



VIRGO GLOBAL MEDIA LIMITED

(Formerly Online Media Solutions Limited)

**12th Annual Report
2009 - 2010**

Board of Directors

Mr. P Syam Prasad	Executive Director
Mr. D P Sreenivas	Director
Mr. Clinton Travis Caddell	Director
Mr. E K Surendran	Director
Mr. Shyam Bhethanabhotla	Director

Auditors:	Bankers:
M/s. P Murali & Company, Chartered Accountants, 6-3-655/2/3, Somajiguda, Hyderabad - 500 082.	Syndicate Bank Allahabad Bank
Registered Office:	Registrar & Share Transfer Agents:
9-1-83 & 84, Amarchand Sharma Complex, S D Road, Secunderabad - 500 003 Ph. Nos. 040 - 27807640 /0742/ 1910 Fax Nos. 040 - 39100012	Aarathi Consultants Private Limited, 1-2-285, Domalguda, Hyderabad - 500 029, Ph. No. 040-27638111/4445 Fax.No. 040-27632184

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NOTICE

Notice is hereby given that the Twelfth Annual General Meeting of the Company will be held on Wednesday, the 29th day of September 2010 at 3.00 P.M at Plot No. 1 & 9, IDA, Phase II, Cherlapally, Hyderabad - 500 051 to transact the following business :

Ordinary Business

1. To consider and adopt the Audited Balance sheet as at March 31, 2010 and Profit and Loss Account for the year ended on that date together with the reports of the Directors' and Auditors' thereon.
2. To appoint Mr. P. Venkat Ramana as Director liable to retire by rotation in place of Mr. E. K. Surendran, who is not willing to be reappointed as Director.
3. Not to fill the resultant vacancy of the office of Director of Mr. Shyam Bhethanabhotla, who retires by rotation and who is not willing to be reappointed as Director.
4. To appoint and fix the remuneration of Auditors of the Company to hold office from the conclusion of Twelfth Annual General Meeting until the conclusion of the Thirteenth Annual General Meeting.
M/s. P Murali & Co., Chartered Accountants, the retiring Auditors are eligible for re-appointment.

Special Business

5. 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 198,269,309,310 and other applicable provisions, if any, of the Companies Act, 1956 read with Schedule XIII (as amended from time to time) thereto, the consent of the members of the Company be and is hereby accorded for re-appointment of Mr. P Syam Prasad as Executive Director of the Company for a period of One Year with effect from April 27, 2010 without any remuneration.”

6. **To increase the Borrowing Powers of the Company:**

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

“RESOLVED that the consent of the Company be and is hereby accorded, in accordance with Section 293(1)(d) of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force) and the Articles of Association of the Company, to the Board of Directors of the Company (herein after referred to as the 'Board' which expression shall include a committee of directors duly authorized in this behalf) to borrow any sum or sums of money (including non fund based facilities) from time to time at their discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other persons, firms, bodies corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained



from the Company's Bankers in the ordinary course of business) may, at any time, exceed upto a sum of Rs. 10 crores (Rupees Ten Crores) over and above the aggregate of the then paid up capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose)."

"RESOLVED further that for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

7. Creation of charge on the Assets of the Company:

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

"RESOLVED that consent of Company be and is hereby accorded in terms of Section 293(1)(a) and all other applicable provisions of the Companies Act, 1956, (including any statutory modification or re-enactment thereof, for the time being in force), to the Board of Directors of the Company (herein after referred to as the 'Board' which expression shall include a committee of directors duly authorized in this behalf) to mortgage and/or charge, in addition to the mortgages/charges created/to be

created by the Company, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the moveable and/or immoveable properties of the Company, both present and future and/or the whole or any part of the undertaking(s) of the Company together with the power to take over the management of the business and concern of the Company in certain events of default, in favour of the Lender(s), Agent(s) and Trustee(s)/Trustee(s), for securing the borrowings availed/to be availed by the Company and/or any of then Company's holding / subsidiary / affiliate / associate company, by way of loan(s) (in foreign currency and/or rupee currency) and Securities (comprising fully/partly Convertible Debentures and/or Non Convertible Debentures with or without detachable or non-detachable Warrants and/or secured premium notes and/or floating rates notes/bonds or other debt instruments), issued/to be issued by the Company, from time to time, subject to the limits approved under Section 293(1)(d) of the Companies Act, 1956, together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the Agent(s)/Trustees, premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan



Agreement(s)/Heads of Agreement(s), Debenture Trust Deed(s) or any other document, entered into/to be entered into between the Company and the Lender(s)/Agent(s) and Trustee(s) / Trustee(s), in respect of the said loans / borrowings / debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of Directors or Committee thereof and the Lender(s)/Agent(s)and Trustee(s) / Trustee(s).

“RESOLVED further that for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the creation of charges on the assets of the Company aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

For and on behalf of the Company

Sd/-
P Syam Prasad
Executive Director

Place: Secunderabad

Date: August 13, 2010

Notes

1. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote on a poll instead of himself and proxy need not be a member of the Company. The Proxy in order to be effective must be deposited at the Registered Office not less than 48 hours before the meeting.
2. An explanatory statement pursuant to section 173(2) of the Companies Act, 1956 in respect of the special business is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, September 25, 2010 to Wednesday, September 29, 2010 (both days inclusive) for the purpose of ensuing Annual General Meeting.
4. The members are requested to —
 - a) Quote Ledger Folio/Client ID in all the correspondence.
 - b) Bring the copy of the Annual Report and attendance slip with them to the Annual General Meeting and to deposit the same duly filled in and signed for attending the meeting.
5. Shareholders holding shares in physical form are requested to advise any change of address immediately to company's Registrar and Share Transfer Agent, Aarthi Consultants Private Limited, Hyderabad. Shareholders holding shares in electronic form must send the advice about change in address to their respective Depository participants and not to the Company.



6. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days in advance of the meeting to enable the management to keep the information ready.
7. Under Section 109A of the Companies Act, 1956 shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form 2B (which will be made available on request) to the Registrars and Transfer Agents Aarthi Consultants Private Limited, Hyderabad.
8. At the ensuing Annual General Meeting Mr. E.K. Surendran and Mr. Shyam Bhethanabhotla shall retire by rotation and being not interested to continue, expressed their inability for re-appointment. In terms of provisions of Section 256 read with 257 of the Companies Act, 1956, the Board of Directors proposed Mr. P. Venkat Ramana as the Director of the Company liable to retire by rotation in the place of Mr. E. K. Surendran and not to fill the resultant vacancy of office of Mr. Shyam Bhethanabhotla. Further, Mr. P. Syam Prasad, subject to the approval of shareholders of the company, had been reappointed as Executive Director of the Company for a period of One Year with effect from April 27, 2010 without any remuneration. Pursuant to clause 49 of the listing agreement, the particulars of Mr. P. Venkat Ramana and Mr. P. Syam Prasad are given hereunder :

Mr. P. Venkat Ramana

Mr. P. Venkat Ramana aged 44 years has done his Bachelor's Degree in Architecture and Masters in Management from University of Oklahoma City, USA. He is the Managing Partner of the M/s. Murty & Manyam Architects & Engineers, Hyderabad, which is a forty five year old firm and regarded as highly professional and enjoys the confidence of all clients over these years and has grown from strength to strength. He has been at the helm of M/s. Murty & Manyam Architects & Engineers since 1995 and has contributed to the growth of the firm. He is a member of the Council of Architects (COA) and Associate of Indian Institute of Architects (AIIA). He is not having any Directorships in other companies. He is not holding any shares of the Company.

Mr. P. Syam Prasad

Mr. P. Syam Prasad aged 44 years. He holds Bachelor of Commerce. His line of expertise includes Banking, Finance and Management and has worked with various industrial sectors during his career. He is having over 21 years of experience in Industry and Business. He is not having any Directorships in other companies. He is not holding any shares of the Company.

Explanatory Statement Pursuant to Section 173(2) of the Companies Act, 1956

Item 2 and 3:

Mr. E.K. Surendran and Mr. Shyam Bhethanabhotla, Directors of the company retire by rotation at the ensuing annual



general meeting and they are not willing to be reappointed as Directors. The company has received notice under section 257 of the Act from its members, in respect of Mr. P Venkat Ramana, proposing his candidature as Director of the Company liable to retire by rotation. In terms of provisions of Section 256 read with 257 of the Companies Act, 1956, the Board of Directors proposed Mr. P. Venkat Ramana as the Director of the Company liable to retire by rotation in the place of Mr. E.K. Surendran and not to fill the resultant vacancy of office of Mr. Shyam Bhethanabhotla. Mr. P. Venkat Ramana's office shall be liable to determination by retirement of directors by rotation in terms of section 255 of the companies Act, 1956.

None of the Directors of the Company is in any way concerned or interested in this resolution.

Item No. 5:

Mr. P Syam Prasad was appointed as Executive Director of the Company for a period of one year with effect from April 27, 2009. As the said term is due to be expired, the Board of Directors, vide a circular resolution dated April 26, 2010 have, subject to the approval of shareholders in ensuing Annual General Meeting, reappointed him as Executive Director of the company for period of one year with effect from April 27, 2010 without any remuneration. In terms of provisions of Section 269 read with Schedule XIII of the Companies Act, 1956 the said reappointment requires the approval of the Shareholders and hence the same is placed

before the members. Your Directors recommend the resolution for your approval.

None of the Directors of the Company is in any way concerned or interested in this resolution except Mr. P Syam Prasad, being an appointee.

Item No. 6 & 7:

The Company, with a view to improve its future business possibilities, is making efforts to take up new projects in Media and Broadband internet segments. Once, the said proposals materialize, the same may necessitate the company to explore various financing options, which may include rising of funds by way of borrowings. In terms of provisions of Section 293 (1) (d) of the Companies Act, 1956, and to secure the said borrowings by suitable mortgages/charges on all or any of the movable and/or immovable properties of the Company pursuant to Section 293 (1) (a) of the Companies Act, 1956, the said financing option requires the approval of the members. The Board recommends the resolution at serial no. 6 & 7 for your approval.

None of the Directors of the Company is in any way concerned or interested in these resolutions.

For and on behalf of the Board
Sd/-

P. Syam Prasad
Executive Director

Place: Secunderabad
Date: August 13, 2010



VIRGO GLOBAL MEDIA LIMITED

(Formerly Online Media Solutions Ltd.)

Directors' Report

To
The Members
Virgo Global Media Limited

Your Directors have pleasure in presenting the Twelfth Annual Report of your company and the Audited Financial Statements for the year ended on March 31, 2010.

Financial Results

Rs in Lakhs

Particulars	2009-10	2008-09
Net Sales/Income from Operations	3.12	7.04
Other Income	2.07	14.68
Total Income	5.19	21.72
Financial Expenses	0.30	15.56
Depreciation and Write Offs	0.30	0.29
Other expenses	4.39	20.84
Provision for taxation	(0.06)	0.08
Profit/(Loss)	0.26	(15.19)
Equity Share Capital (1,05,04,300 Shares of Rs 4/- each)	420.17	420.17

Review of Operations

During the year under review, your Company had very lean operations as it was evaluating new revenue possibilities. Thus, your company's total income is Rs. 5.19 lakhs as against Rs. 21.72 lakhs during the previous year and the net profit is Rs.0.26 lakhs as against a loss of Rs.15.19 lakhs for the corresponding period. The total income includes other income of Rs. 2.07 lakhs as against Rs.14.68 lakhs of previous year. Your company is exploring various business opportunities in Media and Broadband internet segments.

Fixed deposits

The Company has not accepted any Fixed Deposits, falling within the purview of Section 58A of the Companies Act, 1956.

Auditors

M/s. P. Murali & Co., Chartered Accountants, Statutory Auditors of the Company, hold office in accordance with the provisions of the Companies Act, 1956 upto the conclusion of forthcoming Annual General Meeting and are eligible for re-appointment.

Directors

At the ensuing Annual General Meeting Mr. E.K. Surendran and Mr. Shyam Bhethanabhotla shall retire by rotation and being not interested to continue, expressed their inability for re-appointment. The company has received notice under section 257 of the Act from its members, in respect of Mr. P Venkat Ramana, proposing his candidature as Director of the Company liable to retire by rotation. In terms of provisions of Section 256 read with 257 of the Companies Act, 1956, the Board of Directors proposed Mr. P. Venkat Ramana as the Director of the Company liable to retire by rotation in the place of Mr. E. K. Surendran and not to fill the resultant vacancy of office of Mr. Shyam Bhethanabhotla.

Further, the Board of Directors vide Circular Resolution dated April 26, 2010 have re-appointed, subject to your approval, Mr. P. Syam Prasad as Executive Director of the Company for a period of One Year with effect from April 27, 2010 without any remuneration. The Board recommends the said proposals.

Listing

Presently, the Equity Shares of the Company are listed on the Bombay Stock Exchange Limited (BSE). The Company confirms that it has paid Annual Listing Fees to the Stock Exchange for the year 2010-11. The Board is delighted to share with its members that due to the strenuous efforts made by your management, the BSE has permitted the trading of equity shares of the company with effect from August 10, 2010 after



a period of around 6 years of suspension of the scrip for trading. Now the company's scrip is actively trading on BSE.

