25 YEARS OF LOVE FAITH PASSION REDEFINING RESILIENCE RELEVANCE GRATITUDE

PVR 25 YEARS OF CINEMA MAGIC

ANNUAL REPORT 2021 - 2022

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Forward-looking Statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This report and other statements – written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried, wherever possible, to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievements of results are subject to risks, uncertainties, and even inaccurate assumptions. Should the known or unknown risks or uncertainties materialise, or underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. We undertake no obligation to publicly update any forward-looking statement, whether because of new information, future events or otherwise.

PVR 25 YEARS OF CINEMA MAGIC

AT A TIME WHEN EVERYONE THOUGHT THAT THE GOLDEN DAYS OF CINEMA WERE OVER AND THEATRES BEGAN CLOSING DOWN, ONE MAN WITH DETERMINATION IN HIS EYES AND A DREAM IN HIS HEART; SET FORTH AGAINST THE TIDE OF POPULAR PERCEPTION.

WHAT FOLLOWED, WAS THE LAUNCH OF INDIA'S FIRST MULTIPLEX - PVR ANUPAM IN 1997. THE FIRST MILESTONE AMONG MANY, WHICH REVITALISED THE ENTIRE INDIAN FILM INDUSTRY, ALONG WITH BECOMING A GAME CHANGER FOR MOVIEGOERS ALL OVER THE COUNTRY.

IT WAS A DREAM THAT WE KNOW AS PVR CINEMAS TODAY. A NAME SYNONYMOUS WITH THE WORD 'MOVIES'; AND ONE THAT HAS COME TO REDEFINE THE FINEST CINEMA EXPERIENCE IN INDIA, FOR THE LAST 25 YEARS.

FORMATS

FOR 25 YEARS, WE HAVE BEEN REVOLUTIONISING THE MOVIEGOING EXPERIENCE BY CRAFTING UNIQUE EXPERIENCES AND CONCEPTS. GAME CHANGERS IN THE INDIAN ENTERTAINMENT INDUSTRY, WE ARE CONSTANTLY BRINGING THE LATEST CINEMATIC FORMATS FROM ACROSS THE WORLD. CHANGING NOT ONLY WHAT, BUT HOW YOU WATCH A MOVIE. FROM THE WELL-TRAVELLED GLOBAL CITIZENS TO THOSE INHABITING INDIA'S HEARTLANDS, WE ARE THE FIRST CHOICE OF MILLIONS. OUR FORMATS ARE AS VARIED AS OUR AUDIENCES. WE HAVE DIRECTOR'S CUT FOR THE DISCERNING, IMAX, P[XL] AND 4DX FOR BRINGING ENHANCED EXPERIENCES WITH LATEST CINEMATIC TECHNOLOGY, SUPERPLEX FOR A SUPERLATIVE CINEMA EXPERIENCE, UTSAV - A CELEBRATION OF EVERYTHING CINEMA IN THE HEARTLAND OF THE COUNTRY, AND PLAYHOUSE FOR OUR YOUNG VIEWERS. THE JOURNEY CONTINUES AS WE BRING THE LATEST INNOVATIONS, TRENDS AND TECHNOLOGICAL ADVANCEMENTS, ENSURING OUR PATRONS HAVE A MEMORABLE TIME, EVERY TIME.

INDIA'S FIRST MULTIPLEX
1997
THE GAME CHANGER FOR THE INDIAN VIEWING EXPERIENCE.

GOLD CLASS
2004
EXPERIENCE LUXURY AT ITS BEST.

Director's Cut
2011
A FULL LENGTH LUXURY MOVIE EXPERIENCE FOR THE DISCERNING AUDIENCE.

IMAX
2012
AN IMMERSIVE CINEMA EXPERIENCE.

ICON
2015
ICONIC CINEMAS THAT ARE ALL ABOUT 'OPULENCE'.

PLAYHOUSE
2016
KIDS CINEMA CONCEPT.

4DX
2016
A MULTI-SENSORY CINEMA EXPERIENCE.

SUPERPLEX

2016

A COMPLETE OUT-OF-HOME ENTERTAINMENT DESTINATION.

P[XL]

2017

AN ENIGMATIC LARGE SCREEN CINEMA FORMAT.

Onyx

2018

CINEMA OF THE FUTURE. ENORMOUS HIGH-RESOLUTION LED SCREENS.

LUXE

2019

EVOLUTION OF GOLD TO OPULENCE WITH UNMATCHED HOSPITALITY.

SAPPHIRE

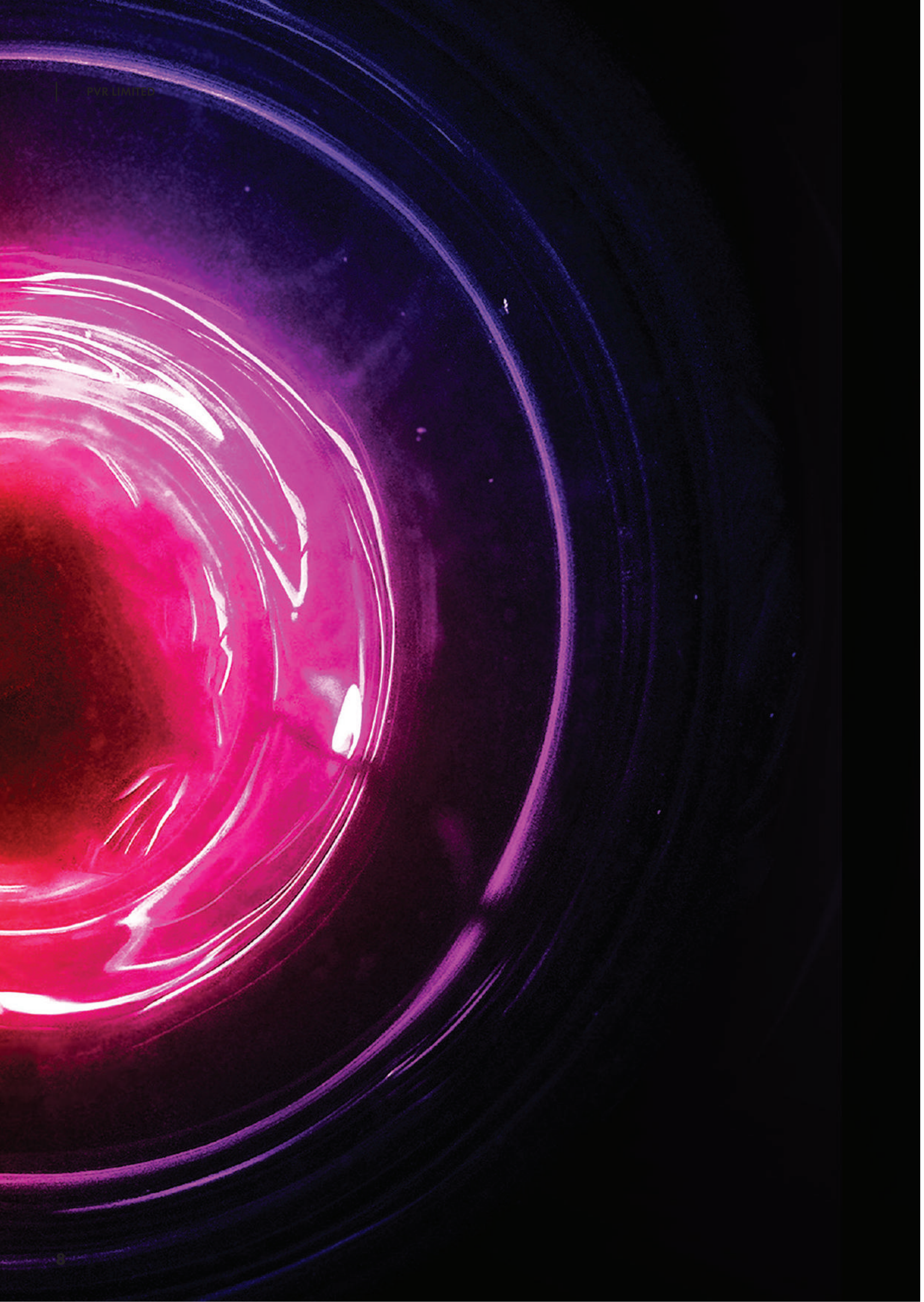
2020

A SMARTER MOVIE WATCHING CONCEPT.

MAISON

2021

MAISON IS FOR THE CINEMA CONNOISSEUR. A PERFECT BLEND OF BEAUTY, MAGNIFICENCE AND COMFORT.



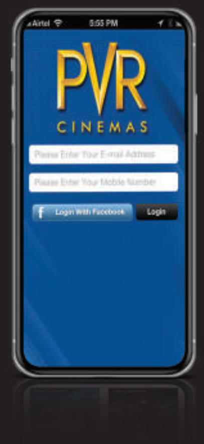
TECHNOLOGY

FOR 25 YEARS PVR HAS BEEN AT THE HELM OF CUTTING-EDGE TECHNOLOGY. ALL AUDITORIUMS ARE EQUIPPED WITH EXTRA-LARGE SCREENS, STATE-OF-THE-ART BARCO RGB LASER PROJECTION SYSTEMS AND DOLBY ATMOS SOUND, TO BRING ALIVE EVERY LITTLE DETAIL OF THE MOVIE. EVERY ELEMENT IN A AUDITORIUM IS DESIGNED TO CREATE AN IMPACT - MIND BLOWING IMAGES, POWERFUL SOUND AND THE MOST REALISTIC, IN-YOUR-FACE 3D EXPERIENCE. ALL UNITE, TO DELIVER A TRULY ENIGMATIC EXPERIENCE EVERY TIME THE LIGHTS GO DOWN.

2003

WEBSITE

2005



WAP SITE

2006

QUICK TIX

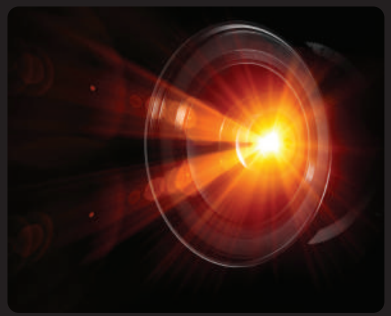
2007

2K DIGITAL PROJECT

2014

MOBILE TICKETING

2017



DUAL 4K PROJECTION SYSTEM

2018

RGB LASER PROJECTION

FEEDBACK KIOSKS

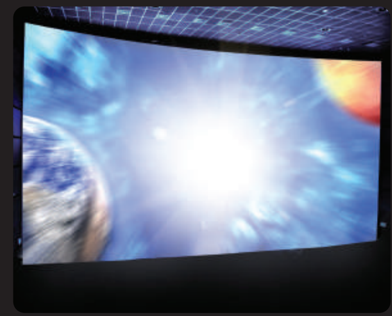
ONYX LED SCREEN

2019

REAL-D 3D

FOOD ORDERING TABS ON SEAT

2021



CGS SCREEN

WOLF AIR MASK INSIDE CINEMAS

SEATING EVOLUTION

FOR THE LAST 25 YEARS, A PVR SEAT IS GUARANTEED TO TRANSPORT YOU TO A MAGICAL WORLD, YOU CANNOT HAVE ENOUGH OF.

WE TAKE IMMENSE PRIDE IN THE FACT THAT OUR SEATS ARE AS UNIQUE AS OUR PATRONS. FOR AT PVR, WE HAVE ALWAYS BELIEVED IN CELEBRATING THE INDIVIDUAL AND THEIR PREFERENCES. ESPECIALLY WHEN IT COMES TO SEATING. THIS IS PURELY BECAUSE THE SEAT IS PIVOTAL WHEN IT COMES TO DELIVERING THE ULTIMATE SENSORIAL CINEMA EXPERIENCE. BE IT THE VERY COMFORTABLE, PRAWL-WORTHY, FRONT ROW LOUNGERS IN PRIYA AND ANUPAM. OR THE LAST ROW SEATS IN PHOENIX GOLD CLASS, WHICH ARE UNIQUELY DESIGNED KEEPING IN MIND A DESIRE FOR THE MOVIEGOER'S PRIVACY. MUCH LIKE THE STAFF, OUR SEATS TOO LOVE FOLLOWING YOUR EVERY COMMAND. WHICH IS WHY, AT LUXE, WE HAVE PROVIDED SEATS WITH BUTTONS, WHICH ACT AS A GENIE TO BRING YOU WHATEVER IT IS YOU DESIRE. SINCE WE TREAT OUR PATRONS AS ROYALTY, WE ENSURE AN EXPERIENCE THAT BEFITS A KING. AND ONE CAN ENJOY THE FEELING OF BEING ON THE THRONE, AS SOON AS THE PURPLE LUXURY OF A DIRECTOR'S CUT SEAT WARMLY ENSCONCES THEM.

SAKET
& PRIYA

1997

THE YEAR
WHEN SEATING
STOOD OUT.

EUROPA

2003

NEW TREND
SETTER.

GOLD CLASS
RECLINER

2004

BLENDING
ENTERTAINMENT
WITH
LUXURY.

Director's Cut
RECLINER

2011

THE EPITOME
OF LUXURY.

PLAYHOUSE
SEATS

2015

PLAYFUL
SEATING
FOR THE
KIDS.





P[XL]

SEATS

2015

KING SIZE
SEATING
FOR AN EXTRA
LARGE
EXPERIENCE .

FRONT ROW
LOUNGER

2017

PUTTING THE
COMFORT DEBATE
TO BED.

COUPLE
RECLINER

2017

SEATS THAT
GAVE
BONDING
A NEW
MEANING.

LUXE

RECLINERS

2019

THE SEAT
THAT CHANGED
THE GAME.

D-BOX

2019

INTEGRATED
HAPTIC MOTION
SEATS.

SAPPHIRE

RECLINERS

2020

NEW ERGONOMIC DESIGN SEATS THAT PROVIDES ADDITIONAL COMFORT.

NEXT GENERATION MAINSTREAM SEATING

2020

A BOUQUET OF OFFERINGS FOR THE NEXT GENERATION OF MOVIEGOERS.

NEW Director's Cut RECLINERS

2020

A CUT ABOVE THE REST.

FOOD EVOLUTION

IF PVR IS KNOWN FOR REDEFINING CINEMA GOING, IT HAS DONE SO BY REIMAGINING CINEMA F&B AS WELL. ENJOYING A RATHER HEALTHY APPETITE FOR INNOVATION, EVEN OUR FOOD AND BEVERAGES MENU IS CUSTOMISED TO CATER TO VARIED CUSTOMER PREFERENCES. AND WE HAVE COME A LONG WAY IN THIS REGARD OVER THE LAST 25 YEARS.

OUR GASTRONOMIC OFFERINGS INCLUDE GOURMET FOOD, ON-THE-GO MENU, FRESH BEAN BREWS, FLAVOURED TEAS, ELABORATE CANDY MENUS AND PACKAGED SNACKS. HOWEVER, THAT IS NOT ALL. FOR THOSE PATRONS WHO ARE SLIGHTLY MORE CONSCIOUS OF WHAT THEY EAT HEALTH WISE, PVR CINEMAS PROVIDE GUILT-FREE INDULGENCE WITH A RANGE OF FOOD ITEMS MADE WITH ORGANIC, FRESH AND HEALTHIER INGREDIENTS, WHICH ARE SERVED BAKED OR STEAMED AS OPPOSED TO FRIED.

THE MENU, WHICH IS SPECIALLY DESIGNED BY OUR CHEFS, DRAWS FURTHER SUPPORT WITH PLEASING CANDY DESIGN, STATE-OF-THE-ART EQUIPMENT AND LATEST TECHNOLOGIES, FOR QUICK TURNAROUND TIME AND ENHANCED SERVICE.

1997

2006

2010

2014

2019

TURNING POPCORN INTO A POPSTAR

MOVIES AND POPCORN GO HAND IN HAND. SO WHY NOT HAVE AS MANY OPTIONS TO POPCORN AS THERE ARE IN MOVIES? WITH THAT IN MIND, WE BEGUN ADDING MORE FLAVOURS AND CREATING AN ENTIRE RANGE; TO MAKE THIS CATEGORY STAND OUT. INCLUDING THE PACKAGING, WHICH WENT FROM STARS ON YELLOW PACKS TO FUNKY CONCENTRIC CIRCLES. IN ADDITION TO POPCORN, OUR HOT DOGS AND NACHOS ALSO BECAME QUITE THE HIT WITH CONSUMERS.

EVOLUTION ACROSS GENERATIONS

FIRST GENERATION CONCESSIONS

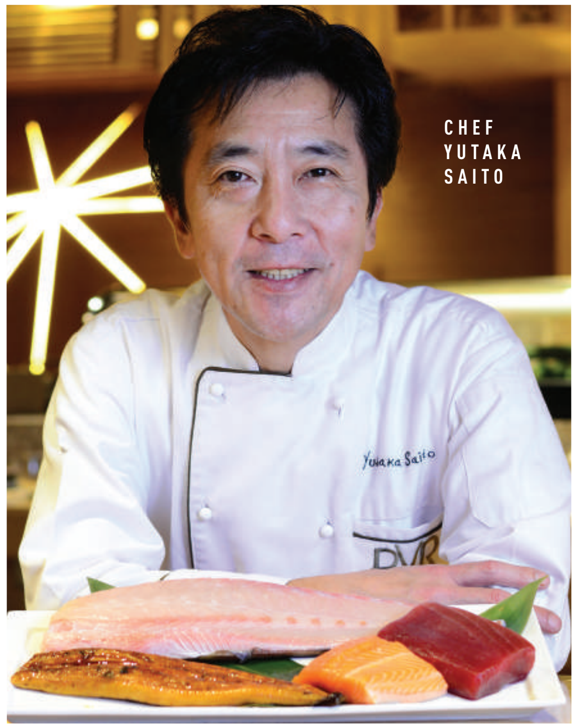
SECOND GENERATION CONCESSIONS

THIRD GENERATION CONCESSIONS

INNOVATING FINE DINING WITH A DASH OF CINEMA

NOW THAT PVR FOOD WAS AT PAR WITH GLOBAL PLAYERS, OUR ASPIRATIONS DROVE US FURTHER TO COMPETE WITH THE HOSPITALITY INDUSTRY.
BUT BEFORE CHANGING LANES, WE HAD TO SHIFT INTO TOP GEAR.
FOR WHICH A TOP TEAM COMPRISING FOOD OPERATIONS HEAD AND CHEFS; WAS HANDPICKED TO BUILD AN F&B BUSINESS VERTICAL, BRINGING TO THE TABLE RICH EXPERIENCES AND A PLETHORA OF IDEAS.

OUR SUPERSTARS ARE NOT ONLY ON THE SCREEN BUT ALSO IN OUR KITCHENS



UNIQUE FOOD CONCEPTS

PVR CONTINUES TO REINVENT F&B IN KEEPING UP WITH THE TIMES AND THE EVER CHANGING ENTERTAINMENT LANDSCAPE.

PVR DIVE MINERAL WATER

PACKAGED GOODIES TO TAKE PVR HOME WITH YOU.

PVR HAS BEEN MAKING GREAT STRIDES IN THE WORLD OF PACKAGED GOODS. FROM ESSENTIAL MINERAL WATER TO THE ULTIMATE INDULGENCE OF GOURMET ICE CREAMS, PVR HAS A SHELF FULL OF GOODIES FOR ONE TO ENJOY AT THE THEATRE AND TO TAKE HOME.

