/material stocks on the land including moveable assets related to farm division which was mortgaged with the consortium banks, was disposed off by the banks in the financial year 2005-06 and 2006-07 respectively by holding auction sale under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002. Besides the sale of above moveable and immovable assets, banks also auctioned the agricultural land kept as collateral security by one of the promoters with the lending banks at the time of disbursement of loan. Since there was neither any feedback nor any intimation by the banks regarding the ratio in which they distributed amongst themselves the said realized amount, it is apportioned between the consortium banks in proportion to the various loans outstanding and provided in the books till the date of recalling of advances by individual banks. On sale of said properties including moveable assets during the year by the banks under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, the amount against said facilities and loans has been categorized as unsecured loans.
- 6) Cash Credit, Packing Credit and demand working capital loan from banks were secured by hypothecation of stock and book debts and term loan from banks were secured by pari-passu charge on all the immovable properties of the company and hypothecation of moveable assets. On sale of said properties including moveable assets by the banks under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, the amount against said facilities and loans has been categorized as unsecured loans of the accounts.
- 7) In Compliance with Accounting Standard - 22 "Accounting for Taxes on Income" issued by The Institute of Chartered Accountants of India, the deferred tax assets/liabilities (net) accruing during the current year ` 9,843/- (Previous period ` 2,378/-) has been shown in the statement of Profit & Loss. Deferred Tax Assets/ Liability are calculated at the end of Financial Year as per Companies Act, 2013.



- 8) Related Parties Disclosures
- a) List of related parties with whom transactions have taken place and relationships
- 1) a) Mr. Shantanu Sheorey – Director
    - b) Nature of Transaction of Related Party
 

Unsecured Loans Taken	: NIL
Amount Outstanding at year end	: 53,58,717/-
Previous Year Balance	: 53,58,717/-
  - 2) a) Harsh Jain – Additional Director
    - b) Nature of Transaction of Related Party
 

Unsecured Loans Taken	: 80,00,000/-
Repayment of Loans Taken	: 5,00,000/-
Amount Outstanding at year end	: 75,00,000/-
Previous Year Balance	: NIL
Remuneration Paid	: 10,50,000/-
  - 3) a) Karishma Jain – Director
    - b) Nature of Transaction of Related Party
 

Remuneration Paid	: 3,50,000/-
-------------------	--------------
  - 4) a) Four Lions Films Private Limited – Associate Company (50 % stake)
    - b) Nature of Transaction of Related Party
 

Unsecured Loans Given	: 3,55,00,000/-
Amount Outstanding at year end	: 3,55,00,000/-
Previous Year Balance	: NIL
Investment in Four Lions Films Pvt Ltd	: 1,00,00,000/-
  - 5) a) BT Divine Power & Mining Corporation Ltd. – Enterprise in which Relative of KMP have significant influence
    - b) Nature of Transaction of Related Party
 

Unsecured Loans Given	: NIL
Amount Outstanding at year end	: 1,41,00,000/-
Previous Year Balance	: 1,41,00,000/-
  - 6) a) Monotype India Limited (Previously given to Mono Herbicides Limited) - Enterprise in which Relative of KMP have significant influence
    - b) Nature of Transaction of Related Party
 

Unsecured Loans Given	: 12,24,69,386/-
Amount received against loan	: 4,78,91,939/-
Amount Outstanding at year end	: 11,78,77,447/-
Previous Year Balance	: 4,33,00,000/-
  - 7) a) Elan Capital Advisors Limited - Enterprise in which Relative of KMP have significant influence
    - b) Nature of Transaction of Related Party
 

Reimbursement of Expenses	: 4,900/-
---------------------------	-----------

- 9) The Company operates in one segment and others hence no separate disclosure of segment-wise information has been made as per Accounting Standards (AS-17) Segment Reporting issued by the Institute of Chartered Accountants of India.

	31st March, 2015 (₹)	31st March, 2014 (₹)
10) Earning in foreign currency Exports (FOB)	NIL	NIL
11) Value of Imports calculated on CIF basis	NIL	NIL
12) Expenditure in foreign currency	NIL	NIL
13) Auditors Remunerations (including Service tax, where applicable)		
a) Audit fees	39,326	39,326
b) Certification Charges	28,090	33,146
14) Balances of Sundry Debtors, Sundry Creditors and Loans and Advances are subject to confirmation and reconciliation. None of the confirmations were in the hands of the Company.		