Directors' Responsibility Statement

In accordance with the Section 217(2AA) of the Companies Act, 1956, the Board of Directors confirm that:

- (a) in the preparation of the Accounts for the twelve months period ending March 31, 2010; the applicable accounting standards have been followed and there are no material departures there-from.
- (b) they have selected such accounting policies in consultation with Statutory Auditors of the Company and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2010 and of the profit of the Company for the financial year.
- (c) they have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956. They confirm that there are adequate systems and controls for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) they have prepared accounts for the year ended March 31, 2010 on a going concern basis.

Corporate Governance and Management Discussion and Analysis Report

A separate report on Corporate Governance along with Auditors' Certificate on its compliance and Management Discussion and analysis forming part of this report are annexed hereto.

Particulars of Employees

None of the employees are drawing remuneration in excess of the limits prescribed under Section

217 (1) (e) read with the Companies (Particulars of Employees) Rules, 1975.

Particulars in respect of Conservation of Energy Technology, Absorption and Foreign Exchange Earnings and Outgo required under Companies (Disclosure of particulars in the Directors Report) Rules 1988:

- A. Conservation of Energy:-** Your Company is not a manufacturing Company and hence the details in respect of the above are not applicable
- B. Technology Absorption:-** Your company is committed to use state of art technology for improving the quality of its services.
- C. Research and Development:-** Your Company has not undertaken any R&D activity in any specific area during the year under review.
- D. Disclosure of Particulars relating to Foreign Exchange Earnings and Outgo:-** Your company's operations did not result into any Foreign exchange earnings or outgo.

Acknowledgements

Your Directors gratefully acknowledge and appreciate the support extended by the Banks, various departments of Central and State Government, SEBI and BSE. Your Directors express their grateful thanks to the valued shareholders for the trust and confidence reposed in the Company.

For and on behalf of the Board

Sd/-

P Syam Prasad
Executive Director

Sd/-

D P Sreenivas
Director

Place: Secunderabad

Date: August 13, 2010



MANAGEMENT DISCUSSION ANALYSIS AND BUSINESS OUTLOOK

(This review contains Management's discussion of the Company's operational results and financial condition, and should be read in conjunction with the accompanying audited financial statements and associated notes).

Industry Structure, Development and Outlook

India presents a robust growth opportunities, driven by economic growth, increasing urbanization, rising income levels and a large youth population. The Indian Telecom Sector has seen a phenomenal growth and currently has close to 430 million customers but in spite of which, telecom penetration is only 37% with wireless penetration of 33.7% and broadband penetration of 0.54%, thereby offering a good growth potential. The majority of new customers will be from rural and remote areas with inadequate basic infrastructure.

With the developed and developing economies opting for FTTH (Fibre-To-The-Home) technology as a viable Broadband option, the industry is set to grow, also with the regulators coming forward to foster the state owned telcos to switch to FTTH technology.

Opportunities and Threats

With the Government Telcos pushing for high speed broadband projects and the Government is also focusing expanding the broad band connectivity throughout the country, the triple play is set to grow. The Company, therefore, with a view to evaluate new revenue possibilities, is exploring various business opportunities in Media and Broadband internet segments. However, entering of lot of large players into the market and increasing usage of internet through mobile phones will be a threat to your company's business opportunities in these segments.

Analysis of financial performance of the company

During the year under review, your Company had very lean operations as the company was evaluating new revenue possibilities. Thus, your company's total income is Rs. 5.19 lakhs as against Rs. 21.72 lakhs during the previous year and the net profit is Rs.0.26 lakhs as against a loss of Rs.15.19 lakhs for the

corresponding period. The total income includes other income of Rs. 2.07 lakhs as against Rs.14.68 lakhs of previous year.

Liquidity and capital resources

There is no change in Shareholders funds and loan funds during the financial year 2009-10. Presently the Company is making efforts to take up new projects in Media and Broadband internet segments and is hopeful that efforts would turn into concrete proposals during the current financial year and improve its future business possibilities. Once, the said proposals materialize, the company would explore various financing options to meet anticipated needs of the future projects.

Internal control systems and their adequacy

The internal audit and other internal controls and internal checks implemented in the Company are adequate and commensurate with the size and nature of operations providing sufficient assurance and safeguarding all assets, authorizing all transactions and its recording and reporting properly and timely.

The Audit Committee constituted by the Board of Directors reviews regularly the financial and other related aspects as per the requirements of the Corporate Governance.

Human Resource Development and Industrial Relations

The Industrial relations during the year has been good and satisfactory. Due to limited operations, no new welfare measures were undertaken.

Cautionary Statement

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations, may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed or implied. Important factors that could make a difference to the company's operations include economic conditions affecting demand, supply and price conditions in the domestic/overseas markets in which the Company operates, changes in the government regulations, tax laws and other statutes and other incidental factors.



REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy

The Company believes that good corporate governance practices enable the management to direct and control the affairs of the Company in an efficient manner and to achieve the Company's goal of maximizing value for all its stakeholders.

The board considers itself as a trustee of its shareholders and acknowledges its responsibilities to the Shareholders for creating and safeguarding shareholders wealth, while upholding the core values of transparency, integrity, honesty and accountability.

The Company's code of conduct serves as a guide to the employees on the values, ethics and business principles expected of them.

The Company is committed to the best governance norms. It strongly believes in setting the high standards in all its endeavors.

2. Board of Directors

The Board of Virgo Global Media Limited comprised of five directors as on March 31, 2010 out of which one Director is Executive and the remaining four Directors are Independent. Accordingly, the composition of the Board is in conformity with Clause 49 of the listing agreement entered with Stock Exchange.

The directors bring with them rich and varied experience in different fields of corporate functioning. The Board meets at regular intervals

for planning, assessing and evaluating all important business activities.

None of the Directors on the Board is a member on more than 10 committees or Chairman of more than 5 committees as specified in clause 49, across all the Companies in which he is a Director. Necessary disclosures regarding Committee positions have been made by the Directors.

Five Board meetings were held during the year ended March 31, 2010 and the gap between any two successive meetings did not exceed four months. The dates on which the Board meetings were held are as follows:

April 27, 2009; July 26, 2009; August 28, 2009; October 31, 2009 and January 30, 2010.

None of the Non-executive directors have any material pecuniary relationship with the Company.

Necessary information as mentioned in Annexure 1A to clause 49 of the listing agreement has been placed before the Board for their consideration.

The names and categories of the Directors on the Board, their attendance at Board meetings held during the year and the number of Directorships and Committee memberships held by them in other companies are given below. Other directorships do not include alternate directorships, directorships of private limited Companies and companies incorporated outside India. Chairmanship / membership of Board committees, include membership of Audit and Shareholders/Investor Grievance Committee.