PVR POPMAGIC : READY TO COOK POPCORN

GOURMET POPCORNS

FROZEN ICE CREAM

FLAVOURED FOXNUTS

PVR INDULGENCE - PACKAGED FOOD PRODUCTS

POTATO CHIPS WITH A TWIST

PVR V-ROAST : FRESHLY BREWED COFFEE

CORPORATE IDENTITY

LIGHTS. CAMERA. ACTION.

PVR was founded in 1997 with one sole motive: to completely revolutionise the cinema experience for the Indian audiences. Over the past 25 years, we have introduced the latest technologies to elevate the audience's visual and auditory experience and expanded Food & Beverage offerings, all to revamp the legacy cinema experience. This entire experience is delivered in a plush, luxurious ambiance which ensures that PVR remains at the 'top of the mind' when it comes to watching movies in India.

The result of our concerted efforts? We have emerged as the undisputed market leader in terms of the number of cinemas and screens, presence across cities in India and Sri Lanka, Annual admissions, Average ticket price and spend per head on Food & Beverage items being sold in our cinemas.

We have a diversified revenue stream: In addition to generating revenue from movie screening, we generate revenues from sale of food and beverages, advertisement income, convenience fees, and income from movie distribution, among others.

854
SCREENS ACROSS

74 CITIES
PRESENCE IN INDIA/SRI LANKA

₹235
AVERAGE TICKET PRICE#

173
CINEMAS

101.7 Mn
ANNUAL ADMISSIONS*

₹124
SPEND PER HEAD#

*Admissions in FY'20
#ATP & SPH in FY'22

PRESENCE

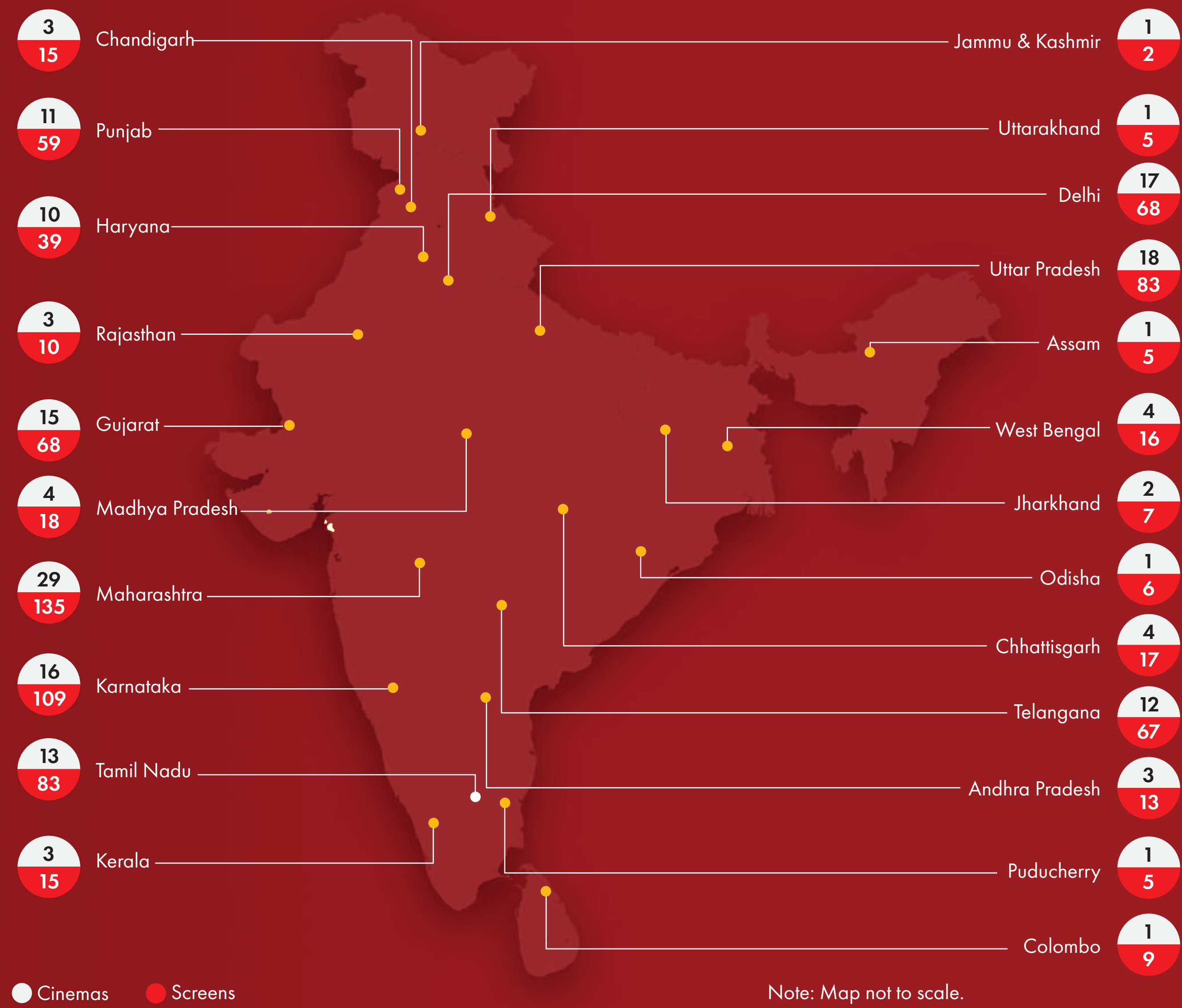
BRINGING WORLD-CLASS MOVIE WATCHING EXPERIENCE TO EVERY PART OF THE COUNTRY

173 CINEMAS

179k SEATS

854 SCREENS

74 CITIES



REGION-WISE SCREENS

SOUTH*	301	35%
WEST	231	27%
NORTH	271	32%
EAST	51	6%

THE COMPANY EXPECTS TO OPEN 125 NEW SCREENS DURING FY'23

* South includes Sri Lanka

KEY PERFORMANCE INDICATORS

BOUNCING BACK FROM THE PANDEMIC

FINANCIAL PERFORMANCE

Revenue*(₹ in Crore)

FY21-22	1,409
FY20-21	310
FY19-20	3,452
FY18-19	3,119
FY17-18	2,365
FY16-17	2,182

*Revenue is computed without considering the impact of Ind AS 116 'Leases'

EBITDA*(₹ in Crore)

FY21-22	(155)
FY20-21	(424)
FY19-20	614
FY18-19	619
FY17-18	433
FY16-17	376

PAT*(₹ in Crore)

FY21-22	(419)
FY20-21	(666)
FY19-20	131
FY18-19	189
FY17-18	124
FY16-17	96

EBITDA margin*(%)

FY21-22	NM
FY20-21	NM
FY19-20	18
FY18-19	20
FY17-18	18
FY16-17	17

PAT margin*(%)

FY21-22	NM
FY20-21	NM
FY19-20	4
FY18-19	6
FY17-18	5
FY16-17	4

OPERATIONAL PERFORMANCE

Box office revenue (₹ in Crore)

FY21-22	670
FY20-21	102
FY19-20	1,731
FY18-19	1,635
FY17-18	1,247
FY16-17	1,125

Average ticket price (ATP) (₹)

FY21-22	235
FY20-21	180
FY19-20	204
FY18-19	207
FY17-18	210
FY16-17	196

Admissions (Nos. in Crore)

FY21-22	3.3
FY20-21	0.7
FY19-20	10.2
FY18-19	9.9
FY17-18	7.6
FY16-17	7.5

Occupancy (%)

FY21-22	22
FY20-21	10
FY19-20	35
FY18-19	36
FY17-18	31
FY16-17	33

*Computed without considering the impact of Ind AS 116 'Leases'

FY 2020-21 & FY 2021-22 numbers were impacted by COVID-19 and are not comparable

NM stands for not meaningful

KEY PERFORMANCE INDICATORS contd...

FOOD AND BEVERAGES

Revenue from the Sale of F&B products (₹ in Crore)

FY21-22	413
FY20-21	76
FY19-20	960
FY18-19	858
FY17-18	625
FY16-17	579

Spend per head (SPH) (₹)

FY21-22	124
FY20-21	96
FY19-20	99
FY18-19	91
FY17-18	89
FY16-17	81

Spend per head to average ticket price ratio (%)

FY21-22	53
FY20-21	53
FY19-20	49
FY18-19	44
FY17-18	42
FY16-17	41

ADVERTISING PERFORMANCE

Advertising income (₹ in Crore)

FY21-22	72
FY20-21	18
FY19-20	376
FY18-19	354
FY17-18	297
FY16-17	252

REVENUE FROM CONVENIENCE FEES

Convenience fee income (₹ in Crore)

FY21-22	76
FY20-21	37
FY19-20	172
FY18-19	130
FY17-18	60
FY16-17	58

FY 2020-21 & FY 2021-22 numbers were impacted by COVID-19 and are not comparable

ONLINE MOVIE TICKET SALE

Online admit (%)

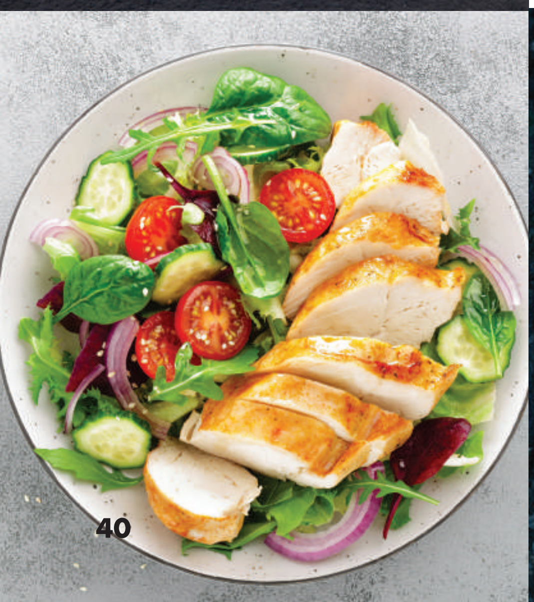
FY21-22	61
FY20-21	51
FY19-20	57
FY18-19	54
FY17-18	49
FY16-17	45

Online gross box office collection (%)

FY21-22	65
FY20-21	54
FY19-20	62
FY18-19	59
FY17-18	55
FY16-17	51

BOOK TICKETS WITH

PVR | SPI CINEMAS — Book now | bookmyshow — Book now | Paytm — Book now | amazon pay



CMD AND JMD'S MESSAGE

READY FOR THE NEXT CHAPTER

Ajay Bijli
Chairman and
Managing Director

Sanjeev Kumar
Joint Managing Director

Apart from screening new movies during the year, we continued to experiment with alternate forms of content in our cinemas.

Dear Shareholders,

As PVR completes 25 years, our heart is filled with gratitude for all the stakeholders without whose continued support this journey would not have been possible. From opening India's 1^{st} multiplex in Delhi to being India's largest theatrical exhibition company, we have made considerable strides in transforming the landscape of the moviegoing experience.

With FY'22 behind us, we are hopeful that the 3^{rd} wave of COVID-19 witnessed by India in January 2022 was the last that we see of the pandemic. There is no doubt that the past two years was the most trying period for our business. But, we were confident that the theatrical exhibition industry having withstood innumerable challenges in the past would bounce back dynamically in FY23. In the last few months, the re-opening of theatres without any restrictions have been extremely promising, as audiences are clamouring to come back to theatres. Audiences are clamouring to come back to theatres. The pace of recovery of admissions once new content was released, post the 2^{nd} wave and especially the 3^{rd} wave has exceeded our expectations. Big budget Hollywood tentpole like Spiderman-No way Home which was released in the month of December 2021has grossed $1.89 billion till date. Domestic releases like RRR in March 2022 and KGF 2 in April 2022 have grossed ₹1,100+ crores and ₹1,200+ crores respectively in the Global box office collections. And with the excellent content line up that we have for the rest of this year, we hope that this momentum would continue.

During the year, as our operations continued in 'fits and starts' post the 2^{nd} wave and the 3^{rd} wave of COVID-19, the focus of the Company was cost optimisation and preserving liquidity as we tide through the turbulent times. The Company brought down its cash burn significantly by reducing its fixed costs and also seeking significant discounts from its landlord partners, as our operations were impacted. The new screen roll outs during the year were restricted to only 29 screens as we pushed the handover of new screens for fitouts to the next fiscal year.

We shifted gears as we came out of the 3^{rd} wave of COVID-19 and have ramped up operations in a significant way as we saw audiences come back to theatres. We have also recommenced our Capex programme and intend to open approximately 120-125 screens in FY23.

Our teams continued to take significant initiatives around the business as we recommenced operations during the year. Apart from screening new movies during the year, we continued to experiment with alternate forms of content in our cinemas. This included broadcasting India's first In-Cinema Esports live tournament in partnership with Nodwin, live screening of the ICC Men's T20 World Cup 2021 across 75+ cinemas in 25+ cities, and exclusive partnership for live screening of a concert by the sensational K-Pop band - Bangtan Sonyeondan (BTS) from Seoul at select 46 cinemas in 25 cities across India.

We continued to build on our F&B products portfolio with several new introductions including our range of premium quality Gourmet Gelatos under the brand name 'PVR V-Frozen', Bento Box Meals in Indian and Asian cuisines across our cinemas, 'Ready to Cook' popcorn 'Popmagic', and premium coffee 'V-Roast'. These initiatives are a part of the 'Ready to Eat' food segment that PVR is aggressively targeting for growth.

We continue to invest in our loyalty programme 'PVR Privilege' which has 14.6 million loyal patrons and introduce new initiatives to inculcate loyalty amongst patrons. We are currently piloting a programme which allows subscribers to watch movies on weekdays by paying a monthly subscription fees. We also launched a Kotak – PVR co-branded debit card last year. The card provides a host of benefits to users right from the cash back on issuance of the card, higher reward points for transactions at PVR, along with the ability to redeem points for tickets & F&B at PVR.

We took a landmark step in our journey on 27^{th} March, 2022 when the Board of Directors of PVR and INOX Leisure approved an all stock amalgamation of INOX with PVR. The amalgamation is subject to the approval of the shareholders of both the companies and other such regulatory approvals, as may be required. We are currently in the process of seeking these approvals and hope to complete this merger in the current fiscal year. We are personally thrilled about the merger as it will bring together two of India's best cinema brands to deliver an unparalleled consumer experience with a network of approximately 1,550 screens, as on date. The combination would augur well for the growth of the Indian cinema exhibition industry, besides ensuring tremendous value creation for all stakeholders, including customers, real estate developers, content producers, technology service providers, the state exchequer and above all, the employees. With consumers at the core of the decision, the merger would focus on leveraging the strengths of both the organisations to provide an exceptional customer service and cinema experience to Indian moviegoers. While strongly countering the adversities posed by the advent of various OTT platforms and the after-effects of the pandemic, the combined entity would also work towards taking world-class cinema experience closer to the consumers in Tier 2 and 3 markets. As part of the merger agreement, both me and Sanjeev will be appointed as the Managing Director and Executive Director respectively for a term of five years and we will continue to drive the day-to-day affairs of the combined entity.

We continue to experiment and reinvent the wheel at PVR, so that the brand remains at the 'top of the mind' for our consumers when it comes to watching movies in India. As we celebrate 25 years of PVR's inception, we continue to remain confident about our business's prospects and the milestones PVR will achieve over the next 25 years.

Sincerely,

AJAY BIJLI
Chairman and Managing Director

SANJEEV KUMAR
Joint Managing Director

CEO'S STATEMENT

RESURGENCE IN FULL SWING

Dear Shareholders,

We ended the year on a positive note with signs of a strong revival of our business. As operations resumed to normalcy with removal of state-imposed restrictions, a steady flow of content and consumers renewing their big screen moviegoing experience we saw a strong bounce back in admissions across our cinemas.

We are deeply gratified by the adaptability and resilience our employees have displayed during these trying times. We focused on how to best protect and support our families, employees and communities in the face of this unfolding crisis. We introduced the comprehensive employee support care package with free vaccination for all employees and their dependents, medical assistance and supplies, food delivery, 24*7 Call Centre, hospitalisation and ambulance services. We stretched our resources to become the evangelists for the film fraternity providing free vaccination to the marginalised daily wage workers of Federation of Western India Cine Employees (FWICE).

We invested in a robust 'Manager Excellence Learning Program' to prepare our valuable employees as promising, resilient and credible leaders who can easily embrace change.

To ensure the wellbeing of our guests, we deployed a revolutionary negative ion technology that neutralises 99.9% airborne viruses at key locations inside cinemas.

The year continued to be impacted on account of COVID-19 and the 2nd wave started in April'21 and lasted till July'21, during which period most of the cinemas were shut. We resumed operations this year with a staggered re-opening on 30th July in states and UTs where we were allowed to open with restrictions. Bollywood content started to release from the 1st week of Nov'21, only once the key state of Maharashtra allowed cinemas to operate from 22nd Oct'21.

The festive period starting October with content flow from Bollywood post Maharashtra re-opening, resulted in business witnessing robust demand in November and December. Good performances from a mix of Bollywood, Hollywood and Regional movies signalled the revival of business. Q3 was the best quarter in the last 7 quarters and there was month on month improvement in operating performance driven by strong growth in Admits, Ticket Price and SPH. December witnessed strong business recovery with the month's revenue performance reaching almost equal to pre-pandemic levels. However, the 3rd wave of COVID-19 delayed the business recovery with certain states re-imposing restrictions on operations resulting in blockbuster content such as Jersey, RRR, Prithviraj deferring their releases.

> In order to ensure the well-being of our guests, we deployed a revolutionary negative ion technology that neutralizes 99.9% airborne viruses at key locations inside cinemas.

Regional movies are breaking the geographical and language barrier being dubbed in multiple regional languages and connecting to audiences pan-India. To leverage this growing trend, we collaborated with SS Rajamouli for the first time in the history of world cinema, by reimaging our brand identity and logo for RRR. As an extension to the unique association, we launched 'PVRRR' NFT as part of a contest, becoming the first theatrical exhibitor in India to promote an iconic movie through Movie NFTs.

The exceptional performance of regional movies dubbed in Hindi in the latter half of 2021 and in 2022 took the entire industry by surprise. Hindi versions of Pushpa, RRR, KGF 2 were blockbuster hits and set new benchmarks in Box office collections. This is a great sign for the multiplex and the exhibition industry as a whole, and reflects the growing acceptability of multilingual content amongst audiences. This is a welcome change that has emanated from the huge proliferation of OTT platforms and the subsequent consumption of foreign and regional content on these platforms over the past 2 years.

As a company that believes in taking the lead, we continued our journey in forging new paths. We experimented with playing alternate content across our screens. We bagged the rights to screen 8 key matches of ICC Men's T20 World Cup 2021 across 75+ cinemas in 25+ cities. We partnered with NODWIN Gaming, South Asia's leading Esports company to bring Esports to the Big Screen for the first time in India. We did an exclusive partnership for the First Live Worldwide Cinema Broadcast of a Concert from South Korea of the K-Pop sensational band 'BTS (Bangtan Sonyeondan) Permission To Dance on Stage - Seoul across 46 cinemas in 25 cities. We also partnered with Kotak Mahindra Bank, to launch the Kotak PVR Movie Debit Card - India's first co-branded movie debit card introducing the first-in-market, entertainment focused Debit Card.