The accompanying notes are an integral part of the financial statements

<b>52 Weeks Entertainment Limited</b> Formerly known as Shantanu Sheorey Aquakult Limited			
Notes forming part of the financial statements			
Note 2 Share Capital			
Particulars	31 March 2015		31 March 2014
	(₹)		(₹)
<b>(a) Authorised</b> 3600000 Equity Shares of Rs. 10/- each (Previous year 31000000 Equity Shares of Rs.10/- each)	360,000,000		310,000,000
<b>(b) Issued , subscribed and fully paid up</b> 34880000 equity shares of Rs. 10/- each fully paid up with voting rights (Previous year 30040000 Equity Shares of Rs. 10/- each)	<b>360,000,000</b>		<b>310,000,000</b>
	348,800,000		300,400,000
	<b>348,800,000</b>		<b>300,400,000</b>
<b>Notes:</b>			
<b>(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:</b>			
Issued, subscribed and fully paid up			
Particulars	Opening balance	ESOP	Closing balance
Equity shares with voting rights			
Year ended 31 March 2015	30,040,000		34,880,000
- Number of shares	300,400,000	-	348,800,000
- Amount (₹)	48,400,000	-	348,800,000
Year ended 31 March 2014	30,040,000	-	30,040,000
- Number of shares	300,400,000	-	300,400,000
- Amount (₹)	-	-	-
<b>(ii) Details of shares held by each shareholder holding more than 5% shares:</b>			
Class of shares/Name of shareholder	31 March 2015		31 March 2014
	Number of shares held	% held	Number of shares held % held
<b>Equity shares with voting rights</b> Shantanu Sheorey	3,231,300	9.26%	3,231,300 10.76%
<b>Terms/rights attached to equity shares</b>			
The company has only one class of equity share having par value of Rs.10 per share. Each holder of the equity share is entitled to one vote per share. In the liquidation of the company, the holders of the equity shares will be entitled to receive the remaining assets of the company, after distribution of all preferential amounts.			

## Notes forming part of the financial statements

(Amount in Rupees)

Particulars	As on 31 March 2015 Amount in (Rs.)	As on 31 March 2014 Amount in (Rs.)
<b>3 Reserves and Surplus</b>		
(a) Share Premium Account	62,920,000	-
(b) Surplus	(252,360,540)	(260,340,456)
	<b>(189,440,540)</b>	<b>(260,340,456)</b>
<b>4 Long-Term Borrowings (Unsecured, considered goods)</b>		
(a) Term loans:		
(A) Foreign Currency loans from Banks	56,630,841	56,630,841
(B) Rupee Loans from Banks.	40,452,518	40,452,518
(b) Loans and advances from related parties;	5,358,717	5,358,717
	<b>102,442,076</b>	<b>102,442,076</b>
Refer (B) Other Notes on Accounts		
<b>12 DEFERRED TAX LIABILITIES/(ASSETS)</b>		
Deferred tax credit/(Charge) for the year has been recognised in the Profit & Loss Account for the year	1,302	1,302
Details of Deferred Tax Liabilities/(Assets) are as under:	2,378	2,378
<b>Add: Disallowances</b>	(9,843)	
<b>Net Deferred Tax Liabilities/(Assets)</b>	<b>(6,163)</b>	<b>3,680</b>
<b>6 Short-term borrowings (Secured, considered goods)</b>		
(a) Loans repayable on demand;		
(A) from banks.	15,967,957	15,967,957
(b) Loans and advances from related parties;	7,500,000	-
(c) Other loans and advances	-	1,750,000
	<b>23,467,957</b>	<b>17,717,957</b>
Refer (B) Other Notes on Accounts		
<b>7 Trade Payable</b>		
(a) Outstanding for more than 1 year	-	-
(b) Others	1,897,393	2,697,393
	<b>1,897,393</b>	<b>2,697,393</b>
<b>8 Other current liabilities</b>		
(a) Other payables	1,415,579	653,033
(b) Book Overdraft with Bank	567,232	-
	<b>1,982,811</b>	<b>653,033</b>
<b>9 Short-term provisions</b>		
(a) Provision for income-tax	1,287,752	-
	<b>1,287,752</b>	<b>-</b>
<b>11 Non-current investments</b>		
(a) Investments in Equity Instruments;		
A) Unlisted equities	10,000,000	-
Four Lions Films Pvt Ltd (at cost) 50000 Shares @`200 each		-
	<b>10,000,000</b>	<b>-</b>

## Notes forming part of the financial statements

**13 Long-term loans and advances**

(a) Capital Advances;(Unsecured, considered good)	13,600,000	16,600,000
(b) Security Deposits;(Unsecured, considered good)	1,312,178	1,350,568
(c) Loans and advances to related parties (Unsecured, considered good);	131,977,447	-
(d) Other loans and advances (Unsecured, considered good)	120,451,842	139,649,659
	<b>267,341,467</b>	<b>157,600,227</b>