Name	Category	No. of Board Meetings attended during the year 2009-10	Whether Attended AGM held on 30.09. 2009	No. of Directorships in other public Companies		No. of committee positions held in other public Companies	
				Chairman	Member	Chairman	Member
Mr. D P Sreenivas	Independent Non-Executive Director	5	Yes	-	1	-	2
Mr. C Travis Caddell	Independent Non-Executive Director	5	No	-	-	-	-
Mr. EK Surendran	Independent Non-Executive Director	NIL	NIL	-	-	-	-
Mr. P Syam Prasad	Executive Director	5	Yes	-	-	-	-
Mr. Shyam Bhethanabhotla	Independent Non-Executive Director	NIL	NIL	-	-	-	-

3. Audit Committee

The Audit Committee of the Company consists of 3 directors, out of whom 2 are independent Directors including the Chairman, who has related financial management expertise. All the members of the committee are financially literate. Accordingly, the composition of the committee is in conformity with Clause 49 of the listing agreement entered with Stock Exchange.

The Audit Committee of the Board is responsible for oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, adequate and credible; and reviewing with management the annual financial statements before submission to the Board. The Committee periodically reviews with the management the adequacy of internal control systems.

The Committee holds discussion with external auditors before the commencement of statutory audit on the nature and scope of audit and ascertains any areas of concern and reviews their written comments. The Committee reviews the financial and risk management policies of the Company. The Committee has full access to financial data and to the company's staff. The Committee also reviews the quarterly financial statements before they are submitted to the Board.

Related party transactions entered into by the company, if any, are placed before the Audit committee for its review on quarterly basis.

The last Annual General Meeting of the Company was held on September 30, 2009 and the Chairman of the Audit Committee has attended the same.

The composition of the Audit Committee as on March 31, 2010 and particulars of meetings attended by the members are as follows:

Name	Category	No. of Meetings during the year 2009-10	
		Held	Attended
Mr. D P Sreenivas, Chairman	Independent Non-Executive	5	5
Mr. P Syam Prasad	Executive Director	5	5
Mr. C Travis Caddell	Independent Non-Executive	5	5

Five Committee meetings were held during the year ended March 31, 2010 i.e. on April 27, 2009; July 28, 2009; August 28, 2009; October 31, 2009 and January 30, 2010.

The necessary quorum was present at all meetings.

4. Remuneration Committee

The company does not have a Remuneration Committee. The Board of Directors of the company recommended that all such items that may be required to be discussed at a meeting of Remuneration Committee could be considered at a meeting of the Board of Directors.

As on March 31, 2010, no director of the company holds any shares of the company to report.

No remuneration or sitting fee is paid to any Director and there are no pecuniary relationships or transactions entered with the non-executive directors' vis-à-vis the company.

5. Investors' Grievance & Share Transfer Committee

The Company has a Shareholders'/ Investors' Grievance Committee to perform

all the functions relating to handling of all sorts of shareholders' grievances like non-transfer of shares, loss of share certificates, non-receipt of notices/annual reports etc., and to look after share transfers/transmissions periodically. The Committee inter-alia also approves issue of duplicate share certificates and oversees and reviews all matters connected with the securities transfers.

The shareholders'/Investors Grievance Committee of the Company consists of three directors, two of whom are independent Directors.

The Composition of the shareholder/ investors Grievance Committee is given below.

Name	Category
Mr. D P Sreenivas, Chairman	Independent Non-Executive
Mr. P Syam Prasad	Executive Director
Mr. C Travis Caddell	Independent Non-executive

During the year no meeting of Shareholders'/ Investors Grievance Committee meetings were held. Number of shareholder complaints received, number solved and number of pending complaints as on March 31, 2010 are as follows:-

Opening Balance as on 1.04.2009	Received during the period 01.04.2009 to 31.03.2010	Resolved during the period 01.04.2009 to 31.03.2010	Closing Balance as on 31.03.2010
Nil	Nil	Nil	Nil



VIRGO GLOBAL MEDIA LIMITED

(Formerly Online Media Solutions Ltd.)

General Body Meetings:

The last three annual general meetings of the company were held at Plot No. 1 & 9, IDA, Phase II, Cherlapally, Hyderabad — 500 051 as detailed below:

Date and time of last three Annual General Meetings:

Year	No. of Meeting Time of the	Day, Date and Meeting
2008-09	11 th AGM	Wednesday, the September 30, 2009 at 3.00 P.M.
2007-08	10 th AGM	Tuesday, the September 30, 2008 at 4.00 P.M
2006-07	9 th AGM	Thursday, the September 27, 2007 at 10.00 A.M.

During the last three Annual General Meetings of the Company, there were no special resolutions passed by the members.

For past three years there were no ordinary or special resolutions passed that require a postal ballot. No Special Resolution, which requires approval through postal ballot, is proposed to be conducted at the ensuing Annual General Meeting.

Disclosures:

- i. There are no materially significant related party transactions of the Company with Promoters, Directors or the Management or their relatives which have potential conflict with the interest of Company at large.
- ii. There were no cases of non-compliance by the Company, penalties, strictures 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 ended March 31, 2010. However, the company's equity shares were under suspension due to procedural reasons

and due to the strenuous efforts made by your management, the BSE has permitted the trading of equity shares of the company with effect from August 10, 2010 after a period of around 6 years of suspension of the scrip for trading.

- iii. The Company is in compliance with all the mandatory requirements and yet to fulfill non-mandatory requirements including Whistle Blower policy as prescribed in Annexure I D to Clause 49 of the Listing Agreement with Stock Exchanges, which will be considered for implementation at an appropriate time.
- iv. Code of conduct: The code of conduct as adopted by the Board of Directors is applicable to all directors, senior management and employees in above officers' level. The prime purpose of the code is to create an environment wherein all the Board Members and Senior Management of the Company maintain ethical standards and to ensure compliance to the laid down ethical standards. The Company is under process of developing its website and once the same is done it undertakes to place the same in the website.

Declaration as required under Clause 49 of the Listing Agreement :

All the directors and senior management of the Company have affirmed compliance with the Company's code of conduct for the financial year ended March 31, 2010.

Secunderabad
13.08.2010

P. Syam Prasad
Executive Director

- v. Compliance: At every Board meeting, a statement of Compliance with all laws and regulations as certified by the Executive Director is placed before the Board for its review. The Board reviews the compliance of all the applicable laws and gives appropriate directions wherever necessary.