We opened 29 screens and 5 properties during the year including the first Director's Cut in Haryana and India's first Rooftop Drive-in Theatre 'Jio Drive-In' in association with Reliance at Mumbai. We unveiled Maison PVR, the House of PVR, a 6 screen uber luxury multiplex cinema in Mumbai. Expansion continued with a 5-screen multiplex in Hyderabad, a 6-screen property in Jalandhar, a 3-screen multiplex at Jamnagar and a 4-screen property at Narsipatnam. We renovated PVR's flagship property, Priya by opening the first P[XL] format in New Delhi and India's first state-of-the art premium Giant Screen Format powered by Cinionic Giant Screen. We reopened PVR Anupam in a new avatar with a fresh new look with redesigned interiors.

Business in January and February was impacted due to lack of new content and capacity restrictions, however due to the low severity of the omicron variant, state governments abstained from completely shutting down cinemas and producers were quick to announce their fresh release dates. To revive moviegoing sentiments, we launched a comprehensive marketing plan to invite customers back to the cinemas. We incentivised repeat visitation under the ambit of our Loyalty programme - PVR Privilege. We extended validity of points and vouchers for all our members, giving periodic accelerated rewards and upgrade benefits through hyper-personalised promotions. As a result, additional guests joined our programme and activated inactive members. Our cumulative base of PVR Privilege members stands at 14.6 million.

The year ended with the highest ever net box office, net concession and highest admissions post-pandemic in March 2022. It was a fulfilling year as we recorded the highest ever ATP and SPH indicating a broad-based demand recovery due to new content. The average ticket price of ₹242 and average F&B spend per head of ₹122 achieved by the Company during Q4 FY'22 was significantly higher than the pre-pandemic levels. We have a robust content pipeline in the coming year as we continue our growth momentum with plans to add 120-125 screens in the coming year.

The resilience shown by the Company over the past 2 years and the rapid pace of recovery in admissions, once new content was made available, has further reinforced our belief in the strength of the PVR brand. We are very bullish on the prospects of the business and firmly believe that the best is yet to come.

GAUTAM DUTTA
Chief Executive Officer

CFO'S STATEMENT

EXCITED FOR WHAT THE FUTURE HOLDS

Dear Shareholders,

At the onset, I would like to thank all of you along with our other stakeholders for the unwavering support you have provided to the Company over the past 24 months. Due to your belief in the Company and the management, I can confidently state that we have emerged stronger from the pandemic.

Globally, it seems that the impact of the pandemic is receding. Supported by the excess liquidity pumped in by the Central banks globally, various economies are back on track. Travel, tourism, leisure and hospitality were some of the most impacted sectors for the past couple of years are now bouncing back very strongly on the back of 'Revenge consumption' being witnessed in these sectors. This is an evidence of a pent up demand for products and services offered by these sectors and which the consumers missed enjoying during the past 2 years. We are witnessing the same trend across our business as well. The rapid pace with which the business has recovered in the months of November and December 2021 (post wave 2) and in the month of March 2022 (post wave 3) is evidence of the fact that people are willing to come out and consume content on the big screen, once new content is released. Unlike the common perception that the pandemic might lead a change in consumer behaviour and in the way people consume content, what we are seeing is an elevated appetite to consume the latest content on the big screen.

Let me now take you through the major financial highlights of FY'22.

Revenues

The year continued to be impacted on account of COVID-19. The 2nd and 3rd wave of COVID-19 made it difficult for the film industry to recover completely from the lows of FY'21. The 2nd wave started in April'21 and lasted till July'21 during which most of the cinemas were shut. Bollywood content started to release from the 1st week of Nov'21, only once the key state of Maharashtra allowed cinemas to operate from 22nd Oct'21. After 6 consecutive quarters of operational losses, Q3 FY'22 was the 1st quarter when the Company delivered operational profit on the back of stellar content.

As the Company and the industry as a whole was gearing up for a stellar Q4, the 3rd wave fuelled by the highly transmissible Omicron variant crept upon us in the last week of December 2021. This 3rd wave was luckily the shortest in duration as compared to the earlier 2 waves. Although, all the states and UTs implemented capacity restrictions and night curfews this time around, except for Delhi and Haryana, no other state mandated complete cinema shut down. By the end of Jan'22 the states started to withdraw restrictions and by the end of Feb'22 almost all restrictions had been done away with. There was no new content releases during the month of January and for a large part of February. Consistent flow of new content from the end of February onwards saw a quick bounce back in theatrical admissions in Mar'22 with several films crossing significant box office milestones. This helped the Company achieve 20%+ adjusted EBITDA margins for the month of Mar'22, signalling a strong recovery in the coming months.

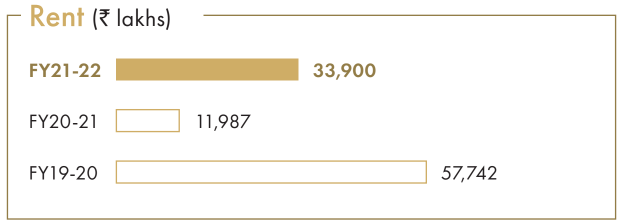
The Company had a total Revenue of ₹1,40,874 lakhs during the financial year

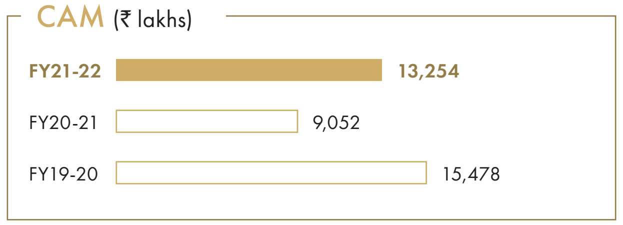
Our Company operates a 100% subsidiary "PVR Lanka Limited" which is incorporated in Sri Lanka and operates 1 property (9 screens) in the country. Sri Lankan economy is facing severe economic and political crisis due to which the country has eroded its foreign currency reserves. Due to devaluation of the currency, the Company has booked a foreign exchange reinstatement loss of ₹872 lakhs during the year and month ended March 31, 2022.

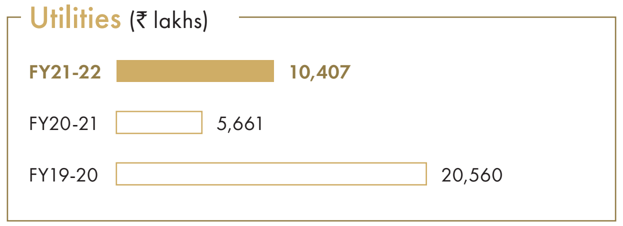
> Consistent flow of new content from end February onwards saw a quick bounce back in theatrical admissions in Mar'22 with several films crossing significant box office milestones.

Expenses

The Company operates a high fixed cost business. It followed a similar playbook in FY'22 as it did in FY'21 to reduce its fixed costs considerably as compared to the pre-pandemic period.







All financial numbers are consolidated numbers and are excluding the impact of Ind AS 116 - Leases.

CFO'S STATEMENT CONTD...

The Company continued to seek discounts/waivers from its shopping mall developers, landlords and partners for payment of Rent and CAM in respect of its multiplex properties. The Company managed to receive rental waivers/discounts for the lockdown period and agreed for discounts/revenue share arrangements for next few months post re-opening till the end of FY 2021-22.

Personnel (₹ lakhs)

FY21-22	26,925
FY20-21	21,708
FY19-20	39,381

Other Expenses* (₹ lakhs)

FY21-22	23,308
FY20-21	15,172
FY19-20	38,246

*Other expenses exclude Movie Production, Distribution & Print charges

During FY'22, the Company continued to keep its Personnel cost low during the period when operations were impacted on account of the pandemic by maintaining lower staffing levels and temporary pay cuts across various management levels during the 1st half of the year. As the operations re-started during the second half of the year, the Company has gradually ramped up its staffing levels, restored compensation levels and also gave increments to its staff. The workforce reduction that was done in FY'21 coupled with limited hiring and lack of significant increments in FY'22 helped in maintaining the wage bill significantly below the pre-pandemic levels.

Housekeeping & Security which form a significant part of the Other Overheads were closely monitored. All discretionary expenses such as advertising, travel, administrative, and other non-essential expenses were materially reduced which resulted in keeping the costs significantly below the pre-pandemic levels.

Capex

In a bid to preserve liquidity during the pandemic, the Company once again deferred taking handover of new screens for fit-outs in FY'22 and opened only 29 screens across 5 properties. As on the date of this report, the Company operates 854 screens across 173 cinemas in 74 cities across India and Sri Lanka.

Cash Flow from operations

During the year, the Company significantly reduced its cash burn from operations as compared to FY2021 as a result of restart of operations and aggressive expense management. The Cash burn from operations during FY21-22 was ₹7,094 lakhs as compared to ₹50,593 lakhs during FY20-21.

Above financial numbers are excluding the impact of Ind AS 116 - Leases

Debt & Liquidity Management

The Gross Debt in the Company as at the end of FY'22 was at ₹1,50,516 lakhs as compared to ₹1,35,193 lakhs in FY'21. As the beginning of FY'22 was marked with the onset of the 2nd wave, we wanted to maintain adequate liquidity which would help us tide over any further uncertainty.

During the year the Company raised ₹55,500 lakhs of long term debt of which ₹20,000 lakhs was raised from Scheduled Commercial Banks (SCBs) under the ECLGS 3.0 scheme of the Government of India, ₹23,000 lakhs was raised in the form of Market Linked Debentures (MLDs) and ₹12,500 lakhs was raised through terms loans from various SCBs.

Total available liquidity as on March 31, 2022 was ₹66,721 lakhs.

The year ahead, in my opinion, is gearing up towards being one of the best years the theatrical film industry has ever seen. We have visibility of a stellar content pipe line where in every Friday we have a mix of Regional, Bollywood or Hollywood tentpole being released theatrically. Coupled with the fact that we have already witnessed close to pre-pandemic levels of admissions for the month of March 2022, and achieved and sustained significantly high ATPs (average ticket price) and SPH (spends per head) vis-à-vis pre-pandemic period, I am pretty confident that the Company will deliver superlative performance both in terms of operating and financial numbers in FY'23.

ATP (₹)

FY21-22	235
FY20-21	180
FY19-20	204

SPH (₹)

FY21-22	124
FY20-21	96
FY19-20	99

The Company intends to open 120 to 125 new screens in FY'23 which will be the highest ever in our history. All of this growth will be funded through internal accruals and the liquidity the Company is carrying as on 31st March 2022.

I am very upbeat about the proposed merger of INOX with PVR. The merged entity would become the largest cinema exhibition company in India operating ~1,550 screens across 112 cities as on the date of this report. The combined balance sheet strength of the merged entity would help us in increasing our pace of organic expansion and take the multiplex experience to Tier 2 and 3 cities. It would also help us in responding adequately to the threat posed by the proliferation of various OTT platforms in India. The synergies we will realise on both revenue and costs will help us make the business more efficient than what they individually are. The Company has filed the draft scheme of Amalgamation with BSE and NSE on March 30, 2022. Once the approval from stock exchanges/SEBI is received, the Scheme will be filed with the NCLT court.

NITIN SOOD
Chief Financial Officer

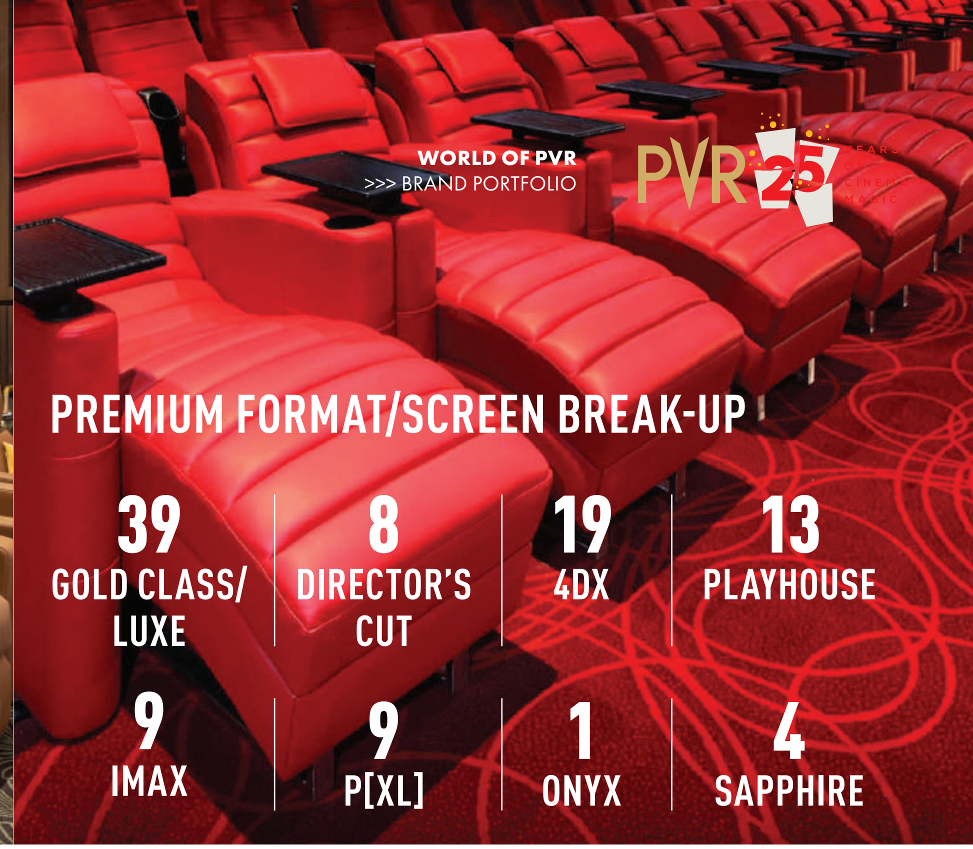
For more details on the Rationale & Terms of the merger, please refer to the MD&A section of the report

BRAND PORTFOLIO

ASSORTMENT OF INNOVATIVE ENTERTAINMENT

Our obsession with customer service and experience has led us to creating differentiated offerings for our discerning customers. Our portfolio of premium screens offers a unique blend of exclusivity to our customers.

We have been constantly innovating to offer immersive and enjoyable movie viewing experiences, keeping pace with the fast changing technology. Starting from curved or concave screen to provide greater viewing area to working on sound and electroacoustic, so that customers may live the experience.



PREMIUM FORMAT/SCREEN BREAK-UP

39 GOLD CLASS/ LUXE	8 DIRECTOR'S CUT	19 4DX	13 PLAYHOUSE
9 IMAX	9 P[XL]	1 ONYX	4 SAPPHIRE

OUR BRANDS

PVR ICON: THE ICON OF CINEMA

PVR ICON is the zenith of innovative brilliance, revolutionising the concept of premium cinema viewing experience in India, and is crafted with utmost perfection. PVR ICON is a phenomenon fit for film connoisseurs, with a value proposition that combines beauty, magnificence, and comfort. The soothing design and superb architecture embody wealth and innovation, offering unrivalled luxury and entertainment experiences.

PVR SUPERPLEX: A DREAM DESTINATION FOR MOVIE LOVERS

With a 12 or more screen cinema offering as well as cherry-picked cinema formats from around the world under one roof, the superplex concept anticipates all conceivable needs of moviegoers.

The Superplex is designed to impress clients with its sheer size, technology, aesthetics, and utility, making PVR a local favourite.

PVR 4DX: ABSOLUTE CINEMA EXPERIENCE

The cinematic paradigm shifts from 'viewing' to 'experiencing' with 4DX. High-tech motion seats and special effects, such as wind, fog, lightning, bubbles, water, rain, and fragrances, engage the senses of customers in both 2D and 3D forms. These effects are in perfect time with the on-screen action, producing a thrilling experience. Movies are no longer confined to the screen; 4DX transports you into the film's environment as if you were a participant.

PVR PLAYHOUSE: PVR'S UNIQUE KIDS AUDITORIUM

PVR Playhouse is a fantastical realm built for children. Colourful décor, figures on the walls, an in-audi slide, amusing seating, and a unique kids menu makes this the best movie-watching place for kids. The Playhouse is also an excellent location for children's birthday parties and other celebrations.

PVR DIRECTOR'S CUT

This is the pinnacle of luxury at PVR, and combines the best of high-end hospitality with entertainment. It includes ultra-plush auditoriums with 3D projection technology, world-class surround sound, completely reclaimable armchairs with pillows and blankets, a personal attendant call system, and an intriguing in-seat food and beverage menu. Simply Sushi, a Japanese specialty featuring an unusual choice of sushi and japadogs, complements the live kitchen, which serves a variety of gourmet dishes designed by globally renowned chefs.

PVR ONYX: LED SCREEN CINEMA

This offers a projector-free moviegoing experience by bringing the visual power of LED-picture quality to the big screen, ushering in the next generation of cinema technology. The pleasure of viewing a movie on the backlit cinema LED screen is unlike anything else, with its High Dynamic Range (HDR) picture quality and infinite contrast ratio, providing the audience with a detailed cinema experience.

PVR LUXE: A GAME CHANGER IN LUXURY CINEMA

PVR LUXE is a luxury cinema format, designed for an audience segment looking for a unique and memorable experience. This is complete with a live kitchen, serving a wide range of freshly prepared food and beverages for utmost indulgence, as well as service on seat, and other amenities for their comfort. Furthermore, the LUXE class lounge was created to enhance the moviegoing experience. Gourmet food, well-appointed décor, and premium facilities combine to create a new standard for luxury cinema.

PVR P[XL]: PREMIUM LARGE SCREEN CINEMA FOR AN ENIGMATIC EXPERIENCE

With auditoriums equipped with extra-large screens, state-of-the-art Dual 4K or RGB laser projection systems, and superior Dolby Atmos sound, consumers immerse themselves in a world of heightened reality. Every aspect of a P[XL] auditorium is meant to make an impression: mind-blowing visuals, powerful sound, and the most realistic, in-your-face 3D to make the moviegoing experience genuinely extra-large.

PVR IMAX: THE WORLD'S MOST IMMERSIVE MOVIE EXPERIENCE

Every aspect of the IMAX cinema has been carefully considered, constructed, and placed to produce an immersive experience. IMAX immerses you in an experience that looks and feels as close to the reality as possible.

IMAX WITH LASER

The next generation 4K laser projection system, includes a new optical engine and a suite of patented IMAX technologies, which delivers higher resolution, clearer and brighter images, deeper contrast, and the most vivid, exotic colours on-screen.

PVR SAPPHIRE

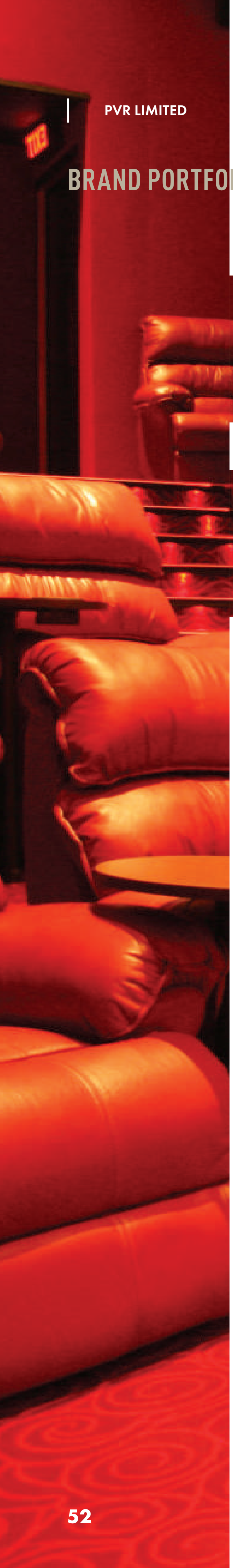
This is a new cinema format that acts as a stepping stone to luxury for a more intelligent moviegoing experience. With comfort and exclusivity at its foundation, it falls between premium mainstream and luxury formats. With improved seating and additional leg room between seats, the Sapphire experience is designed to be more comfortable. A customised experience is provided through a selection of exclusive offerings and dedicated personnel.