**14 Other non-current assets**

(a) Others	954,121	-
	<b>954,121</b>	<b>-</b>

**15 Cash and cash equivalents**

(a) Balances with banks;	2,384	3,207,304
(b) Cash on hand;	105,570	22,585
	<b>107,954</b>	<b>3,229,889</b>

**16 Short-term loans and advances**

(a) <b>Prepaid expenses - Unsecured, considered good</b>		
(a) Prepaid Annual Custodian Expenses	56,180	112,360
(b) Prepaid Registration Fees	14,045	13,764
	<b>70,225</b>	<b>126,124</b>

**(b) Others**

(a) Advances to Suppliers	11,959,453	2,581,873
	<b>11,959,453</b>	<b>2,581,873</b>

**Total**

	<b>12,029,678</b>	<b>2,707,997</b>
--	-------------------	------------------

**17 Other income**

(a) Interest Income	15,704,732	12,714,880
	<b>15,704,732</b>	<b>12,714,880</b>

**18 Employee Benefits Expenses**

1 Salaries and Wages	133,100	199,500
2 Bonus	9,500	17,500
3 Directors' Remuneration	1,400,000	-
4 Leave Encashment	13,750	-
	<b>1,556,350</b>	<b>217,000</b>

**10 Depreciation & amortisation expenses**

Depreciation expense;	17,817	16,753
	<b>17,817</b>	<b>16,753</b>

52 Weeks Entertainment Limited  
Formerly known as Shantanu Sheorey Aquakult Limited  
Notes forming part of the financial statements

Particulars	As on 31 March 2015 Amount in (Rs.)	As on 31 March 2014 Amount in (Rs.)
<b>19 Other Expenses</b>		
<b>Payment to Auditors</b>		
As auditors - statutory audit	39,326	39,326
For other services	28,090	33,146
	<b>67,416</b>	<b>72,472</b>
Advertisement	21,352	34,434
	<b>21,352</b>	<b>34,434</b>
<b>Capital Expenditure on Share Capital Increase</b>		
BSE Processing Fees	112,360	140,450
MCA Fees	379,063	400,517
Stamp Duty	100,000	160,000
Bank Charges	2,200	3,079
Conveyance Expenses	440	-
Custodian Expenses	117,978	98,345
Legal & Professional Charges	3,169,577	806,281
Logo Design Expenses	-	750,000
Listing Charges	112,360	81,461
Loss on Film Making "LOVE U SONIYO"	-	14,873,493
Loss on Trading in F & O	-	80,131,825
MCA Fees & Legal Expenses	25,125	23,500
Office Expenses	(730)	6,350
Postage & Courier exp	6,224	21,398
Printing & Stationery	32,985	27,405
Profession Tax (Company)	2,500	-
Repair and Maintenance Expenses	-	5,800
Registrar Fees	33,427	39,326
Interest on Late payment of Income Tax	46,529	-
Brokerage & Other Expenses	-	90,471
	<b>4,140,038</b>	<b>97,659,700</b>
	<b>4,228,806</b>	<b>97,766,606</b>
<b>20 Exceptional Items</b>		
Professional tax from Year 2006 to 2014	20,000	-
	<b>20,000</b>	<b>-</b>

**POLLING PAPER**

(Form No. MGT-12)

(Form No. MGT-12) [Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

CIN	: L01110MH1993PLC072467
Name of the Company	: 52 Weeks Entertainment Limited
Registered Office	: Tarabia Hall 97, Shiv Prasad Building, Marine Drive, Mumbai, 400002.

**BALLOT PAPER**

Sr. No.	Particulars	Details
1	Name of the First Named Shareholders (in Block letters)	
2	Postal Address	
3	Registered folio No. /*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4	Class of Share	

I hereby exercise my vote in respect of Ordinary resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No.	Item	No. of shares held by me	I assent to the resolution	I dissent to the Resolution.
1	Adoption of Audited Financial Statements for the F.Y. 2014 - 2015			
2	Re-appointment of Mrs.Nayantara Katkar Sheorey, who retires by rotation			
3	Re-appointment of Motilal and Associates Chartered Accountants, Mumbai as Statutory Auditors			
4	To appoint Mr. Pankaj Kumar Agrawal as an Independent Director			
5	To appoint Ms. Karishma Jain as Executive Director			
6	To appoint Mr. Joe Rajan Valiyaveetil as Executive Director			

Place :

Date :

**(Signature of the shareholder)**

**52 WEEKS ENTERTAINMENT LIMITED**

**Regd. Office:** Tarabai Hall, 97, Shiv Prasad Building, Marine Drive, Mumbai, Maharashtra, 400002

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies vide its circular no. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 after considering certain provisions of the Information Technology Act, 2000, permitted the companies to send the notices / annual reports etc. through email to its members. To support this green initiative of the MCA whole heartedly, members who have not yet registered their email address, are requested to register their e-mail address with the Depository through their concerned Depository Participant and members who hold shares in physical mode are requested to intimate their e-mail address at which they would like to receive the above documents electronically, either to the company or to its Registrar and Share Transfer Agent. Shareholders are requested to fill the consent form below and send it to the Registrar and Share Transfer Agent, Purva Sharegistry (India) Pvt Ltd or to the company.