- vi. Risk Management: The Board discusses the significant business risks identified by the management and the mitigation process being taken up.
- vii. Preferential Issue Proceeds: The company did not raise any funds during the year under preferential issue mode.
- viii. CEO & CFO Certificate: The certificate as contemplated in Clause 49 of the listing agreement was given by the Executive Director of the company and the same was placed before the Board for its noting, in its meeting held for approval of audited financial statements of the company.
- ix. Secretarial Audit: A practicing Company Secretary carried out a secretarial audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued / paid-up capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

Means of Communication

The quarterly, half-yearly and annual results of the Company are published in leading newspapers in India which include, the Financial Express, Business standard, Andhrabhoomi and Andhrajyothi.

General Shareholders information

i) Annual General Meeting

Date	:	September 29, 2010
Time	:	3.00 P.M
Venue	:	Plot No. 1 & 9, IDA, Phase II, Cherlapally, Hyderabad - 500 051

As required under Clause 49 VI(A), particulars of Directors seeking re-appointment are given in the notes to the notice calling the Annual General Meeting to be held on September 29, 2010.

ii) Financial Calendar

Year ending	:	March 31, 2010
AGM	:	September 29, 2010

iii) Date of Book Closure : 25.09.2010 to 29.09.2010
(Both days inclusive)

iv) Listing on Stock Exchange : The Bombay Stock Exchange Limited
(The Company has paid the listing fee for 2010-11 to the Bombay Stock Exchange Ltd.)

v) Stock Code / Symbol : 532354

**VIRGO GLOBAL MEDIA LIMITED**

(Formerly Online Media Solutions Ltd.)

- vi) International Securities Identification : INE400B01020
Number (ISIN) allotted to the
Company's Shares
- vii) Market Price Data : During the year ended March 31, 2010,
company's shares were not traded at BSE.
- viii) Registrar and Transfer Agents:
Name & Address : Aarathi Consultants Private Limited,
1-2-285, Domalguda, Hyderabad - 29,
Tel: 91 - 40-27638111/4445
Fax: 91 - 40-27632184
E-mail : info@aarthiconsultants.com
Contact Person: Mr. Bhaskera Murthy

ix) Share Transfer System:

The Company's shares are traded in the stock exchange compulsorily in Demat form. The Company's Registrar and Transfer agent is the common agency to look after physical and Demat share work. The shares lodged for transfer at the registrar are processed and returned to shareholders within the stipulated time.

x) Shareholding

a) Distribution of shareholding as on March 31, 2010

No. of Shares	Holding	% to Capital	No. of Shares	% to Total Accounts
1-500	5055	87.32	1611763	15.34
501-1000	382	6.60	780880	7.43
1001-2000	184	3.18	717934	6.83
2001-3000	43	0.74	272579	2.59
3001-4000	40	0.69	376892	3.59
4001-5000	6	0.10	70642	0.67
5001-10000	37	0.64	647745	6.17
10001 & above	42	0.73	6025865	57.37
GRAND TOTAL	5789	100.00	10504300	100.00

b) Categories of Shareholders as on March 31, 2010

S.No	Category of Shareholders	No. of shareholders	No of equity shares held	% of Shareholding
1	Promoters	1	3353750	31.93
2	Private Bodies Corporate	65	157358	1.50
3	Public	5722	6893192	65.62
4	NRI's	1	100000	0.95
	GRAND TOTAL	5789	10504300	100.00



xi) Dematerialization of shares and liquidity:

Equity shares of the Company representing 58.45% of the company's share capital are dematerialized as on March 31, 2010.

xii) As on March 31, 2010, the company did not have any outstanding GDRs / ADRs / Warrants or any convertible instruments

xiii) Address of Correspondence : Virgo Global Media Limited
9-1-83 & 84, Amarchand Sharma Complex,
S D Road, Secunderabad — 500 003

Certificate on Corporate Governance Compliance

To
The Members of
Virgo Global Media Limited,
Secuderabad

We have examined the Compliance of conditions of Corporate Governance by **Virgo Global Media Limited** for the year ended on 31st March, 2010, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that generally no Investor Grievances are pending for a period exceeding one month against the Company as per the records maintained by the Shareholders/Investors Grievance Committee. We further state that such compliance is neither an assurance to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place: Hyderabad
Date: 13th August, 2010

P. Murali & Co.
Chartered Accountants

Sd/-
Mukund Vijayrao Joshi
Partner
Membership No. 024784



AUDITORS' REPORT

To
The Members
Virgo Global Media Limited

We have audited the attached Balance Sheet of **Virgo Global Media Limited** as at 31st March 2010 and also the Profit & Loss Account for the period ended on the date annexed thereto and the cash flow statement for the period ended on that date. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimate made by management, as well as evaluating the overall statement presentation. We believe that our audit provides a reasonable basis of our opinion.

As required by the Companies (Auditor's Report) order 2003 and as amended by the Companies (Auditor's Report) (Amendment) order 2004, issued by the Central Government of India in terms of the sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.

Further to our comments in the Annexure referred to above, we report that

- i. We have obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our Audit.

- ii. In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books.
- iii. The Balance Sheet and Profit & Loss dealt with by this report are in agreement with the books of Account.
- iv. In our opinion the Balance Sheet and Profit & Loss Account dealt with by this report comply with the Accounting standards referred to the sub-section (3C) of Section 211 of Companies Act, 1956.
- v. On the basis of written representations received from the Directors, as on 31st March 2010 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March 2010 from being appointed as Director in terms of Clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- vi. In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a. In the case of Balance Sheet, of the state of affairs of the Company as at 31st March 2010
 - b. In the case of the Profit & Loss Account of the Profit for the period ended on that date.
 - c. In the case of Cash Flow Statement of the cash flows for the period ended on that date.

For **P Murali & Co;**
Chartered Accountants
FRN : 007257S

Sd/-

Place: Hyderabad **P. Murali Mohana Rao**
Date: 13.08.2010 Partner
Membership No. 23412