PVR D-BOX

By moving the body and stimulating imagination with motion, D-Box produces a hyper-realistic and immersive entertainment experience. Using an algorithm, the technology converts the sound and motion in a movie to real-time haptic feedback which results in a captivating experience for the audience.

BRAND PORTFOLIO contd...

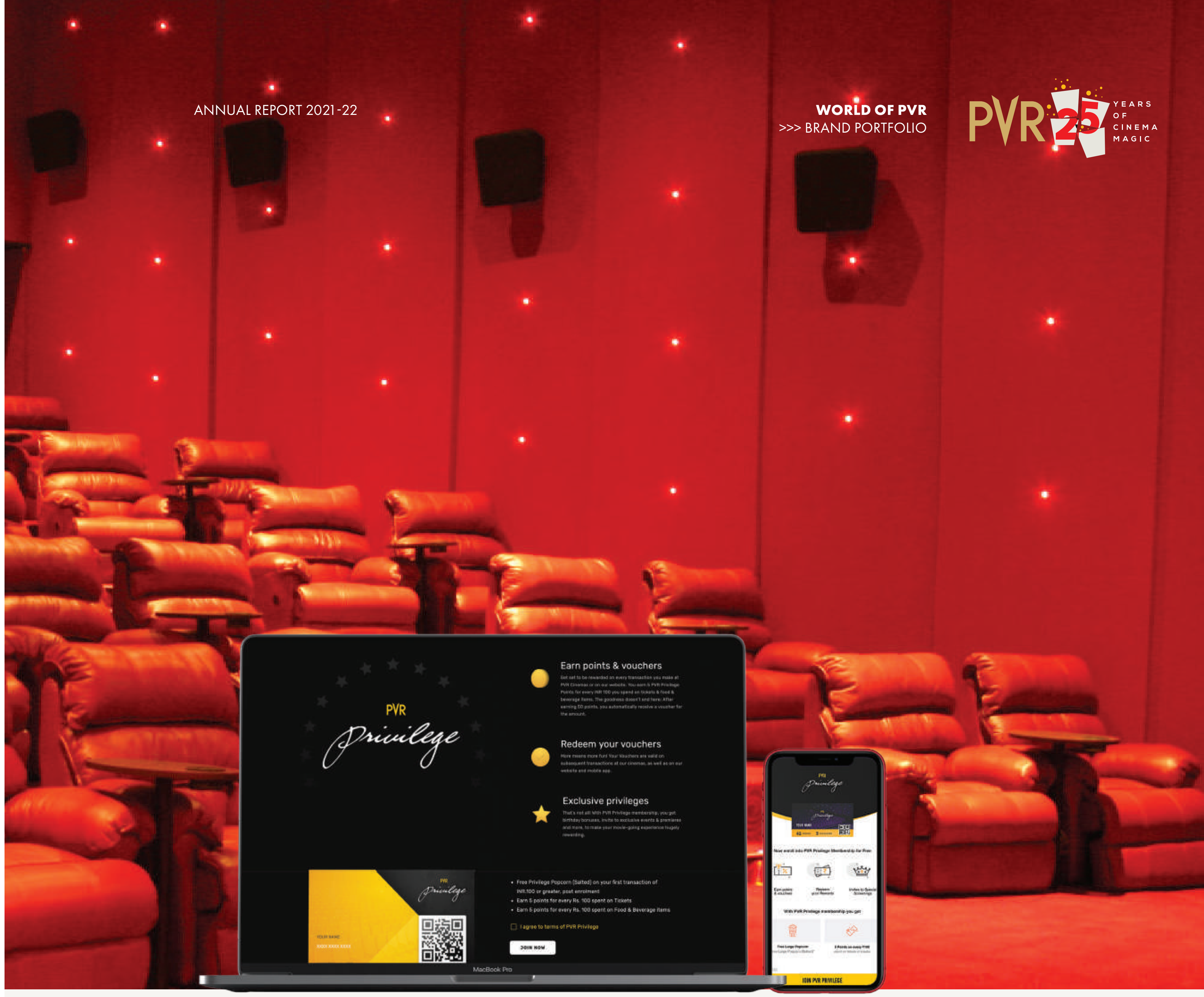
PVR PRIVILEGE



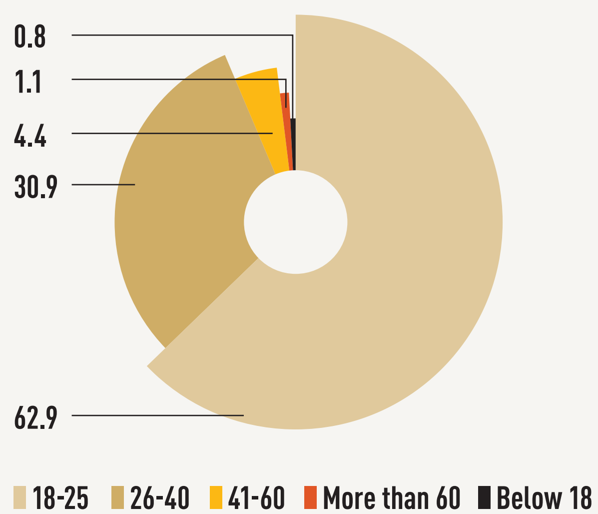
PVR Privilege is India's leading entertainment loyalty programme. The programme is central to our initiatives of personalisation, through which, we strive to deliver to our customers an experience which is specific to their consumption behaviour instead of a 'one size fits all' approach.

Under this programme, members can earn points through ticket-spend, as well as purchase of food & beverages at a standard rate of 5% of spends. Upon reaching 50 points, it generates a voucher. Point balances never expire, but a voucher once issued, is valid for 90 days. Through this, we ensure that our active members get vouchers and benefits that can be used within a quarter. In addition to this, members also get surprise rewards, bonus vouchers and spend threshold-led offers.

- An active loyalty programme
- Simple and easy to use
- Phone number as primary identification
- Rewards and benefits from 1st visit onwards



AGE-WISE DISTRIBUTION (%)



1.46 CRORE

TOTAL MEMBERS UNDER PVR LOYALTY PROGRAMME

BRAND PORTFOLIO contd...

ASSORTED GOURMET READY TO EAT POPCORN

ZEA MAIZE

Zea Maize was started as a corn/popcorn products focused brand, under the brand name of '4700BC'.

It is creating a brand category in India for premium snacks and is currently focusing on corn-based snacks. Product packaging, design, taste, and innovation are some of the key strengths of the brand. The Company has recently moved beyond gourmet popcorn to expand into Makhana, Chips, Corn Nuts, Sweet Corn, etc. It has an omni-channel presence across Retail, E-com, Q-Com, D2C, Institutional & Corporate and is now expanding globally. It uses a mix of Owned and Outsourced manufacturing to create and sell products.

Revenue (₹ in Crore)

FY21-22	**34**
FY20-21	15
FY19-20	15
FY18-19	17
FY17-18	10
FY16-17	5

POPPED 100% CORN CHIPS

READY TO EAT ON-THE-GO SWEET CORN

PVR PICTURES

We conduct the movie distribution business through PVR Pictures Ltd. ('PVR Pictures'), our wholly owned subsidiary. PVR Pictures aims to be the preferred distributor for Hollywood production houses that do not have a base in India for distributing movies. Further, we have started increasing our foray into distribution of Hindi and Regional language movies. The Distribution business helps us in maintaining a good and healthy relationship with producers, film stars and other key stakeholders of the entertainment industry.

Revenue (₹ in Crore)

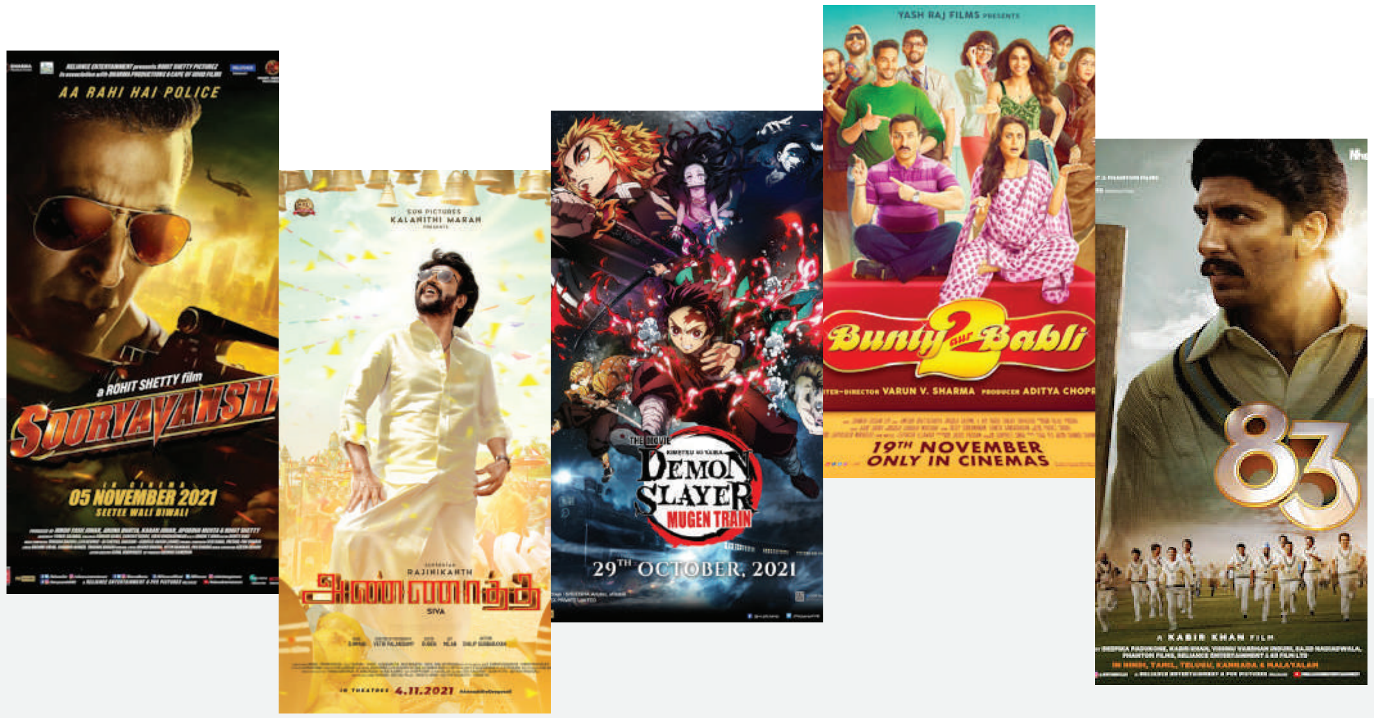
FY21-22	**126**
FY20-21	40
FY19-20	163
FY18-19	76
FY17-18	80
FY16-17	89

EBITDA (₹ in Crore)

FY21-22	**26**
FY20-21	2
FY19-20	18
FY18-19	19
FY17-18	17
FY16-17	13

EBITDA margin (%)

FY21-22	**21**
FY20-21	6
FY19-20	11
FY18-19	25
FY17-18	21
FY16-17	15



MEGATRENDS

RECIPE FOR A SUCCESSFUL SEQUEL

To say that the pandemic was catastrophic for the Indian M&E industry, would be a mere understatement. However, there was an unwavering optimism among the industry players that the numbers would bounce back to the pre-Covid levels as soon as cinemas are allowed to operate without any restrictions and new content is made available for release.

GROWTH DRIVERS

ECONOMIC GROWTH

India is projected to become the world's third largest economy by 2025. India's GDP growth rate has returned to pre-COVID-19 levels and is expected to deliver the fastest growth among major economies in CY 2022.

INCREASED PER CAPITA INCOME

People have greater discretionary money when their per capita income rises, which raises their standard of living. India's per capita income is expected to double by 2025.

VACCINATION DRIVE

India has administered ~1.9 billion vaccine doses and was the largest vaccination drive globally. Low severity of the third wave, allowing booster dose in adults, vaccinating children between the ages of 5 and 12 and high rates of vaccination overall within the population, is expected to drive footfall across cinemas.

IMPROVING LIFESTYLE

Improving lifestyle among the populace has increased footfalls at multiplexes significantly over the last few years. The lack of out-of-home entertainment options in India, combined with excellent audio and visual experiences, a pleasant atmosphere, wide variety of F&B offerings, comfortable seating, are some of the elements fueling this need.

HIGHER OCCUPANCY RATE

Occupancy rates of multiplexes doubled to 20% in December 2021 within a short time frame and further improved to 25% in the last quarter of FY 2021-22. This is expected to keep on rising and supersede the pre-pandemic levels as well.

INCREASING NUMBER OF MALLS

Over the last decade, the number of malls have increased dramatically. Previously only found in Metros and Tier-I cities, they are now finding their way into Tier-II cities as well. The expansion of multiplexes will also be aided by this deepening footprint.

PEOPLE

MOTIVATED AND COORDINATED TEAM

We have always reiterated that our employees are the biggest reasons for our success. During the year, the Company focused on employee wellbeing, increasing efficiency by re-designing jobs especially at the cinema level and driving upskilling and re-skilling through different levels in the organisation.

Employee wellbeing

The year under review was ravaged by the pandemic and ensuring the safety of our employees became our number one priority. We launched the employee support programme, a 24*7 SoS service for the wellbeing of our employees. It included supply of essential services, oxygen ambulance, hospitalisation assistance, oxygen concentrator, plasma donor, doctor on call, vaccination assistance, and food delivery, among others.

We also organised multiple mental health and wellness awareness programmes in collaboration with TRRAIN Circle.

8,665* EMPLOYEES

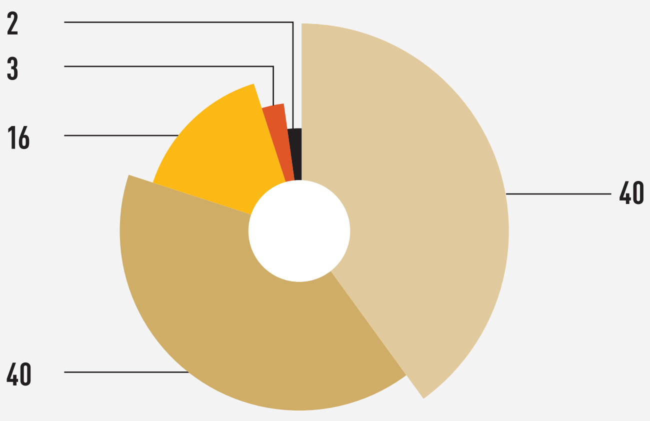
388 PERMANENT WOMEN EMPLOYEES

1,353 WOMEN EMPLOYEES

11 EMPLOYEES WITH DISABILITIES

*Headcount pertains to the Consolidated entity. Apart from these we had 2,869 contractual employees pertaining to House Keeping and Security functions on March 31, 2022.

AGE-WISE EMPLOYEE BREAK-UP (%)



Training and skill development

- Maximised PVR Springboard (LMS) capability through blended learning
- Regulatory and compliance training through Video conferencing tool
- Supervisory development Programmes (Pragati & Parivartan) through hybrid route (Self-study and Virtual Instructor Led Training - VILT)
- Upskilling managers through Massive Open Online (MOOC) courses
- Case Study Based training on innovation, operational excellence and benchmarking
- Cinema Management Excellence Programme through Prakhar
- Extensive training to all our employees to ensure they are equipped with the necessary skills to carry out various tasks within the organisation

GENDER DIVERSITY

Men	Women
7,312	1,353
84%	16%

Technology

We made significant investments in technology to ensure ease of processes with regards to our employees. In line with this, we launched two HR-centric apps: Kronos and HRIS.

Vaccination drive

We encouraged all our employees to get vaccinated to ensure a faster transition to the new normal. The Company reimbursed the vaccination cost for all the employees and their family members.

CSR INITIATIVES

BUILDING A SUSTAINABLE SOCIETY

We are highly committed towards Corporate Social Responsibility (CSR). Our CSR policy actively complies with the spirit of the law, ethical standards and international norms. PVR NEST (Network for Enablement and Social Transformation) is our flagship programme and the first cinema CSR trust that provides financial help (volunteer services) to uplift the marginalised sections of our society. We place great emphasis in the areas of education, poverty, sanitation and safety, gender equality and environment.

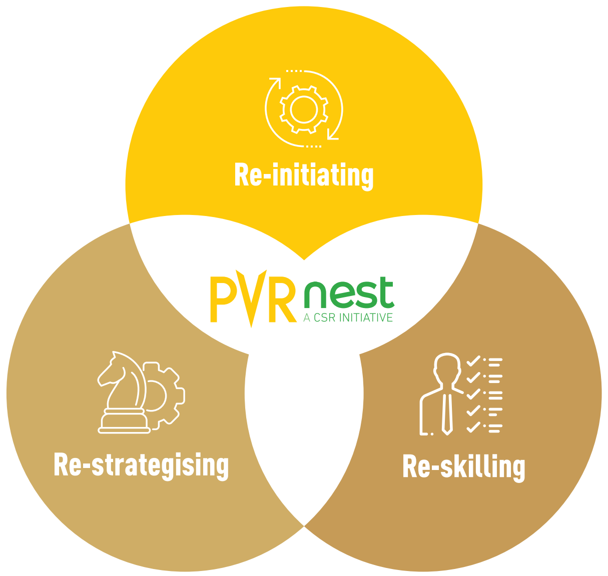
COVID-19 brought about an unprecedented set of challenges. It compelled PVR NEST's team to retrain, understand the potential of new media, and, as a result, re-strategise relationships and streamline resources in order to deliver effective and cost-effective programmes.

VISION

IN ALIGNMENT WITH OUR SUSTAINABLE GOALS, TO WORK VIA PUBLIC PRIVATE PARTNERSHIP MODELS TOWARDS TRANSFORMING URBAN SPACES AND FACILITIES TO MAKE THEM MORE SAFE, INCLUSIVE, ACCESSIBLE, AND CATER TO THE BASIC NEEDS OF PEOPLE FROM THE MARGINALISED COMMUNITIES AND MAKE CITIES MORE LIVEABLE.

MISSION

BUILDING CAPABILITIES OF SPACES IN URBAN AREAS, WHICH WILL ESPECIALLY EMPOWER PEOPLE FROM ECONOMICALLY WEAKER AND MARGINALISED SECTIONS OF THE SOCIETY. FOSTERING INCLUSION BY BUILDING AWARENESS, ACCEPTANCE AND UNDERSTANDING ABOUT INTERSECTIONALITY OF ISSUES FACED BY ECONOMICALLY WEAKER SECTIONS OF THE SOCIETY.