**CONSENT FOR RECEIVING DOCUMENTS IN ELECTRONIC MODE**

(Pursuant to circulars no. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011)

**Universal Capital Securities Pvt. Ltd**

21, Shakeel Niwas,  
Mahakali Caves Road,  
Andheri – (East),  
Mumbai – 400 059  
Phone No.022- 2820 7203 – 05  
Email: - info@unisec.in

Dear Sir,

I/We shareholder (s) of 52 Weeks Entertainment Limited, agree to receive all notices and documents including the Annual Report, Notice for General Meetings and other Shareholders Communication in electronic mode (through email).

I/We request you to kindly register my / our below mentioned email id in the Company's records for sending such communication through email.

Folio No...../DP ID No.\*.....and Client ID No.\*.....

\*Applicable for members holding shares in electronic form.

Name of the Sole / First Shareholder :

\_\_\_\_\_  
Name of the Joint Shareholders (if any) :

\_\_\_\_\_  
No. of Shares held :

\_\_\_\_\_  
E-mail id for receipt of documents in Electronic mode :

Date:

Place:

Signature:

-----  
(Sole / First Shareholder)

Note:

- Shareholders are requested to inform the Company's Registrar and Share Transfer Agents as and when there is change in their registered email-id.
- for shares held in demat form, shareholders are also requested to inform /update their email-ids to their respective Depository Participants.



**52 WEEKS ENTERTAINMENT LIMITED**

Regd Office : Tarabia Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002  
(CIN : L01110MH1993PLC072467)

**ATTENDANCE SLIP**

DP ID :
Folio No : <;<<<<<<

Client ID :
No. of Shares :

Name of the Shareholder  
.....

Joint Holder 1  
.....

Joint Holder 2  
.....

Registered address of the Shareholder  
.....  
.....

Name of the Proxy / Representative  
.....

I/We hereby record my/our presence at the 22<sup>nd</sup> Annual General Meeting of the Company to be held at Unit No. 305, Laxmi The Mall, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai - 53 on 29<sup>th</sup> September 2015 at 11.00 a.m.

Signature of the Share Holder/Proxy:.....

NOTES : 1) Please complete the Folio/ DP ID -Client ID No. and name of the Member/ Proxy, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.

2) Shareholder/ Proxy holder desiring to attend the meeting should bring his/her copy of the Annual Report for reference at the meeting.

**PROXY FORM**

(Form No. MGT-11)

CIN	L01110MH1993PLC072467
Name of the Company	52 WEEKS ENTERTAINMENT LIMITED
Registered office	Tarabia Hall 97, Shiv Prasad Building Marine Drive, Mumbai, 400002
Name of the Member(s)	
Registered Address	
Email - id	
Folio No. / Client ID	

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

1	Name
	Address
	E-mail Id
	Signature

or failing him

2	Name
	Address
	E-mail Id
	Signature

or failing him

3.	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 the 22nd Annual General Meeting of the company, to be held on the 29th day of September, 2015 At 11.00 a.m. at Unit No. 305, Laxmi The Mall, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai - 53 and at any adjournment thereof in respect of such resolutions as are indicated below:  
any adjournment thereof in respect of such

Resolution No.	Resolution
1	Adoption of Audited Financial Statements for the F.Y. 2014 - 2015
3	Re-appointment of Mrs. Nayantara Katkar Sheorey, who retires by rotation
4	Re-appointment of Motilal and Associates, Chartered Accountants, Mumbai as Statutory Auditors
5	To appoint Mr. Pankaj Kumar Agrawal as an Independent Director
6	To appoint Ms. Karishma Jain as Executive Director
7	To appoint Mr. Joe Rajan Valiyaveetil as Executive Director

Signed this ..... day of ..... 2015

Signature of shareholder : .....

Signature of proxy holder(s) : .....



Note : This form of proxy in order to be effective should be duly completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

**Book Post**

**If Undelivered please return to:**

**52 WEEK ENTERTAINMENT LIMITED**

**Regd. Off.:** 6, Tarabai Hall, 97,

Shiv Prasad Building,

Marine Drive, Mumbai,

Maharashtra, 400002