ANNEXURE TO THE AUDITORS' REPORT

- I. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
 - (b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies between the book records and the physical inventory have been noticed on such verification.
 - (c) The Company has not disposed off substantial part of the Fixed Assets during the year.
- II. The Company has no inventory hence the clause is not applicable.
- III. (a) The Company has not granted any loans, secured or unsecured to Companies, Firms or other Parties covered in the register maintained U/s 301 of the Companies Act, 1956.
 - (b) As the Company has not granted any loans the clause of whether the rate of interest & other terms and conditions on which loans have been granted to parties listed in the register maintained under section 301 is prejudicial to the interest of the Company, is not applicable
 - (c) As no loans are granted by the company, the clause of receipt of interest & principal amount from parties is not applicable to the company.
 - (d) No loans have been granted to Companies Firms & other parties listed in the register U/s 301 of the Companies Act, 1956, hence overdue amount of more than rupees one lakh does not arise and the clause is not applicable.
- (e) The Company has not taken any loans, secured or unsecured from Companies, Firms & Other parties covered in the register maintained U/s 301 of the Companies Act, 1956.
- (f) As the Company has not taken any loans, the clause of whether the rate of interest & other terms and conditions on which loans have been taken from parties listed in the register maintained under section 301 is prejudicial to the interest of the Company, is not applicable.
- (g) As no loans are taken by the Company, the clause of repayment of interest & principal amount to parties is not applicable to the Company.
- IV. In our opinion and according to the information and explanations given to us, there are generally adequate internal control systems commensurate with the size of the company and the nature of its business with regard to the purchase of fixed assets and for sale of goods and services. There is no continuing failure by the company to correct any major weaknesses in internal control.
- V. (a) In our opinion and according to the information and explanations given to us, since no contracts or arrangements referred to in section 301 of the Companies Act, 1956 have been made by the Company in respect of any party in the financial year, the entry in the register U/s 301 of the Companies Act, 1956 does not arise.
 - (b) According to the information and explanation given to us, as no such contracts or arrangements made by the Company, the applicability of the clause of charging the reasonable price having regard to the prevailing market prices at the relevant time does not arise.



- VI. The Company has not accepted any deposits from the public and hence the applicability of the clause of directives issued by the Reserve Bank of India and provisions of section 58A, 58AA or any other relevant provisions of the Act and the rules framed there under does not arise. As per information and explanations given to us the order from the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal has not been received by the Company.
- VII. In our opinion, the company is having internal audit system commensurate with its size and nature of its business.
- VIII. In respect of the Company, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.
- IX. (a) The Company is regular in depositing statutory dues including PF, ESI, CESS, and any other statutory dues with the appropriate authorities and at the last of the financial year there were no amounts outstanding which were due for more than 6 months from the date they became payable.
- (b) According to the information and explanations given to us no undisputed amounts are payable in respect of Income tax, CESS and any other statutory dues as at the end of the period, for a period more than six months from the date they became payable.
- X. The Company has been registered for a period of not less than 5 years and its accumulated losses at the end of the Financial Year is more than fifty percent of its networth and the Company has incurred cash losses in this Financial Year, but has incurred cash losses in the immediately preceding Financial Year.
- XI. According to information and explanations, given to us, the Company has not taken any loans from Banks or Financial Institutions. Hence this clause of repayment of dues to Financial Institutions or Banks or Debenture holders and the defaulted payment therein is not applicable to the Company.
- XII. According to the information and explanations given to us, the Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities and hence the applicability of the clause regarding maintenance of adequate documents in respect of loans does not arise.
- XIII. This clause is not applicable to this Company as the Company is not covered by the provisions of special statute applicable to the Chit Fund in respect of Nidhi Mutual Benefit Fund/Societies.
- XIV. According to the information and explanation given to us, the company is not dealing or trading in shares, securities, debentures and other investments and hence the provisions of clause 4(xiv) of the Companies (Auditors Report) Order 2003, are not applicable to the Company.
- XV. According to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from Banks or Financial Institutions and Hence the applicability of this clause regarding terms and conditions which are prejudicial to the interest of the Company does not arise.
- XVI. According to the information and explanations given to us, the Company



has not obtained any Term Loans, hence this clause is not applicable.

XVII. According to the information and explanations given to us, no funds are raised by the Company on short-term basis. Hence the clause of short term funds being used for long-term investment does not arise.

XVIII. According to the information and explanations given to us, the Company has not made any preferential allotment of shares to the parties and Companies covered in the Register maintained under section 301 of the Companies Act, 1956 and hence the applicability of the clause regarding the price at which shares have been issued and whether the same is prejudicial to the interest of the Company does not arise.

XIX. According to the information and explanations given to us, the company does not have any debentures and hence the applicability of the clause regarding the creation of security or charge in

respect of debentures issued does not arise.

XX. According to the information and explanations given to us, the Company has not raised any moneys by way of Public Issue during the year; hence the clause regarding the disclosure by the management on the end use of money raised by the Public Issue is not applicable.

XXI. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year under audit.

For P Murali & Co;
Chartered Accountants
FRN : 007257S

Sd/-
P. Murali Mohana Rao
Partner
Membership No. 23412

Place: Hyderabad
Date: 13-08-2010

**VIRGO GLOBAL MEDIA LIMITED**

(Formerly Online Media Solutions Ltd.)

BALANCE SHEET AS AT 31ST MARCH, 2010

	Sch.	As at March 31, 2010 Rupees	As at March 31, 2009 Rupees
I SOURCES OF FUNDS			
Shareholders Funds			
Share Capital	1	42,017,200	42,017,200
Loan Funds			
Un secured Loans	2	14,750,409	29,893,716
Deferred Tax Liability / (Asset)		35,799	42,210
Total		56,803,408	71,953,126
II APPLICATION OF FUNDS			
Fixed Assets			
Gross Block	3	215,904	215,904
Less: Depreciation		108,831	78,544
Net Block		107,073	137,360
Current Assets, Loans and Advances			
Sundry Debtors	4	165,000	451,981
Cash and Bank Balances	5	2,925,973	17,990,877
Loans and Advances	6	14,075,961	13,588,294
		17,166,934	32,031,152
Current Liabilities & Provisions			
Current liabilities	7	573,391	330,785
Provisions	8	-	13,125
		573,391	343,910
Net Current Assets		16,593,543	31,687,242
Miscellaneous Expenditure	9	3,295,060	3,295,060
Profit & Loss Account		36,807,732	36,833,464
Total		56,803,408	71,953,126
Accounting policies and Notes to Accounts	15	-	-
The Schedules referred to above forms an integral part of Profit and Loss Account			

As per our report attached
for **P. Murali & CO.**
Chartered Accountants

For and on behalf of the Board

Sd/-
P. Murali Mohana Rao
Partner

Sd/-
P. Syam Prasad
Executive Director

Sd/-
D.P. Sreenivas
Director

Place: Secunderabad
Date : August 13, 2010

**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2010**

	Sch.	For the year ended March 31, 2010	For the year ended March 31, 2009
Income			
Sales	10	312,000	704,400
Other Income	11	206,521	1,468,310
Total		518,521	2,172,710
Expenditure			
Personnel Expenditure	12	99,000	230,771
Administrative and Selling Expenses	13	339,985	1,853,447
Financial Expenses	14	29,928	1,556,699
Depreciation		30,287	29,940
Total		499,200	3,670,857
Profit / (Loss) before Taxation		19,321	(1,498,147)
Provision for taxation			
- Fringe Benefit Tax		-	13,125
- Deferred		(6,411)	7,588
Profit / (Loss) after taxation		25,732	(1,518,860)
Prior period adjustments		-	241,544
Net Profit / (Loss)		25,732	(1,277,316)
Profit brought forward from previous period after adjustment of the Capital Reduction Amount		(36,833,464)	(35,556,148)
Deficit transferred to Balance Sheet		(36,807,732)	(36,833,464)
Earnings per Share			
(Equity Shares of nominal value Rs. 10/- each) Basic/Diluted		-	-
Number of shares used in Computing EPS Basic/Diluted		10,504,300	10,504,300
Accounting policies and Notes to accounts	15		
The Schedules referred to above forms an integral part of Profit and Loss Account			