Safe centres for women and children

One of our major focus areas to cover under the 3Rs was the Safe Centres (Pink Centres) programme, which was established by the National Commission for Protection of Child Rights in partnership with the Municipal Corporation of Delhi and PVR NEST & Partners. Well-trained women, WASH Champions, international standard toilets, vending machines with Menstrual Hygiene Management (MHM) consumables, nursing rooms, and other facilities are provided at these 'Beyond Toilet Facilities'. We currently have around 18 safe centres spread across Delhi. During the outbreak in 2021, several vital facilities in the capital were shuttered. However, our Safe Centres continued to operate due to the determination and efforts of our highly trained WASH CHAMPS, who provided high-quality sanitation at the facilities, while following COVID-instructed protocols. At the peak of the pandemic's second wave, the centres had over 3.5 lakhs visitors.

3.5 lakhs
ANNUAL USERS OF THE SAFE CENTRES

Paalan initiative

We launched the Paalan initiative in collaboration with the Delhi Department of Women and Child Development and The Rani Fund. This initiative was launched to directly help out Covid-impacted children, through providing livelihood support and cater to their health and medical requirements. During the year, we provided support to 216 such children.

216
CHILDREN BENEFITTED UNDER THE PAALAN INITIATIVE

₹13.16 lakhs
AMOUNT SPENT UNDER THE PAALAN INITIATIVE

Winter relief

We collaborated with READ India and Deltapure India Limited to conduct a blanket distribution drive. Under this initiative, we donated blankets to >500 homeless beneficiaries to ensure they are protected against the harsh winters in Delhi.

Vaccination drive for FWICE

We organised a vaccination camp at PVR Juhu, Mumbai, in association with Dr. Balabhai Nanavati Hospital. Under this, ~1,210 doses were administered to the Federation of Western India Cine Employees (FWICE) members such as artists, spot-boys, light men and make-up artists, among others.

1,210
TOTAL FWICE EMPLOYEES VACCINATED

Institutional partnerships and digital outreach

PVR NEST entered into institutional partnerships for harnessing ideas and indicators, that would enable us to implement more effective programmes, such as the #YouForYouth social media campaign with Deakin University South Asia, where participants shared their ideas for practices that should be adopted for a safer future, the Business Blasters Programme with the Delhi Government to guide and fund business and entrepreneurial ideas of young Delhi Government school students, and the Winter Relief Initiative with the Delhi Government. In order to increase our digital reach, we developed SDG Expressions, a series of articles that share SDG standards, as well as PVR NEST'S TIDINGS, a newsletter that documents our monthly activities and provides progress updates on ongoing programmes.

Expanding our vision

PVR NEST and its partners push the existing quo in terms of safety standards and community safety every year, allowing us to expand our vision for on-ground safety facilities and beyond. We're collaborating with the government to build an advanced health and safety community centre for women and children that will include international standard restrooms, environmentally friendly Menstrual Health Management (MHM) consumables, open recreational space, and workshops to raise awareness about health and societal issues like mental health, MHM, and climate change.

BOARD OF DIRECTORS

COMMITTED AND EXPERIENCED BOARD

AJAY BIJLI
Chairman and Managing Director

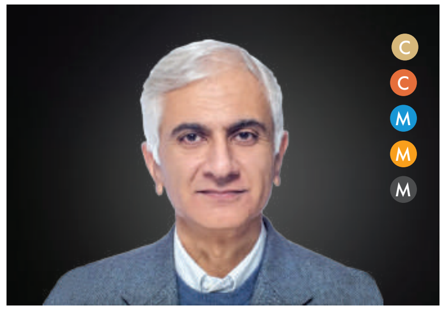
- Completed the 28th session of Harvard University's Graduate School of Business Administration's Owner/President Management Program
- Has more than 25 years of experience in the movie exhibition sector. In India, he is regarded as a pioneer of the multiplex industry
- He is a member of the Mumbai Academy of the Moving Image (MAMI) Board of Trustees, a founding member of FICCI Multiplex Association (India), The Film and TV Producers Guild (India), Young Presidents' Organization, and is affiliated with the Central Board of Film Certification, Government of India
- 'Business Icon of the Year' at the Indywood Film Business Awards at the Indywood Film Market and ALIIFF in 2015, 'Exhibitor of the Year' at the Cine Asia Awards in 2017, and Asia Innovator of the Year at the India Business Leader Awards (IBLA) by CNBV TV18 in 2016. Images Retail named him one of the 100 Retail ICONS of INDIA 2019. Other honors include the E&Y Entrepreneurial Award for Business Transformation, the CNBC Emerging India Award, and CMO Asia's Multiplex Excellence Award for Most Admired Multiplex Professional

SANJEEV KUMAR
Joint Managing Director

- Sanjeev graduated from Salford University in Manchester with a Bachelor's degree in Finance and Accounting and Imperial College in London with a Master's degree in Business Administration
- Over two decades of experience in the movie theatre business
- Responsible for our Company's development and growth strategy, as well as the film acquisition and distribution business and programming activities
- He is a member of Entrepreneurs Organization (EO), the world's only peer-to-peer network exclusively for entrepreneurs that offers educational opportunities, mentoring and networking opportunities to young business owners. Taking forward its vision, Sanjeev offers mentorship and seed money for grooming young entrepreneurs at the school level in the 'Business Blasters' programme, the school start-up initiative of the Delhi Government. As an experiential evangelist, Mr. Kumar has been honoured with the Business World Applause Person of the Year 2020

ANISH KUMAR SARAF
Non-executive Director

- Has a Chartered Accountancy degree from ICAI and an MBA from the IIM Ahmedabad
- Over 19 years of experience
- Working with Warburg Pincus India's investment advisory division
- Kalyan Jewellers India Limited, PRL Developers Private Limited, BIBA Apparels Private Limited, and R. Retail Ventures Private Limited



SANJAI VOHRA
Independent Director

- Holds a Bachelor's degree in Science from the University of Delhi and PGDM from IIM Ahmedabad
- Highly regarded professional with extensive experience in banking, private equity, venture capital and business & financial strategy and restructuring
- Posseses pan-Asian experience of >30 years and a range of noteworthy transactions across the region and industries to his credit.
- He was the Managing Director at UBS and JP Morgan before that

COMMITTEE DETAILS

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- CSR Committee
- Finance Committee
- Fund Raise Committee
- Risk Management Committee
- C Chairman M Member

RENUKA RAMNATH
Non-executive Director

- Holds a Bachelor's degree in Textiles from the University of Mumbai's V.J. Technical Institute and a Master's degree in Management Studies from the University of Mumbai
- Completed the 156th session of Harvard University's Graduate School of Business Administration's 'Advanced Management Programme the International Senior Managers Programme
- Has over 30 years of experience in private equity, investment banking, structured finance, and has built various businesses within the ICICI Group, including Investment Banking, e-commerce, and private equity. She is currently the Managing Director of Multiples Alternate Asset Management Pvt Ltd
- She is a member of the EMPEA Board of Directors and the Vice-chairperson of the Indian Venture Capital Association's Executive Committee

PALLAVI SHARDUL SHROFF
Independent Director

- Ranked as 'Global Leader' in WWL Global Guides Arbitration 2022
- Recognised as an Eminent Practitioners in Competition/Antitrust & Band 2 in White-Collar Crime & Dispute Resolution: Arbitration by Chambers & Partners, 2022
- Received the Lifetime Achievement Award at the Chambers India Awards, 2019

DEEPA MISRA HARRIS
Independent Director

- She is an experienced marketing professional with stints in Indian and International markets having launched new products and hotels in the US, UK, Middle East and Africa. A large part of her career was invested in demand and revenue generation with a clear mandate to focus on existing and emerging markets, develop new to market strategies and deliver business ideas and turnarounds for underperforming assets
- She has served on all travel and tourism entities such as CII & FICCI tourism entities, FAITH, TAAI, HAI during her tenure with the Taj. She was on the Marketing Advisory Board of The Leading Hotels of the World – the 450 member luxury hotel consortium. She has featured in Impact's list of Most Influential Women in Marketing across three years and the Business Today list of Most Powerful Business Women for two years

VIKRAM BAKSHI
Independent Director

- Director on the Board of Ascot Estates (Manesar) Private Ltd., Brite India Private Ltd., and other companies have him on their boards
- Successfully established McDonald's in North India
- Recognised as 'The Most Admired Food Professional of the Year' at The Golden Spoon Awards 2008
- Admitted as the only Restaurateur in the 'Hall of fame' by the Federation of Hotels & Restaurants of India (FHRAI)
- Experience of over 31 years

GREGORY ADAM FOSTER
Independent Director

- Graduated from Georgetown University in 1984
- Globally recognised leader in the Entertainment, Media and Technology industries. He is Senior Theatrical & Industry Consultant for Apple Corp. and Global Entertainment Ambassador for Samsung's CJ. He is also a member of the Board of Directors of Premiere Digital, a private, full service post production company as well as the Chairman of Hollywood's "ONLY IN THEATRES"
- Member of the Academy of Motion Pictures, Arts & Sciences. For 18 years, he was the long-time CEO of IMAX Entertainment and Senior Executive Vice President, IMAX Corp. He oversaw all aspects of the Company's global entertainment activities, including creative, production, distribution, business affairs, marketing, studio and filmmaker relationships, local language content and the IMAX DMR (Digital Re-mastering) process

LEADERSHIP TEAM

TEAM BEHIND OUR MANAGERIAL EFFICIENCY

GAUTAM DUTTA
Chief Executive Officer

- Associated with PVR for more than 16 years
- Involved in increasing revenue and profitability, technology adoption, innovation, and growth
- In 2018, he received the 'CEO of the Year' award from ET Now as part of the worldwide awards for retail excellence for leadership in multiplex cinemas and entertainment, as well as the 'CEO with HR Orientation' award from Times Ascent

KAMAL GIANCHANDANI
Chief of Business Planning & Strategy

- Associated with PVR for more than 17 years
- Responsible for handling film financing, distribution, syndication, licensing, and cinema exhibition (for both Indian and foreign language films in India)
- Oversees corporate strategy and planning

PRAMOD ARORA
Chief Growth & Strategy Officer

- Associated with PVR for more than 22 years
- Overseeing the expansion and development of new screen portfolio, as well as the execution and fitout of new screens

NITIN SOOD
Chief Financial Officer

- Associated with PVR for more than 20 years
- Contributed significantly to the Company's growth and expansion
- Oversees finance, legal & compliance functions
- Also responsible for managing all mergers and acquisitions, fund raising, including QIP, Rights issue, debt raise and strategic business expansion opportunities
- Awarded the 'Best CFO – Excellence in Mergers & Acquisitions' by ET Now, as part of the 'Stars of the Industry Awards' in 2018

RAJAT TYAGI
Chief Information Officer

- Associated with PVR for over six years
- Drives consumer engagement through digital platforms, focusing on deepening customer loyalty and automating back-end operations with cloud native technologies to deliver security, scale, and reliability of business operations at lower costs

RAHUL SINGH
COO Strategic Operations

- Associated with PVR for more than 14 years
- Responsible for business growth and efficiency, as well as overseeing cinema operations and processes
- Responsible for developing and implementing business strategies, plans, and procedures, as well as creating detailed performance and growth targets, establishing policies that support our culture and vision, managing partner relationships, and charting new growth paths
- From a strategic and operational standpoint, oversees and champions the Food & Beverage department

MUKESH KUMAR
Company Secretary cum Compliance Officer

- A law graduate with a Bachelor's degree in Commerce from Delhi University, he is a member of the Institute of Companies Secretaries of India
- 20 years of experience in the corporate secretarial and legal fields
- Experienced individual who ensures PVR and our Group companies' Secretarial and other Corporate Compliances run smoothly
- Plays an important role in the conduct of Board, Court, and NCLT Convened Meetings, as well as General Meetings
- Actively involved in a number of re-structuring activities, as well as acquisitions, mergers, demergers, and fund raises

SUNIL KUMAR
Chief Human Resource Officer

- Associated with PVR for over six years
- Responsible for day-to-day operations, HR, and strategic leadership and leads the development of HR business strategy
- Directs talent strategy and practises, as well as attempts to build the necessary infrastructure and improve the quality of recruitment processes in order to achieve profitable growth, lower costs, and improve management discipline
- In 2018, he was named one of India's "100 HR Innovators" and "101 Top HR Minds." PVR was named 'North India's Best Employer Brand' and 'National Best Employer Brand 2018' under his leadership

COMMITTEE DETAILS

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- CSR Committee
- Finance Committee
- Fund Raise Committee
- Risk Management Committee
- C Chairman M Member

CELEBRATING RECOGNITIONS

PVR AWARDED AS IMAGES MOST ADMIRED RETAILER – ENTERTAINMENT IN IMAGES RETAIL AWARDS 2021

AWARD FOR 'MOST OUTSTANDING COMPANY IN INDIA' IN MEDIA SECTOR AT ASIAMONEY ASIA'S OUTSTANDING COMPANIES POLL 2021

PVR AWARDED AS COMPANY OF THE YEAR, MEDIA & ENTERTAINMENT IN DARE 2 DREAM AWARDS 2021 OF TV9 NETWORK

PVR NEST AWARDED THE INDIAN ACHIEVERS FORUM'S BRAND IMPACT AWARD 2021-22

SOCIAL SAMOSA'S SUPERWOMEN 2022 AWARD

ECONOMIC TIME'S INSPIRING WOMEN LEADERS - NORTH AWARD 2022 FOR THE SAFE CENTRES AND PAALAN INITIATIVE'S ON-THE-GROUND, POSITIVE SAFETY AND PROTECTION CHANGE.

CORPORATE INFORMATION

AJAY BIJLI
Promoter and Founder,
Chairman and Managing Director

SANJEEV KUMAR
Promoter and Co-Founder,
Joint Managing Director

ANISH KUMAR SARAF
Director

DEEPA MISRA HARRIS
Director

GREGORY ADAM FOSTER
Director

PALLAVI SHARDUL SHROFF
Director

RENUKA RAMNATH
Director

SANJAI VOHRA
Director

VIKRAM BAKSHI
Director

NITIN SOOD
Chief Financial Officer

MUKESH KUMAR
Company Secretary cum
Compliance Officer

STATUTORY AUDITOR
B S R & Co. LLP
Chartered Accountants Firm's Registration No.:
101248W/W-100022

INTERNAL AUDITOR
Ernst & Young LLP

MAIN BANKERS
HDFC Bank Limited

IndusInd Bank Limited

ICICI Bank Limited

Axis Bank Limited

Kotak Mahindra Bank Limited

IDFC First Bank Limited

PVR LIMITED
Corporate Identity Number:
L74899DL1995PLC067827

REGISTERED OFFICE
61, Basant Lok, Vasant Vihar,
New Delhi 110 057, India

CORPORATE OFFICE
Block A, 4th Floor, Building No. 9A, DLF
Cyber City, Phase - III, Gurugram 122 002,
Haryana, India
Tel: +91 124 4708 100
Website: www.pvrcinemas.com
Investor Grievance e-mail:
cosec@pvrcinemas.com,
Investorrelations@pvrcinemas.com

REGISTRAR AND TRANSFER AGENT
Kfin Technologies Limited
(formerly known as
'KFin Technologies Private Limited')
Selenium, Tower B,
Plot No- 31 and 32, Financial District,
Nanakramguda, Serilingampally, Hyderabad,
Rangareddi,500 032, Telangana, India
Tel: +91 40 6716 2222
Website: www.kfintech.com
Investor grievance e-mail:
einward.ris@kfintech.com

Board Report

Dear Members,

Your Directors have pleasure in presenting the Twenty-Seventh Board Report on the business and operations of your Company along with audited financial statements for the Financial Year ended March 31, 2022.

1. Financial Summary and highlights

In compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended and modified from time to time, the Company has prepared its financial statements as per Indian Accounting Standards (Ind AS) for the Financial Year 2021-22. The financial highlights of the Company's operations (on standalone basis) are as follows:

(Amount in lakhs)

Particulars	FY 2021-22	FY 2020-21
Revenue from operations	1,21,331	22,572
Other Income	31,074	47,275
Profit/Loss before Depreciation, Finance costs, Exceptional items and tax expense	41,689	14,321
Less: Depreciation/Amortisation	59,442	56,349
Profit/Loss before Finance costs, Exceptional items and tax expense	(17,753)	(42,028)
Less: Finance costs	49,394	49,347
Profit/Loss before Exceptional items and tax expense	(67,147)	(91,375)
Add/(less): Exceptional items	-	-
Profit/Loss before tax expense	(67,147)	(91,375)
Less: Tax expense (Current/Deferred)	(19,312)	(19,025)
Profit/loss for the year (1)	(47,835)	(72,350)
Total Comprehensive Income/loss (2)	(40)	(8)
Total (1)+(2)	(47875)	(72,358)
Balance of profit/loss for earlier years	(58,963)	13,395
Balance Carried Forward	(1,06,838)	(58,963)

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

Revenue from operations of the Company for the Financial Year 2021-22 was ₹1,21,331 lakhs as compared to ₹22,572 lakhs in the previous Financial Year. Further, your Company registered EBITDA of ₹41,689 lakhs as compared with ₹14,321 lakhs for the Financial Year ended March 31, 2021, showing a growth of 191.10%. Further the financial results of the Company for the Financial Year 2021-22 were impacted on account of spread of COVID-19 pandemic and the measures taken by government bodies to prevent its transmission. The financial results have been discussed in detail in the Management Discussion and Analysis Report forming part of this Report. Further, during the Financial Year 2021-22, there was no change in the nature of business of the Company.

2. Dividend and Dividend Distribution Policy

The Board of Directors of your Company, keeping in view the Company's dividend distribution policy, the current financial position, relevant circumstances and impact of COVID-19 on business, has decided, not to recommend any dividend for the year under review.

The Board of Directors of your Company has approved and adopted the Dividend Distribution Policy. The dividend distribution policy is placed on the Company website at https://www.pvrcinemas.com/corporate.

3. Transfer to Reserves

Due to loss incurred during the year under review, the Board of Directors of your Company has decided not to transfer any amount to the Reserves.

4. Major events occurred during the year and post closure

(i) Merger of INOX Leisure Limited ("Transferor Company/INOX") with the Company

The Board of Directors in its meeting held on March 27, 2022, approved the scheme of amalgamation of INOX into and with the PVR Limited ("Transferee Company") and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other rules and regulations framed thereunder.

The Scheme is subject to the receipt of applicable approvals, including approvals from the respective jurisdictional Hon'ble National Company Law Tribunal, SEBI, BSE Limited and the National Stock Exchange of India Limited and such other approvals, permissions, and sanctions of regulatory and other authorities as may be necessary. The appointed date for the scheme shall be the effective date of the scheme (which shall be the date on which the last of the conditions precedent to effectiveness as set out in the scheme are satisfied) or such other date that the Transferor Company and the Transferee Company may agree mutually, and is the date with effect from which the scheme shall be operative.

For the detailed rationale and terms of the proposed merger, kindly refer Management Discussion and Analysis Report forming part of the Annual Report.

(ii) Rent Concession Accounting (Ind AS 116)

Ministry of Corporate Affairs amended Ind AS 116 vide its notification dated July 24, 2020 which allowed rent concessions received during COVID-19 period to be written back to Statement of Profit and Loss as practical expedient and not assessing the same as lease modification. This has significant impact on the other income for the current financial year. Please refer financial statements and relevant section of Management Discussion and Analysis Report for details.

(iii) COVID-19 Impact and measures

The Year under review has again been a challenging year for the Company, as COVID-19 continued to adversely impact the operations of the Company. Due to the burgeoning caseload across the entire country, localised lockdowns and curfews were mandated by various state governments. Majority of our screens were shut down in a staggered manner in April, 2021 and by first week of May 2021 the entire cinema circuit was shut. During 3rd Quarter of Financial Year 2021-22, the Company had restarted its operations in all states with capacity restrictions depending upon respective state guidelines. From November 2021 onwards, the business started to pick up momentum with the release of first Bollywood blockbuster "Sooryavanshi". Regular flow of content during November and December ensured that business delivered operational profit after 6 quarters of losses. The 3rd wave of COVID-19 took everyone by surprise with its rapid spread of infection and all the states had once again put in place capacity restrictions on cinema operations. The business however bounced back swiftly in the month of March 2022 as these restrictions were lifted with strong box office performance of films.

The pandemic has resulted in extreme economic and social stress in India and the world. The priority of the Company during this period has been to safeguard the health and well-being of employees, customers and communities at large while managing business operations as efficiently as possible. The Company has assessed the likely impact of the pandemic on the business. It has adversely impacted the business in the short term, but the long-term drivers of the business are intact and the Company does not anticipate any material medium to long term risks to the business. Company was continuously working to minimise the impact of the pandemic. To mitigate the adverse impact of COVID-19 on the business, the Company continued with its strategy to manage costs, cash flows and maintain adequate liquidity.

Since, the year under review had put unexpected distress which required your Board to deal with the situation diligently, the focus of the company was to manage its costs and reduce cash burn, ensure enough liquidity on the balance sheet to tide through these tough times, ensure health and well-being of all its employees, build customer trust and confidence as we re-opened cinemas with revised safety protocols.

(iv) Shifting of Registered Office

The Board of Directors of the Company has approved the shifting of registered office of the Company from the NCT of Delhi to the State of Maharashtra, vide their resolution passed by circulated on April 9, 2022, subject to the approval of regulatory authorities and members of the Company.

Further, no other material change and commitment have occurred after the closure of the Financial Year 2021-22 till the date of this Report, which would affect the financial position of your Company.

5. General Information – Overview of the Industry, External Environment and Economic outlook

Pursuant to Regulation 34 of the Listing Regulations, the stated information is adequately captured in Management Discussion and Analysis Report, forming part of Annual Report.

6. Capital Structure

As on the date of this Report, the Authorised Capital of the Company is ₹1,43,84,96,800 consisting of 12,37,00,000 Equity Shares of face value of ₹10 each and 5,90,000, 0.001% Non-Cumulative Convertible Preference Shares of face value of ₹341.52 each.

During the year under review, the paid up equity share capital of the Company was increased consequent upon allotment of following equity shares of the Company:

- 56,185 Equity Shares of face value of ₹10 each were allotted under PVR Employees Stock Option Plan 2017 to the specified employee(s) of the Company at the pre-determined exercise price against same number of options exercised by them;
- 1,78,230 Equity Shares of face value of ₹10 each were allotted under PVR Employees Stock Option Plan 2020 to the specified employee(s) of the Company at the pre-determined exercise price against same number of options exercised by them.

The paid up equity share capital as on March 31, 2022 was ₹60,99,65,870.

During the year under review, the Company neither issued any shares with differential voting rights nor issued sweat equity shares.

7. Details of Employee Stock options

PVR Employees Stock Option Plan, 2022

During the Financial Year 2021-22, your Company had introduced PVR Employees Stock Option Plan 2022 ('PVR ESOP 2022') for issuance of 6,00,000 stock options. In the same Financial Year, the Nomination and Remuneration Committee ("NRC") had approved the grant of 5,68,500 options at an issue price of ₹1,347/- per option subject to the approval from the regulatory authorities.

PVR Employees Stock Option Plan, 2020

During the Financial Year 2021-22, Nomination and Remuneration Committee ("NRC") at its meeting held on April 12, 2021, had revised the vesting period of 5,20,000 options granted under PVR Employees Stock Option Plan 2020 ('PVR ESOP 2020') up to 2nd anniversary from the date of grant i.e. July 15, 2020, allowing vesting of 50% of options granted on each anniversary.

PVR Employees Stock Option Plan, 2017

During the Financial Year 2021-22, Nomination and Remuneration Committee ("NRC") at its meeting held on April 12, 2021, took note of cancellation of 41,000 options granted under PVR Employees Stock Option Plan 2017 ('PVR ESOP 2017') and re-granted the same to eligible employees at an exercise price of ₹1,400/-.

Disclosure pursuant to the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 for the year ended March 31, 2022 is available on the website of the Company at https://www.pvrcinemas.com/corporate.

Kindly refer financial statements forming part of this Report for further details on ESOP Plan(s).

8. Credit rating of securities

The details on credit rating(s) of securities as availed by the Company are disclosed in the Corporate Governance Report forming part of this Annual Report.

9. Transfer to Investor Education and Protection Fund

The Company has transferred a sum of ₹1,11,198/- (Rupees One Lakh Eleven Thousand One Hundred Ninety Eight Only) during the Financial Year 2021-22 to Investor Education and Protection Fund (Fund) established by the Central Government, in compliance with the Companies Act, 2013. The said amount represents unclaimed dividend which was lying with the Company for a period of seven years. Further, the Company has transferred 4,416 shares to the Investor Education and Protection Fund Authority in compliance with the Companies Act, 2013.

Any shareholder whose shares or unclaimed dividend have been transferred to the Fund, may claim the shares under provision to Section 124(6) or apply for refund under Section 125(3) or under proviso to Section 125(3), as the case may be, to the Authority by making an application in Web Form IEPF - 5 available on website at www.iepf.gov.in.

10. Changes in Directorships and other Compliances in relation to the Directors

A. Appointment and regularisation of Additional Directors:

During the year under review, the appointment of Mr. Gregory Adam Foster, Independent Director, was regularised by the shareholder's at their meeting held on September 28, 2021.

B. Directors retiring by rotation:

Pursuant to Section 149 read with Section 152 and other applicable provisions, if any, of the Companies Act, 2013, one-third of the retirable Directors shall retire every year and if eligible, may offer for re-appointment. Consequently, Ms. Renuka Ramnath, who retires by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment in accordance with the provisions of the Companies Act, 2013. The Board recommends her re-appointment to the Shareholders of the Company.

C. Confirmations & declarations from the Independent Directors:

The Company has received necessary declarations from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and that of Listing Regulations.

The Independent Directors have also confirmed that they have registered their names in the Independent Directors' Databank. Further, the Board members are satisfied with regard to integrity, expertise and experience (including the proficiency) of the Independent Directors of the Company. The details of familiarisation programme for Independent Directors are available on the Company's website at https://www.pvrcinemas.com/corporate.

D. Adherence to the Code of Conduct:

In addition to above, the Company has in place a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the Company. The Company believes in 'Zero Tolerance' against bribery, corruption and unethical dealings/behaviours of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as 'Code of Business Conduct' which forms an Appendix to the Code. The Code is available on the Company's website https://www.pvrcinemas.com/corporate.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. All the Board Members and the Senior Management Personnel have confirmed compliance with the Code.

11. Key Managerial Personnel

As on March 31, 2022, the Key Managerial Personnel (KMP) of the Company as per Section 2(51) and 203 of the Companies Act, 2013 were as follows:

Name	Designation
Mr. Ajay Bijli	Chairman cum Managing Director
Mr. Nitin Sood	Chief Financial Officer
Mr. Mukesh Kumar	Company Secretary and Compliance Officer

During the Financial Year 2021-22, Mr. Pankaj Dhawan, retired from the services of the Company effective from the close of business hours on April 15, 2021 and Mr. Mukesh Kumar was appointed as the Company Secretary and Compliance Officer effective June 02, 2021 and was also designated as one of the Key Managerial Personnel of the Company.

12. Meetings of the Board of Directors

During the Financial Year 2021-22, the Board of Directors had met 5 times. The details of Board Meetings and Committee Meetings are given in the Corporate Governance Report.

13. Audit Committee

As on March 31, 2022, the Audit Committee comprised of the following independent directors:

- Mr. Sanjai Vohra, Chairman;
- Ms. Deepa Misra Harris, Member; and
- Mr. Vikram Bakshi, Member.

It is further confirmed that the recommendations of Audit Committee, as made from time to time, were duly accepted by the Board of Directors.

14. Policy on Directors Appointment and Remuneration Policy

Pursuant to the requirements under Section 134(3)(e) and Section 178(3) of the Companies Act, 2013, the policy on appointment of Board Members including criteria for determining qualifications, positive attributes, independence of a director and remuneration of directors, KMP and other employees is annexed as **Annexure '1',** which forms part of this Report.

There has been no change in the Policy during the financial year under review

15. Performance Evaluation of the Board, its Committees and Directors

Pursuant to applicable provisions of the Companies Act, 2013 and Listing Regulations, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter alia, the criteria for performance evaluation of the entire Board, its Committees and Individual Directors, including Independent Directors.

In order to evaluate the performance of the Board various factors vis. board diversity, knowledge and expertise, corporate governance practices etc. are assessed. Similarly, for evaluation of Directors' performance, their profile, contribution in Board and Committee Meetings, execution and performance of specific duties, obligations, regulatory compliances and governance are evaluated.

During the Financial Year under review, the Independent Directors had met separately without the presence of any Non- Independent Director and the members of management and discussed, inter alia, the performance of Non-Independent Directors and Board as a whole and reviewed the performance of the Chairman of the Company.

The performance evaluation of all the Independent Directors have been done by the entire Board, excluding the Director being evaluated.

The Directors expressed their satisfaction with the evaluation process.

16. Remuneration of Directors and Employees

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure '2'** which forms part of this Report.

In terms of Section 136 of the Act, the report and accounts are being sent to the Members and others entitled thereto, excluding the information on employees particulars which is available for inspection by the members at the registered office of the Company during business hours on working days of the Company from the date of this Report up to the date of ensuing Annual General Meeting. Any member interested in obtaining such particulars may write to the Company Secretary and the same will be made available on request.

17. Directors' Responsibility Statement

Pursuant to requirements of Section 134(3)(c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, the Directors confirm:

(a) That in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made from the same;

(b) That such accounting policies have been selected by them and applied them consistently and made judgements 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, 2022 and of the profit and loss of the Company for the year ended on that date;

(c) That proper and sufficient care has been taken by them for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) That the annual accounts have been prepared by them on a going concern basis;

(e) That they have laid down proper internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

(f) That they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18. Internal Financial Control and their adequacy

The Company has an internal control system, commensurate with the size, scale and complexity of its operations. The Company has in place adequate controls, procedures and policies, ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information. Further, Audit committee interacts with the statutory auditors, internal auditors and management in dealing with matters within its terms of reference. During the year under review, such controls were assessed and no reportable material weakness in the design or operations were observed. Accordingly, the Board is of the opinion that the Company's internal financial controls were adequate and effective during Financial Year 2021-22.

Kindly refer Statutory Auditor Report on internal financial controls forming part of this Annual Report for Auditors opinion on internal financial controls.

19. Details in respect of frauds reported by Auditors other than those which are reportable to the Central Government

The Statutory Auditors and Secretarial Auditor of the Company have not reported any fraud to the Audit committee or the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

20. Report on the Performance & Financial Position of Subsidiaries

As on March 31, 2022, following is the list of subsidiaries of the Company:

Sl. No.	Name of the subsidiary company
1	PVR Pictures Limited
2	Zea Maize Private Limited
3	P V R Lanka Limited
4	SPI Entertainment Projects (Tirupati) Private Limited*

*The Company is under the process of voluntary striking off

In terms of Companies Act, 2013, your Company does not have any direct associate Company or joint venture Company during the Financial Year 2021-22.

Pursuant to Section 134 of the Companies Act, 2013 and Rule 8(1) of the Companies (Accounts) Rules, 2014 report on performance and financial position of subsidiaries in prescribed Form AOC-1 is annexed as per **Annexure '3'** which forms part of this Report.

In terms of provisions under Section 136 of the Companies Act, 2013, audited accounts of the subsidiary companies are placed on the website of the Company at https://www.pvrcinemas.com/corporate.

The Company will make available these documents upon request by any shareholder of the Company. The procedure for inspection of documents is mentioned in the Notice forming part of the Annual Report.

Further, the Company has formulated a Policy for determining 'Material' Subsidiaries, which is also available on the Company's website at https://www.pvrcinemas.com/corporate

21. Disclosure on Deposit under Chapter V

The Company has neither accepted nor renewed any deposits during the Financial Year 2021-22 in terms of Chapter V of the Companies Act, 2013.

22. Particulars of Loans, Guarantee or Investment under Section 186 of the Companies Act, 2013

Pursuant to Section 134(3)(g) of the Companies Act, 2013, a statement containing details of loans, guarantee and investment made under Section 186 of the Companies Act, 2013, for the Financial Year 2021-22, is given in the financial statements, forming part of this Annual Report.

23. Contracts or arrangements with Related Parties under Section 188(1) of the Companies Act, 2013

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Companies Act, 2013, entered by the Company during the year under review, were in the ordinary course of business and on an arm's length basis.

During the Financial Year 2021-22, the Company has not entered into any contract or arrangement with related parties which could be considered 'material' according to the Policy of the Company on Materiality of Related Party Transactions. The Company's Policy on dealing with Related Party transactions is also available on the Company's website at https://www.pvrcinemas.com/corporate.

Your attention is also drawn to the Related Party Disclosures set out in the Financial Statements forming part of this Annual Report.

24. Details of Policy developed and implemented on Corporate Social Responsibilities (CSR) initiatives

The Company has in place a CSR Policy in line with Schedule VII of the Companies Act, 2013. As per the policy, the CSR activities are carried by PVR Nest which focuses inter alia on:

(a) Education and social development of the most vulnerable sections of our society;

(b) Hunger, Poverty, Malnutrition and Health;

(c) Sanitation and Safety;

(d) Gender Equality; and

(e) Environmental Sustainability

A report on CSR activities is furnished in **Annexure '4'** which forms part of this Report. CSR Policy is available on the Company's website at https://www.pvrcinemas.com/corporate.

25. Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo

Pursuant to the provisions of Section 134 of Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 the details of Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo are attached as **Annexure '5'** which forms part of this Report.

26. Development and Implementation of Risk Management

Risk management is embedded in PVR's operating framework. The Company believes that risk resilience is key to achieving higher growth. To this effect, there is a process in place to identify key risks across the Company and priorities relevant action plans to mitigate these risks.

The Company has duly approved a Risk Management Policy. The objective of this Policy is to have well-defined approach to risk. The Policy lays down broad guidelines for timely identification, assessment and prioritisation of risks affecting the Company in the short and foreseeable future. The Policy suggests framing an appropriate response action for the key risks identified, so as to make sure that risks are adequately addressed or mitigated. The said Policy is also available on the website of the Company at https://www.pvrcinemas.com/corporate.

In terms of Regulation 21(3A) of Listing Regulations, two meetings of the Risk Management Committee of the Company was held during the year under review wherein the management confirmed that the Company on regular basis assesses, evaluates and monitors the risks-both internal and external associated with various aspects of its business and takes necessary mitigating steps, wherever possible to manage such risks.

Detailed discussion on Risk Management forms part of Management Discussion & Analysis Report under the section 'Risks and Concerns', which forms part of this Annual Report.

At present, in the opinion of the Board of Directors, there are no risks which may threaten the existence of the Company.

27. Disclosure on Vigil Mechanism

The Company has a vigil mechanism through Whistle-Blower Policy to deal with instance of fraud and mismanagement, if any. The Company is committed to the highest standards of Corporate Governance and stakeholder responsibility. The Company has Whistle-Blower Investigation Committee which provides for adequate safeguards against victimisation of persons and also provides for direct access to the Chairman of the Audit Committee and also to the members of the Committee.

The Policy ensures that strict confidentiality is maintained while dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern. The said Policy is also available on the website of the Company at https://www.pvrcinemas.com/corporate.

The Company has always provided a congenial atmosphere for work to all employees, free from discrimination and harassment including sexual harassment. It has provided equal opportunities of employment to all without regard to their caste, religion, colour, marital status and sex.

28. Material orders of Judicial Bodies/ Regulators

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

29. Statutory Auditors and their Report

M/s B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), Statutory Auditors of the Company would retire on the conclusion of this Annual General Meeting on completion of their term of appointment

Pursuant to the provisions of Section 139 of the Companies Act, 2013, the Board of Directors on recommendation of the Audit Committee, recommended the appointment of M/s S.R. Batliboi & Co., LLP, Chartered Accountants (Firm Registration No.301003E/E300005) as Statutory Auditors of the Company for a term of 5 years, in place of M/s B S R & Co. LLP, to hold office from the conclusion of 27th Annual General Meeting until the conclusion of 32nd Annual General Meeting. Consent cum certificate has been received from M/s S.R. Batliboi & Co., LLP to the effect that their appointment as Statutory Auditors of the Company, if appointed at ensuing Annual General Meeting, would be according to the terms and conditions prescribed under Section 139 of the Act and Rules framed there under.

A resolution seeking their appointment forms part of the Notice convening the 27th Annual General Meeting and the same is recommended for your consideration and approval.

M/s. B S R & Co. LLP, Chartered Accountants, have submitted their report on the financial statements of the Company for the Financial Year 2021-22, which forms part of this Report. They have issued an unmodified Audit opinion without any qualification, reservation or adverse remark.

30. Secretarial Auditors and their Report

M/s. Arun Gupta & Associates, Company Secretaries, were appointed as Secretarial Auditors of the Company for the Financial Year 2021-22 pursuant to Section 204 of the Companies Act, 2013. The Secretarial Audit Report submitted by them in prescribed Form MR-3 is annexed as **Annexure '6'** to this Report.

There are no qualifications or observations or other adverse remarks or disclaimer of the Secretarial Auditors in the report for the Financial Year 2021-22.

31. Compliance with Secretarial Standard

Pursuant to the provisions of Section 118 of the Companies Act, 2013, the Company has materially complied with the applicable provisions of the Secretarial Standards on meetings of the board of directors and general meetings, as issued by the Institute of Company Secretaries of India.

32. Annual Return

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return of the Company is available on the Company's website at https://www.pvrcinemas.com/corporate.

33. Consolidated Financial Statements

The Company has prepared consolidated financial statements in accordance with applicable accounting standards and the applicable provisions of Companies Act, 2013. The same are presented in addition to the standalone financial statement of the Company.

34. Prevention of Sexual Harassment Policy

The Company has in place a Policy for prevention of Sexual Harassment at the Workplace in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed-off during the year.

Particulars	Nos.
Number of complaints pending at the beginning of the year	01
Number of complaints received during the year	12
Number of complaints disposed off during the year	13
Number of cases pending at the end of the year	NIL

35. Business Responsibility and Sustainability Report

As stipulated under the Listing Regulations, the Business Responsibility and Sustainability Report, describing the initiatives taken by the Company from Environmental, Social and Governance perspective is presented in a separate section, forming part of the Annual Report.

36. Management Discussion and Analysis Report

Pursuant to Regulation 34 of the Listing Regulations, the Management Discussion and Analysis Report for the year under review, is presented in a separate section, forming integral part of this Annual Report.

37. Corporate Governance

The Company is committed to uphold the highest standards of corporate governance and believes that the business relationship can be strengthened through corporate fairness, transparency and accountability. Your Company complies with all the mandatory provisions of the Listing Regulations.