As per our report attached
for **P. Murali & CO.**
Chartered Accountants

Sd/-

P. Murali Mohana Rao
Partner

Place: Secunderabad

Date : August 13, 2010

For and on behalf of the Board

Sd/-

P. Syam Prasad
Executive Director

Sd/-

D.P. Sreenivas
Director



SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31-03-2010

(Amount in Rupees)

		As at March 31, 2010 Rupees		As at March 31, 2009 Rupees					
1 SHARE CAPITAL									
Authorised:									
1,30,00,000 Equity Shares of Rs.10/- each		130,000,000		130,000,000					
Issued, Subscribed and Paid up:									
1,05,04,300 Equity Shares of Rs 4-.each fully paid up (Previous year : 1,05,04,300 Equity Shares Rs. 4/- each)		42,017,200		42,017,200					
Total		42,017,200		42,017,200					
2 UN SECURED LOANS									
Total		14,750,409		29,893,716					
		14,750,409		29,893,716					
3 FIXED ASSETS									
	GROSS BLOCK			DEPRECIATION			NET BLOCK		
Particulars	Cost as at 01.04.2009	Additions during the year	As at 31.03.2010	Upto 01.04.2009	For the year	As at 31.03.2010	As at 31.03.2010	As at 31.03.2009	
Computers	174,800	-	174,800	75,937	28,335	104,272	70,528	98,863	
Office Equipments	41,104	-	41,104	2,607	1,952	4,559	36,545	38,497	
Total	215,904	-	215,904	78,544	30,287	108,831	107,073	137,360	
Previous Year	194,904	21,000	215,904	48,604	29,940	78,544	137,360	146,300	
4 SUNDRY DEBTORS									
Unsecured,considered good									
Debts outstanding						165,000		451,981	
Total						165,000		451,981	

**SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31-03-2010****(Amount in Rupees)**

	As at March 31, 2010	As at March 31, 2009
5 CASH AND BANK BALANCES		
Cash on hand	842	1,223
Balances with Scheduled Banks in:		
- Current Accounts	330,127	15,533,213
- Margin Money Deposits	2,595,004	2,456,441
Total	2,925,973	17,990,877
6 LOANS AND ADVANCES		
Unsecured, considered good		
Advances recoverable in cash or kind or for value to be received	10,477,604	9,788,923
Advances to Staff	6,000	8,500
Balance with Govt Departments	2,580,686	2,576,978
Prepaid expenses	230,160	223,390
Deposits	181,515	181,515
Prepaid Taxes	599,996	808,988
Total	14,075,961	13,588,294
7 CURRENT LIABILITIES		
Statutory Liabilities	95,701	102,137
Other creditors / liabilities	477,690	228,648
Total	573,391	330,785
8 PROVISIONS		
Provision for Fringe Benefit Tax	-	13,125
Total	-	13,125
9 MISCELLANEOUS EXPENDITURE		
(To the extent not written off or adjusted)		
Preliminary and Project expenses	3,295,060	3,295,060
Total	3,295,060	3,295,060

**VIRGO GLOBAL MEDIA LIMITED**

(Formerly Online Media Solutions Ltd.)

SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT AS AT 31-03-2010**(Amount in Rupees)**

	For the year ended March 31, 2010	For the year ended March 31, 2009
10 SALES AND SERVICES		
- Domestic turnover	312,000	704,400
Total	312,000	704,400
11 OTHER INCOME		
Interest received on Fixed Deposits	159,168	1,468,310
Interest on Income Tax Refund	28,624	-
Miscellaneous income	18,729	-
Total	206,521	1,468,310
12 PERSONNEL EXPENDITURE		
Salaries, Wages	99,000	230,308
Staff Welfare	-	463
Total	99,000	230,771
13 ADMINISTRATIVE AND SELLING EXPENSES		
Rent	-	188,595
Rates and Taxes	38,812	143,153
Service Tax	-	157,564
Printing and Stationary	62,350	104,814
Communication expenses	30,000	771,609
Conveyance	5,927	17,527
Vehicle Maintenance	18,700	2,064
Advertisement expenses	47,482	27,590
Business Promotion	-	112,050
Listing Fees	11,030	10,000
Professional and Consultancy	21,000	24,809
Auditors Remuneration	55,150	56,120
Office maintenance	4,000	4,000
Other Administrative expenses	45,534	225,052
Repairs and Maintenance -others	-	8,500
Total	339,985	1,853,447
14 FINANCIAL EXPENSES		
Bank Charges & Commission	29,928	1,556,699
Total	29,928	1,556,699

SCHEDULE - 15**NOTES FORMING PART OF THE ACCOUNTS****A. Significant Accounting Policies****General**

- (i) These accounts are prepared on the historical cost basis and on the accounting principles of a going concern
- (ii) Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.

Revenue Recognition

- (i) Revenue from Internet is recognised on accrual basis.
- (ii) Other income comprises of Interest earned on Banks Deposit.

Fixed Assets

- (i) Fixed assets are stated at cost less accumulated depreciation. Cost of acquisition of fixed assets is inclusive of freight, duties, taxes and incidental expenses thereto.

Depreciation and Amortisation

- (i) Depreciation is provided on straight-line method on pro-rata basis and at the rates and manner specified in the Schedule XIV of the Companies Act, 1956.
- (ii) Preliminary Expenses are amortised over the period of 10 years.
- (iii) Public Issue Expenses are amortised over the period of 10 years.

Taxation

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the Company. Deferred tax asset

and liability is recognised for future tax consequences attributable to the timing differences that result between the profit offered for income tax and the profit as per the financial statements. Deferred tax asset & liability are measured as per the tax rates/laws that have been enacted or substantively enacted by the Balance Sheet date.

Earning Per Share

The earning considered in ascertaining the company's earning per share comprises net profit after tax. The number of shares used in computing basic earning per share is the weighted average number of shares outstanding during the year.

Gratuity

No provision for gratuity has been made as no employee has put in qualifying period of service for entitlement of this benefit.