The Report on Corporate Governance is placed in a separate section forming part of the Annual Report alongwith a certificate received from a Practicing Company Secretary and forms integral part of this Report. A certificate from Chairman cum Managing Director and Chief Financial Officer of the Company, confirming the correctness of the financial statements, compliance with Company's Code of Conduct and adequacy of the internal control measures as enumerated and reporting of matters to the Audit Committee in terms of Listing Regulations, is also attached and forms part of this Report.

38. The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

During the period under review, the Company has not made any application nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016.

39. Acknowledgements

The Directors express their deep sense of appreciation for the contribution made by the employees both at corporate and cinema level to the significant improvement in the operations of the Company. Their dedicated efforts and enthusiasm have been pivotal to the growth of the Company. The Directors also thank all the stakeholders including members, employees, customers, lenders, vendors, investors, business partners and state and central governments, bankers, contractors, vendors, credit rating agencies, legal counsels, Stock Exchanges, Registrar and Share Transfer Agent for their continued co-operation and support and their confidence in its management.

For and on behalf of the Board of Directors
of PVR Limited

Place: Gurugram
Date: May 09, 2022

Ajay Bijli
Chairman cum Managing Director

Annexure 1 to Board Report

POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION

A. Introduction

This Policy on Directors Appointment and Remuneration on Directors, Key Managerial Personnel, Senior Management Personnel has been formulated in accordance with the provisions of Section 178 of the Companies Act, 2013 (the Act) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

B. Definitions

Directors:	Directors (other than Managing Director(s) and Whole-time Director(s)) appointed under the provisions of the Companies Act, 2013 and rules made thereunder.
Key Managerial Personnel:	Managing Director(s), Whole-time Director(s), Chief Executive Officers of the businesses of the Company reporting to the Managing Director, Chief Financial Officer and Company Secretary.
Senior Management Personnel:	Members of the Corporate Leadership Team of the Company and Key Managerial Personnel.

C. Terms of Reference

The terms of reference are as follows:-

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Devising a policy on Board Diversity.
- Formulation of policies for remuneration to Directors, Key Managerial Personnel, Senior Management Personnel.
- Identification and recommendation to Board of persons who are qualified to become Directors, Key Managerial Personnel, Senior Management Personnel in accordance with the criteria laid down.
- Recommend to the Board on appointment and removal of Directors Key Managerial Personnel, Senior Management Personnel.
- Evaluation of the performance of Directors (other than Independent Directors).
- Evaluation of the performance of Independent Directors and make recommendations to Board.

D. Criteria for Recommending a person to become Director

The Committee shall take into consideration the following criteria of qualification, positive attributes and independence for recommending to the Board for appointment of a Director:-

1. **Qualifications & Experience**

   The incumbent should have appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales & marketing, operations, research, corporate governance, education, community service or other disciplines.

2. **Attributes/Qualities**

   The incumbent Director should have one or more of the following attributes/qualities:-

   - Respect for and strong willingness to imbibe the Company's Core Values.
   - Honesty and Professional integrity.
   - Strategic capability with business vision.
   - Entrepreneurial spirit and track record of achievements.
   - Ability to be independent.
   - Capable of lateral thinking.
   - Reasonable financial expertise.
   - Association in the fields of Business/Corporate world/ Finance/Education/Community Service/Chambers of Commerce & Industry.
   - Ability to review and challenge the performance of management.

3. In case the proposed appointee is an Independent Director, he should fulfill the criteria for appointment as Independent Director as per the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges and other applicable laws and regulations.

4. The incumbent should not be disqualified for appointment as a Director pursuant to the provisions of the Act or other applicable laws & regulations.

E. Eligibility Criteria & Remuneration of Key Managerial Personnel, Senior Management Personnel

The eligibility criteria for appointment of key managerial personnel and senior management personnel shall be in accordance with the job description of the relevant position.

In particular, the position of Key Managerial Personnel should be filled by senior personnel having relevant qualifications and experience.

The remuneration structure for Key Managerial Personnel and Senior Management Personnel shall be as per the Company's remuneration structure taking into account factors such as level of experience, qualification, performance and suitability which shall be reasonable and sufficient to attract, retain and motivate them.

The remuneration may consist of fixed and incentive pay/ retention bonus reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

The aforesaid employees may also be provided any facility, perquisites, commission, accommodation, interest free loans or loans at concessional rate in accordance with the policies framed for the employees or any category thereof.

However loan to the Directors who are KMPs shall be governed by such approvals as may be required by the Companies Act, 2013.

PVR uses three elements important for remuneration policy i.e.

1. Organisation Structure
2. Compensation
3. Performance Management

1. Organisation structure:

- The structure of the organisation has to be in-line with business needs and proposed/targeted growth of the organisation.
- The span of control has to be kept in mind while deciding the organisation structure (8-10). An attempt to have one level skips difference between supervisor and subordinate.
- Tooth to tail ratio to be kept in mind while deciding the organisation structure.

2. Compensation:

- The compensation of senior management is recommended to have "fixed and variable components" and is to be migrated from as of now state to desired state.
- Compensation will also vary on nature of responsibility/role (field/Non-Field).
- The committee may consider it necessary to differentiate between performance and non-performance by giving differential compensation.
  - "Cost To Company" to have following components:
  - Fixed CTC - (Monthly Salary Payouts)
  - Variable CTC (Incentives/Payout based on performance)
  - Long term Wealth Creation (Stocks/ Phantom/Cash/Retention bonus)

3. Performance Management:

- The KRA and KPI are available for all senior management employees and the total number of KRA do not exceed 5 to 7.
- The objective setting is clear and should represent the key objectives of the organisation.
- The same is categorised into following business levels.

a) Financial

b) People

c) Customer

d) Process

For and On behalf of the Board
For **PVR Limited**

Place: Gurugram
Date: May 09, 2022

Ajay Bijli
Chairman cum Managing Director

Annexure 2 to Board Report

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the FY 2021-22

Rule	Particulars			
(i)	The ratio of the remuneration of each director to the median remuneration of the employees	A	Mr. Ajay Bijli, Chairman Cum Managing Director	1:214
		B	Mr. Sanjeev Kumar, Joint Managing Director	1:148
			Median Salary – (in ₹)	3,34,158
(ii)	The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary	A	Mr. Ajay Bijli, Chairman cum Managing Director	(54%)
		B	Mr. Sanjeev Kumar, Joint Managing Director	(55%)
		C	Mr. Nitin Sood, CFO	163%*
		D	Mr. Mukesh Kumar, CS	$
(iii)	The percentage increase/decrease in the median remuneration of the employees as on March 31, 2022			12%
(iv)	The number of permanent employees on the rolls of company		As on March 31, 2022 (Payroll)	3,156
(v)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration		: W.e.f. December 1, 2021, a Flat Increase of 8% has been given for all employees in grade M4 & below and 6% to all M1-M3 employees. : No increase in remuneration for MD & JMD. : Paycuts varied at different grades for the months of May 21 – September 21 which affected actual pay	
(vi)	Affirmation that the remuneration is as per the remuneration policy of the company.		It is hereby affirmed that the remuneration is as per remuneration policy of the Company	

*This includes the perquisite value upon exercise of ESOPs, therefore the percentage increase in remuneration is not comparable.

$ Mr. Mukesh Kumar was appointed as Company Secretary of the Company w.e.f. June 2, 2021 therefore, the percentage increase in remuneration is not comparable and hence, not stated.

For and On behalf of the Board
For **PVR Limited**

Place: Gurugram
Date: May 09, 2022

Ajay Bijli
Chairman cum Managing Director

Annexure 3 to Board Report

FORM –AOC 1

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of the subsidiary companies of the Company

For the Financial Year 2021-22

(₹ in lakhs)

Sl. No.	Particulars				
1	Name of the Subsidiary	PVR Pictures Ltd	Zea Maize Private Limited	P V R Lanka Ltd.	SPI Entertainment Projects (Tirupati) Private Ltd.*
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 01, 2021 to March 31, 2022	April 01, 2021 to March 31, 2022	April 01, 2021 to March 31, 2022	April 01, 2021 to March 31, 2022
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	₹	₹	₹	₹
4	Share Capital	2,680	7	4,179	1
5	Reserves & surplus	3,416	(240)	(3,871)	(1)
6	Total assets	7,105	1,724	4,682	-
7	Total liabilities	1,008	1,957	4,374	-
8	Investments	-	-	-	-
9	Turnover	12,626	3,379	1,416	8
10	Profit before taxation	1,073	(241)	(1,743)	8
11	Provision for taxation	314	-	(223)	-
12	Profit after taxation	759	(241)	(1,520)	8
13	Proposed Dividend	-	-	-	-
14	% of shareholding	100%	88.66%	100%	100%

*The Company is under the process of voluntary striking off.

Notes:

1. Names of subsidiaries which are yet to commence operations - None
2. Names of subsidiaries which have been liquidated or sold during the year - None

For and on behalf of the Board
For PVR Limited

Ajay Bijli
Chairman cum Managing Director

Sanjeev Kumar
Joint Managing Director

Place: Gurugram
Date: May 09, 2022

Mukesh Kumar
Company Secretary

Nitin Sood
Chief Financial Officer

Annexure 4 to Board Report

ANNUAL REPORT ON CSR ACTIVITIES

To be Included in the Board's Report for Financial Year Ended on March 31, 2022

1 Brief outline on CSR Policy of the Company.

1. Strive for education and social development within our business enterprise, largely impacting the society at large.
2. Create and innovate collaborative programs and actions to promote large impacts on developmental programs adopted by PVR Nest.
3. Embrace responsibility for the company's actions and encourage a positive impact through its corporate social responsibilities on India's developmental goals - poverty, education, gender equality, healthcare & ensuring environmental sustainability.

2 Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Ajay Bijli	Chairman Executive Director	1	0
2	Mr. Sanjeev Kumar	Member Executive Director	1	1
3	Ms. Deepa Misra Harris	Member Independent Director	1	1
4	Mr. Sanjai Vohra	Member Independent Director	1	1

3 Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.
https://www.pvrcinemas.com/corporate

4 Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).
Not Applicable

5 Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any i.e. 2021-22

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set- off for the financial year, if any (in ₹)
NIL			

6 Average net profit of the company as per section 135(5). i.e. F.Ys. 2018-19, 2019-20 and 2020-21
(13,690) Lakh

7. a Two percent of average net profit of the company as per section 135(5)
(274) Lakh

b Surplus arising out of the CSR projects or programmes or activities of the previous financial years. i.e. 2021-22
NIL

c Amount required to be set off for the financial year, if any i.e. 2021-22
NIL

d Total CSR obligation for the financial year i.e. 2021-22 (7a+7b-7c).
NIL

8. a CSR amount spent for the financial year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
NIL	NIL	NIL	NIL	NIL	NIL

b Details of CSR amount spent against **ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project (₹ in Lakhs)	Amount spent in the current financial Year (₹ in Lakhs)*	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1.	PINK TOILETS	i	YES	DELHI	DELHI	ONGOING	242	80.38	NA	NO	PVR Nest	CSR00003345
	TOTAL						**242**	**80.38**	**0**			

*The amount was disbursed to the implementing agency "PVR Nest" by the Company in the Financial Year 2020-21 for ongoing projects out of which ₹80.38 Lakhs was spent during the Financial Year 2021-22 and the remaining amount shall be spent within the statutory time period as prescribed under the law. There is no amount lying unspent with the Company.

c Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project.		Amount spent for the project (₹ in Lakhs)	Mode of implementation - Direct (Yes/No)	Mode of implementation -Through implementing agency	
				State	District			Name	CSR Registration number
1.	-	i	-	-	-	-	-	-	-
	-					-			

d	Amount spent in Administrative Overheads	₹1,41,702
e	Amount spent on Impact Assessment, if applicable	NA
f	Total amount spent for the Financial Year (8b+8c+8d+8e)	Nil
g	Excess amount for set off, if any	

Sl. No.	Particular	Amount (in `)
(i)	Two percent of average net profit of the company as per section 135(5)	NIL
(ii)	Total amount spent for the Financial Year	NIL
(iii)	Excess amount spent for the financial year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

9. a Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	2019-20						
2.	2020-21			NIL			
3.	2021-22						
	TOTAL						

b Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the project - Completed /Ongoing
				NIL				

10	In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).	
a	Date of creation or acquisition of the capital asset(s).	NIL
b	Amount of CSR spent for creation or acquisition of capital asset.	NIL
c	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Not Applicable
d	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	Not Applicable
11	Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5).	Not Applicable

Annexure 5 to Board Report

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

Particulars required under Section 134(3) (m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 are as mentioned herein below:

(i) Conservation of Energy

Energy conservation measures taken:

- Awareness of Staff towards benefits of reduction in energy wastage and how and what of energy conservation is being continuously done, by conducting trainings and knowledge sharing sessions.
- Incentivisation policy is implemented and contributors to the cause are appreciated and incentivised accordingly. Idea sharing and its successful implementation across all the sites is recognised and awarded.
- On-board BEE Certified Energy Auditor and Manager to supervise and implement energy conservation measures. Outside consultants have also been appointed to provide energy saving measures over and above the existing system. They provide suggestions on optimising energy usage, lux level of various areas, design aspects of Electrical and HVAC systems etc. so that equipment optimal efficiency can be maintained and energy conservation can be done.
- We have also audited equipment's under mall catering to PVR and other tenants to identify inefficiencies and suggested operational and equipment change to reduce wastage of energy. Mall's have also come forward and approved Energy auditing by 3rd party to identify inefficiencies at their end though at the cost borne by PVR.
- APFC's are being used to maintain power factor above 0.98 and thus ensure that the reactive power in the system remains as low as possible. As a result rebates from the power supply companies are being received in electrical bills.
- Load running is optimised by following switching On/Off procedure. Timers are being used to ensure equipment usage optimisation. Mechanical Timers on loads and areas with intermittent usage are implemented across sites and new sites are being equipped as and when they are added to the PVR fleet. This helps in safety against fire due to long unattended over usage and helps in energy conservation.
- Occupancy Sensors have been installed in washrooms to save energy by reducing the lighting load to minimum by switching off lights when washrooms are unoccupied. Implemented across PVR to conserving energy.
- Replacing major lighting by LED lights using retrofits in existing locations. Upcoming sites using LED mainly.
- New and Efficient Screw Chillers are installed at locations giving energy savings. Old and inefficient chillers are being phased out and being replaced with new technology- high efficiency chillers.
- We have installed one of the most energy efficient Chiller Plant. It is equipped with Danfoss Turbocor compressor the most advanced technology in medium size HVAC systems to deliver best part load efficiency.
- HVAC plants and sub systems under PVR are being closely monitored and regular PPM is being carried out to ensure less breakdown, increased guest comfort, reduced wear and tear resulting in energy conservation due to maintained efficiency of the complete system.
- Centralised monitoring of all water cooled chiller plants from corporate office.
- Centralised monitoring of Chilled & Condense water parameters implemented in the Financial Year 2017-18 on all sites having Chiller high side under PVR scope. This has helped us to ensure that our systems are running at peak performance and help us in saving energy wastage.
- Installed Electronic water softeners on cooling towers reducing the chemical dosing of cooling tower water to maintain chiller energy efficiency; monitoring from corporate office.
- Effective monitoring of energy consumption from corporate office to ensure optimal utilisation of energy.
- VFD's are installed on AHU's for energy savings while ensuring guest comfort by using a closed loop temperature feedback for the VFD's. All New/Upcoming Sites will also be equipped with VFD's in Financial Year 2022-23
- Water Conservation across PVR sites in India is facilitated by Installation of water flow restrictors in wash basin taps. This has help reduce tap water consumption by 78% thus reducing the energy consumed in pumping and helping in water conservation. Some of the malls have shown interest towards water conservation and have implemented the same taking help from PVR.
- State of art Energy Monitoring, Temperature Monitoring and Fire Hydrant pressure monitoring system has been implemented at 110 Locations, 34 across North India in Phase I, 48 Sites in Western India under Phase II and 28 sites in Phase III in Financial Year 2019-20. This system is a cloud based remote monitoring system, enabling us to become proactive rather than being reactive.
- Energy monitoring system for rest of the cinemas got delayed due to the pandemic and thus we have planned to take it up in FY 2022-23 in a phased manner.
- Building Signage's with LED based technology to save energy and longer life span.
- Poster Windows having FTL's have been replaced with LED based lighting.
- AC discipline is being followed to avoid leakage of cooled air/ infiltration of hot air.
- V3F Drive equipped Lifts are being used wherever we have them as our own.
- Automatic start stop for the escalators in PVR premises/scope has been implemented to avoid idle running of the escalators and thus conserve energy.

- Solar Energy Utilisation for energy conservation by using rooftop solar photovoltaic grid connected system is under implementation at two locations (installation delayed due to COVID-19), other sites will be taken up in Financial Year 2022-23 with available space on roof.
- We have piloted high efficiency fans for AHU's with minimum 15% efficiency improvement & plan to implement same across sites in a phased manner. This got delayed due to pandemic and we have planned to take it up in Financial Year 2022-23.
- We have taken a proactive step towards Indoor air quality by introducing clean air auditoriums ("Audit-Air-Ium") where we have implemented state of the art technology to curb Indoor air pollution by controlling PM2.5 and PM10 to provide cleanest possible air. We are maintaining AQI (Air Quality Index) levels below US standard of 50.
- Clean Air Auditoriums implemented at 4 locations and will be expanded to other locations in a phased manner.
- We have Implemented UVGI (Ultraviolet Germicidal Irradiation System) at 9 locations in Financial Year 2019-20 and balance will be implemented across sites in a phased manner. It serves two fold benefit:
    - provides bacteria free air, improved air quality and odour elimination- will prevent patrons getting infected by communicable disease; and
    - this system also helps in sterilising the COVID-19 virus that may travel through the air-conditioning system.
    - energy savings in air handling units by ensuring clean coils free from mould and fungus growth.
- **Wolf Air Mask :** Ion Based Neutralisation for airborne virus, specially Designed for Cinema Halls and device successfully tested on SARS COVID-2 Virus
    - We have implemented surface and air borne Virus neutralisation devices across all sites in PVR in 2021-22.
    - The device is a negative ion generator, it produces trillions of –Ve Ions which neutralises Corona Virus or any other virus when come in contact with them thus reducing any chances of air born spread in closed environments.
    - This device can neutralise 99% of the novel coronavirus & is safe to use in human presence.
    - Certified by RGCB an ICMR recognised & ILAC Accredited Lab, SGS and Dubai Central Lab.
- **Laser Projection** for the upcoming projects this will have the following benefits:
- Energy Savings – as the overall consumption for the Laser projection is less as compared to xenon projection **expected savings of 5500 Units / projector per year.**
- We have been observing Earth Hour across cinemas every Thursday during which all non-essential loads are being switched off or brought down to the lowest possible level of power consumption for 1.5 hours.

(ii) Technology Absorption:

Since the Company has no subsisting Technology Agreement hence not applicable.