B. Notes to Accounts

1. Particulars of Employees in accordance with Sub-section (2A) of Section 217 of the Companies Act, 1956 read with Companies (Particulars of Employees) Rule 1975. NIL
2. Auditor's Remuneration Rs. 55,150/- (Previous Year Rs. 56,120/-)
3. The Company is engaged in the provision of Internet services. The production and sales in quantitative terms are not possible, as required under paragraphs 3 & 4C of part-II of Schedule VI to the Companies Act, 1956.
4. There are no dues to SSI Units outstanding for more than 30 days.
5. No confirmations were obtained from debtors/creditors as to the balances receivable from/payable to them as at year end.



VIRGO GLOBAL MEDIA LIMITED

(Formerly Online Media Solutions Ltd.)

6. In accordance with Accounting Standard 22 (AS 22) issued by the ICAI, the Company has accounted for deferred income tax during the year. The deferred income tax assets provision for the current year amounts to Rs. 6,411/- towards deferred income tax Liability. (Previous year Rs. 7,588/- towards deferred income tax Asset).
7. The company is contingently liable for Rs. 22.00 lacs towards bank guarantees issued in favour of DoT, ISP.
8. Previous years figures have been regrouped wherever necessary.
9. The figures have been rounded off to the nearest rupee.

SIGNATURES TO SCHEDULES 1 To 15

As per our report attached
for **P. Murali & CO.**
Chartered Accountants

For and on behalf of the Board

Sd/-
P. Murali Mohana Rao
Partner

Sd/-
P. Syam Prasad
Executive Director

Sd/-
D.P. Sreenivas
Director

Place: Secunderabad
Date : August 13, 2010

**VIRGO GLOBAL MEDIA LIMITED**

(Formerly Online Media Solutions Ltd.)

Statement of Cash Flows for the year ended 31.03.2010

Rs. In lakhs

	31.03.2010	31.03.2009
A Cash Flow from operating activity		
Net Profit before tax	0.19	(14.98)
Adjustments for:		
Depreciation	0.30	0.30
Other Income	(2.07)	(14.68)
Operating Profit before working capital changes	(1.58)	(29.36)
Adjustments for:		
Trade and other receivables	2.87	4.02
Trade advances	(4.88)	7.00
Trade Payable	2.43	(0.70)
Cash generated from operations	(1.16)	(19.04)
Direct Taxes paid (net)	(0.13)	(5.01)
Cashflow before extraordinary items	(1.29)	(24.05)
Extra ordinary items	-	2.41
Net Cash flow from operating activity	(1.29)	(21.64)
B Cash Flow from Investing Activity		
Disposal of fixed assets	-	(0.21)
Un Secured Loans	(151.43)	2.24
Other income	2.07	14.68
Net Cash used for investing activity	(149.37)	16.71
C Cash Flow from financing activities		
Repayment of Working capital Loan	-	-
Net cash generated from financing activity	-	-
Cash and cash equivalents (Opening Balance)	179.91	184.84
Net increase in Cash & Cash equivalents (A+B+C)	(150.66)	(4.93)
Cash and cash equivalents (Closing Balance)	29.25	179.91

As per our report attached
for **P. Murali & CO.**
Chartered Accountants

For and on behalf of the Board

Sd/-
P. Murali Mohana Rao
Partner

Sd/-
P. Syam Prasad
Executive Director

Sd/-
D.P. Sreenivas
Director

Place: Secunderabad
Date : August 13, 2010



VIRGO GLOBAL MEDIA LIMITED

(Formerly Online Media Solutions Ltd.)

BALANCE SHEET ABSTRACT AND COMPANY'S BUSINESS PROFILE:

I. Registration Details:

Registration No.	01-031187	State Code:	01
Balance Sheet Date:	31.03.2010		

II. Capital Raised during the year (Amount in Rs. Lacs)

Public Issue:	NIL	Rights Issue:	NIL
Bonus Issue:	NIL	Private Placement:	NIL

III. Position of Mobilisation and Deployment of Funds (Amount in Rs. Lacs)

Total Liabilities:	568.03	Total Assets:	568.03
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Sources of Funds:

Paid-up Capital	420.17	Reserves and Surplus	NIL
Secured Loans:	NIL	Unsecured Loans:	147.50
Deferred Tax Liability	0.36		

Application of Funds:

Net Fixed Assets	1.07	Investments	NIL
Net Current Assets:	165.93	Misc. Expenditure	32.95

* includes Deferred Tax Liabilities

Accumulated Losses:	368.08
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IV. Performance of company (Amount in Rs. Lacs)

Turnover/Income	5.19	Total Expenditure	4.99
Profit before tax	0.19	Profit after tax	0.26
Earning per Share in Rs.	NIL	Dividend Rate	NIL

V. Generic Names of Three Principal Products/Services of Company (as per monetary terms)

Item Code No. (ITC Code)	:	NIL
Product Description	:	Internet Service

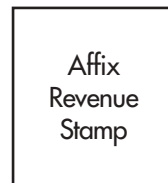


VIRGO GLOBAL MEDIA LIMITED

(9-1-83 & 84, Amarchand Sharma Complex, S.D. Road, Secunderabad — 500 003)

PROXY FORM

I/We.....of.....
being a member / members of the above named company, hereby appoint
.....
of..... as my / our Proxy
to vote for me / us on my / our behalf at the 12th Annual General Meeting of the Company, to be
held on Wednesday, the September 29, 2010 at 3.00 p.m. at Plot No. 1 & 9, IDA, Phase — II,
Cherlapally, Hyderabad — 500 051 and at any adjournment thereof.



Signed this..... day of 2010.

NOTE :

- a) A Member entitled to attend and vote at the meeting is entitled to appoint a proxy and vote on
behalf instead of himself.
- b) Proxy need not be a member.
- c) The proxy form duly completed should be deposited at the registered office of the company not
less than 48 hours before the time fixed for holding the meeting.



VIRGO GLOBAL MEDIA LIMITED

(9-1-83 & 84, Amarchand Sharma Complex, S.D. Road, Secunderabad — 500 003)

ATTENDANCE SLIP

(Please present this slip at the entrance of the meeting venue)

Regd. Folio/ : Shares held :

Client ID/ DPID :

I hereby record my presence at the 12th Annual General Meeting to be held on Wednesday, the
September 29, 2010 at 3.00 p.m. at Plot No. 1 & 9 IDA Phase II, Cherlapally, Hyderabad - 51.

Name of the Shareholder :

Name of the Proxy :

Signature of member/proxy :

- Note :
- 1) Members are requested to sign at the time of handing over this slip.
 - 2) Members are requested to register their names at least 15 minutes prior to the commencement
of the meeting.

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VIRGO GLOBAL MEDIA LIMITED

(Formerly known as Online Media Solutions Limited)

9-1-83 & 84, Amarchand Sharma Complex,

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Fax Nos. 040 - 39100012