(iii) Foreign Exchange Earnings & Outgo

Expenditure in foreign currency (on accrual basis)

(₹ in lakhs)

Particulars	March 31, 2022	March 31, 2021
Travelling	24	19
Professional fees (including expenses, net of withholding tax)	758	730
Others	900	191
Total	**1,682**	**940**

(ii) Income in foreign currency (on accrual basis)

(₹ in lakhs)

Particulars	March 31, 2022	March 31, 2021
Advertisement Income	0	0
Income from sale of tickets and food and beverages	136	19

(iii) CIF value of imports

(₹ in lakhs)

Particulars	March 31, 2022	March 31, 2021
Capital Goods	489	572
Store and spares	206	28

For and On behalf of the Board
For **PVR Limited**

Place: Gurugram
Date: 09 May, 2022

Ajay Bijli
Chairman cum Managing Director

Annexure 6 to Board Report

Form No. MR-3
SECRETARIAL AUDIT REPORT
For the Financial Year Ended on March 31, 2022

[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,
PVR Limited
CIN: L74899DL1995PLC067827
61, Basant Lok, Vasant Vihar,
New Delhi – 110057

We have conducted the secretarial audit pertaining to the compliance of applicable statutory provisions and the adherence to good corporate practices by **PVR 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 our opinion thereon.

Based on our 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 authorised representatives during the conduct of secretarial audit, the explanations and clarifications made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, warranted due to spread of the COVID-19 pandemic, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2022 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 and made available to me, according to the provisions of:

(i) The Companies Act, 2013 ("the Act") and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 and the rules & Regulations made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment; (Company does not have any External Commercial Borrowing);

(v) 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, 2015;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

e) 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; **(Not applicable to the Company during the audit period);**

f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the audit period);**

g) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 **(Not applicable to the Company during the audit period);**

h) The Securities and Exchange Board of India (Issue and Listing of Non convertible Securities) Regulations, 2021; and

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) Other laws as are applicable to the Company are based on the reports of the heads of the Department:

a) All the Labour laws as applicable to the company;

b) All the Environmental laws as applicable to the company;

c) Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India;

(ii) The Uniform Listing Agreements entered into by the Company with the Stock Exchange(s) as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standard, etc. mentioned above.

In the matter of the managerial remuneration, aggregating to ₹1,085 lakhs paid to two executive directors of the Company for the Financial year ended March 31, 2022 was in accordance with the minimum remuneration as was originally approved by the shareholders of the Company vide their resolutions dated July 03, 2018 and September 29, 2020 and as per the provisions of Section 197 read with Schedule V to the Companies Act, 2013 (**"Act"**), the Company, owing to inadequacy of profits for the Financial year ended March 31, 2022 shall seek approval of the shareholders for the aforesaid managerial remuneration by way of special resolution in its forthcoming Annual General Meeting.

We further report that:

Having regarded to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

a) All Cinematograph Acts and Rules as applicable to the Company;

b) The Food Safety and Standards Act, 2006 read with the Food Safety and Standards Rules, 2011 with allied rules and regulations;

c) All the building bye-laws applicable on the construction and renovation of Cinemas/ Multiplexes constructed or renovated during the year.

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- executive directors including Independent Directors and woman director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent adequately in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decisions are carried through while the dissenting members' views are captured and recorded as part of the minutes.

We 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 all applicable laws, rules, regulations and guidelines.

We further report that during the audit period:

(i) The Company had issued and allotted Non-Convertible Debentures for an amount of ₹230 Crores on private placement basis.

(ii) The Company had redeemed 2,450 (Two Thousand Four Hundred and Fifty) Non-Convertible Debentures.

(iii) The Company had issued and allotted a total of 56,185 (Fifty-Six Thousand One Hundred and Eighty-Five only) equity shares pursuant to **PVR ESOP 2017 Scheme.**

(iv) The Company had issued and allotted a total of 1,78,230 (One Lakh Seventy-Eight Thousand Two Hundred and Thirty only) equity shares pursuant to **PVR ESOP 2020 Scheme.**

(v) The Members of the Company by way of Postal Ballot on March 07, 2022 had approved the PVR Employee Stock Option Plan 2022 "**PVR ESOP 2022**" and authorised the Board of Directors/Nomination & Remuneration Committee of the company to grant 6,00,000 Employee Stock Options according to the provisions of the said plan.

(vi) The Board of Directors, in their meeting held on 27th March, 2022 had approved the amalgamation of INOX Leisure Limited ("**Transferor Company**") into and with PVR Limited ("**Transferee Company**") resulting to which the Transferor Company will amalgamate with and into the Transferee Company.

For **Arun Gupta & Associates**

Arun Kumar Gupta
Company Secretary
ACS: 21227
C.P. No. 8003
UDIN: A021227D000290705

Place: New Delhi
Date: May 09, 2022

Note 1: This report is to be read with our letter of even date which is annexed as **'ANNEXURE A'** and forms an integral part of this report.

"Annexure A"

To
The Members,
PVR Limited
CIN: L74899DL1995PLC067827
61, Basant Lok, Vasant Vihar,
New Delhi – 110057

Our Secretarial Audit Report of even date is to be read along with this letter.

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

For **Arun Gupta & Associates**

Arun Kumar Gupta
Company Secretary
ACS: 21227
C.P. No. 8003
UDIN: A021227D000290705

Place: New Delhi
Date: May 09, 2022

Management Discussion and Analysis

Company Overview

PVR Limited (PVR) is India's largest multiplex player in India operating 854 screens across 173 properties.

PVR offers a diversified cinema viewing experience through its formats, including 'PVR Director's Cut', 'PVR LUXE', 'PVR IMAX', 'PVR P[XL]', 'PVR Playhouse', 'PVR 4DX', 'PVR Onyx', 'PVR Cinemas', and pursuant to our acquisition and amalgamation of SPI Cinemas, 'Escape', 'Sathyam' and 'Palazzo'. The Company displays a variety of content to cater to various customer segments in India.

Apart from box office revenues, PVR also generates revenue from non-box office sources such as food and beverage sales, advertisement revenue, convenience fees, and income from movie production/ distribution.

Due to the disruptions created by the COVID-19 pandemic, the film exhibition industry had a difficult year in FY 2020-21. FY 2021-22 started with the onset of the 2nd wave but ended on a high with March 2022 witnessing a strong recovery in admissions. The swift recovery seen in Q3 and Q4 of FY 2021-22 validates our belief on the agility and strength of the Company's business to bounce back once new content is made available for release.

Despite a difficult macro climate during the past 2 years, PVR handled the challenges expertly and benefitted from proactive cost control, liquidity and Cash flow management.

Screen Count:

2
Countries

23
States & UT

74
Cities

173
Cinemas

854
Screens

1,78,574
Seats

Global economic review

The global economy is progressively putting the COVID-19 behind it. In CY 2021, global economy delivered 6.1% year-over-year growth, reflecting a strong recovery from -3.1% decline in CY 2020. The commencement of the vaccine rollout by the end of CY 2020, as well as the gradual lifting of lockdown restrictions in many countries, sparked a global economic recovery, which was aided by massive fiscal stimulus from governments and central banks in some countries.

Global trade growth remained strong in 2021, with the value of global commerce increasing in each quarter. The expansion of trade was not restricted to products. Through 2021, service trade increased significantly, eventually reaching pre-pandemic levels in Q4 2021. Overall, global commerce hit a new high of almost US$ 28.5 trillion in 2021, up approximately 25% from 2020 and up about 13% from the pre-pandemic level of 2019.

On the negative side, inflation has risen to record levels globally due to demand-supply mismatch and rising energy and food prices, accentuated by the Russia-Ukraine crisis.

World GDP Forecast

	2020	2021	2022 (f)
World output	-3.1	6.1	**3.6**
Advanced Economies	-4.5	5.2	**3.3**
Emerging Market and Developing Economies	-2	6.8	**3.8**
Emerging and Developing Asia	-0.9	7.3	**5.4**

[Source World Economic Outlook, January 2022]

(f) forecast

Outlook

CY 2022, global economy is projected to continue with its post-pandemic recovery and grow at 3.6%, as per the IMF. Economic activity is expected to return to normalcy across most major economies. However, rising energy and food prices have restricted the ability of Governments and central banks to continue with their accommodative stance and the focus has now shifted to reining in inflation. As a results, interest rates have started to rise in advanced economies as well as in developing economies and more aggressive responses are expected going forward. Global trade has shown a strong but uneven recovery. After a sharp contraction of 8.1% in 2020, trade in goods and services is projected to expand by 9.4% in 2021 and 5.7% in 2022.

Infrastructure spending plans and renewable energy expenditures, such as solar and wind power, energy storage, and electric vehicles, have boosted demand forecasts. Furthermore, robust multilateral policy efforts, as well as vaccine deployment (including booster shots), and international liquidity, are likely to improve global economic prospects.

Indian economic overview

After a second wave of COVID-19 infections early last year, which negatively impacted activity and took a toll on individuals, India's economy experienced a swift revival. With a quick vaccination programme roll-out and government support, India was able to contain the harm caused by the COVID-19's third wave. Upticks in a variety of metrics, such as the mobility index, direct tax revenues, increasing GST collections and electricity demand, indicate that the economy is growing. The IMF projects GDP growth of 8.9% in FY 2021-22 and 8.2% percent in FY 2022-23, making India one of the fastest-growing economies globally.

	FY 2020-21	FY 2021-22	FY 2022-23
GDP	-7.3	8.9	**8.2**
Inflation	6.2	5.4	**4.5**
Unemployment Rate	10.1	9.2	**9.1**

(Source: IMF, Ministry of Statistics and Programme Implementation; CMIE)

Outlook

The Government of India's focus continues to remain on normalising economic operations, as well as the rapid rollout of vaccination. Domestic consumption growth is expected to pick up after Q2 of CY 2022, given around 80% of population will be fully vaccinated by then. This could help boost private consumption, which is anticipated to rise by more than 10% this year. Investment rebounded substantially in 2021, increasing by more than 16%, and is predicted to rise by another 7% in 2022. Broad vaccine coverage including roll out of booster doses, gains from supply-side reforms, regulatory ease, strong exports growth, improvement in rail and road infrastructure and the availability of fiscal space to ramp up capital spending will aid in GDP growth.

The approval of Production Linked Schemes for 14 important sectors will also aid India in attracting investments, bolstering its position as the world's fastest-growing emerging market. Aside from these variables, India's economic story is expected to be driven in the near future by a favourable young demography and steady urbanisation.

Rising inflation can act as the 'joker in the pack'. Central bank in a bid to control the raging inflation has already announced an increase in interest rates twice in a span of 35 days (in the 1st week of May and June 2022 respectively). It is trying to walk on a tightrope given the choices are compromising on economic growth or not allowing prices to spiral out of control.

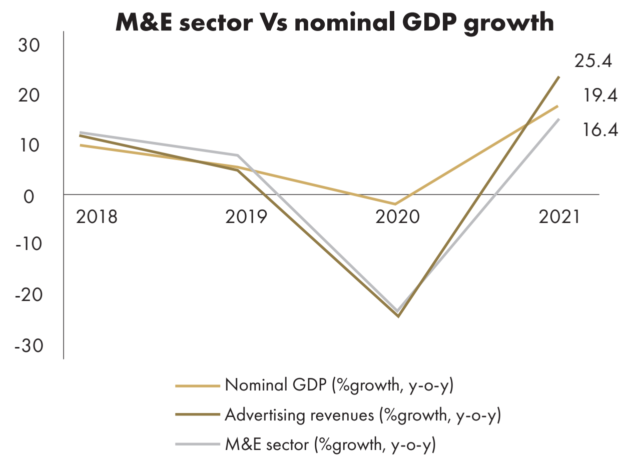
Media & Entertainment industry

Media & Entertainment industry and specifically the cinema & multiplex industry is now again gaining traction with the opening of Malls and theatres as the severity of the pandemic recedes. The Indian M&E industry increased 16.4% in 2021 to ₹1.61 trillion, still 11% below pre-pandemic 2019 levels. Television remained the largest segment, followed by digital media and then print.

	2019	2020	2021	2022E	2024E	CAGR 2021-2024
Television	787	685	720	**759**	**826**	**5%**
Digital media	221	235	303	**385**	**537**	**21%**
Print	296	190	227	**241**	**251**	**3%**
Online gaming	65	79	101	**120**	**153**	**15%**
Filmed entertainment	191	72	93	**150**	**212**	**32%**
Animation and VFX	95	53	83	**120**	**180**	**29%**
Live events	83	27	32	**49**	**74**	**32%**
Out of Home media	39	16	20	**26**	**38**	**25%**
Music	15	15	19	**21**	**28**	**15%**
Radio	31	14	16	**18**	**21**	**9%**
Total	**1,822**	**1,386**	**1,614**	**1,889**	**2,320**	**13%**

(Source: EY)

Advertising growth again outperformed the Indian GDP (%)



(Source: EY)

In 2021, advertising in the M&E sector recovered by 16% as compared to the 19% growth in the nominal GDP and 25% growth in the overall advertising sector. The M&E sector was impacted by the subdued consumer spends across film, events and television due to the pandemic. In the traditional segment, advertising revenue in 2021 grew across the four mediums of television, digital, print and OOH. In Cinema advertising degrew in 2021 as compared to 2020. Digital advertising witnessed the highest growth in 2021 as compared to last year. Television, Print, Digital put together contributed 95% to the total ad spends in the country in 2021.

Outlook

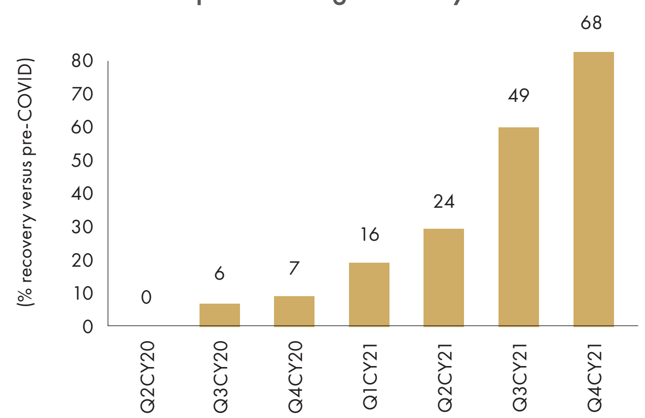
M&E sector is expected to grow 17% in 2022 and reach pre-pandemic levels of ₹1.89 trillion and then grow at a CAGR of 11% to reach ₹2.32 trillion by 2024 as the country slowly returns to normalcy. Digital, films and television will likely account for 2/3rd of this growth, followed by animation and VFX (14%) and online gaming (7%). Digital and online gaming market will benefit from the secular trend towards digital platforms and the rising penetration of smartphones and internet.

Market outlook

Globally film industry had a difficult year. Business picked up in the second part of the fiscal year as a result of the global immunisation drive and proactive government measures. In comparison to other developed and developing countries, India's film exhibition industry is severely underscreened. Furthermore, the favourable demographic mix and increase in discretionary spending augur well for the multiplex industry's sustained expansion.

Box office momentum to continue in the near term. Footfalls returned quickly to 60% of pre-COVID levels by the end of Q3 FY 2021-22, owing to a slate of big-budget films that outperformed expectations in terms of box office receipts. The 3rd wave of COVID-19 had a short-term influence on the performance, lasting about 6-7 weeks. Exhibitors' growing momentum is expected to continue beyond March 2022.

US box office reports strong recovery



Source: Gowerstreet, Elara Securities Research

Global Box Office experienced a positive surprise. According to an analysis by Gower Street, 90% of screens are now open globally, with 95% of screens open in APAC. In terms of overall Box Office performance, China has rebounded to 82% of pre-pandemic levels in CY21, while the United States has only recovered to 35% in the same time frame. Gower Street is forecasting global box office collections of $31.5bn, which would mark a significant uplift to the previous two COVID-impacted years – $21.3 billion in 2021 and $11.8 billion in 2020.

Global Box Office by Region, 2017-2022 ($ billion)

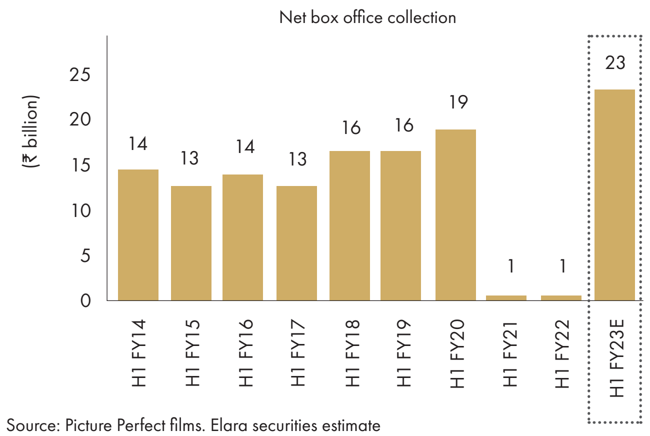
	2017	2018	2019	2017-2019 Average	2020	2021	2022 Forecast
North America	11.1	11.9	11.4	11.5	2.2	4.5	**8.7**
China	7.9	9	9.3	8.7	3	7.3	**7.7**
International (exc. China)	21.9	20.9	21.6	21.5	6.6	9.5	**15.1**
EMEA	10.2	10.1	10.3	10.2	3.3	5.0	**8.1**
Asia Pacific (exc. China)	8.3	8.1	8.5	8.3	2.8	3.6	**5.1**
Latin America	3.4	2.7	2.8	3.0	0.5	0.9	**1.9**
Global	**40.9**	**41.8**	**42.3**	**41.7**	**11.8**	**21.3**	**31.5**

Sources: 2022 Forecast – Gower Street Analytics, 2017-2021 Official Actuals – MPA Theme Report

Except for China, other geographies have recovered 42% in CY21 compared to pre-pandemic levels. However, Box Office momentum accelerated in Q4CY21, aided by the release of Spiderman, which grossed $1.8 billion worldwide, the sixth highest grossing film in history. US Box Office revenues have reported a recovery of 68% versus pre-pandemic levels, largely in line with Indian multiplexes.

(Source: Elara Capital)

Healthy growth for Hindi box office in HIFY23E



Source: Picture Perfect films. Elara securities estimate

Rise of OTT platforms

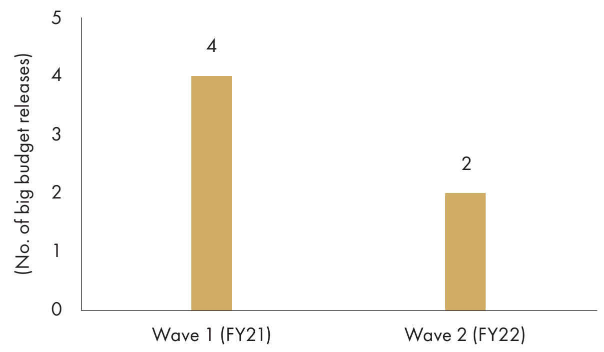
The OTT platforms saw a decent rise in the last two years, owing to the pandemic. The exhibition sector was severely harmed by the several months of shutdown, staggered opening of cinema halls with varying capacity caps, delays in obtaining approval for 100% occupancy in certain key states, and a lack of new releases. As a result, some films (from low to mid-budget) had chosen direct-to-OTT distribution since it allows film makers to monetise their inventory at an acceptable return on investment. Though, some large blockbuster films like 'Sooryavanshi', '83' etc. (which were scheduled to debut in 2020) waited for almost 18+ months for an opportunity to release on the big screen.

Due to the uncertainty around when 100% capacity would be allowed in cinemas, digital rights became the largest sector of the theatrical segment in 2020, growing at 86% year to year ₹35.4 billion.

A direct-to-OTT release may suit small-to-medium budgeted films, but it may be a concern for big-budget films with big stars, given the irreplaceable theatrical viewing experience, lower subscription rates, lower RoI compared to a theatrical release, limited recreation options in India, and big actors' lack of interest in a direct-to-OTT release because the small screen negatively impacts their brand value.

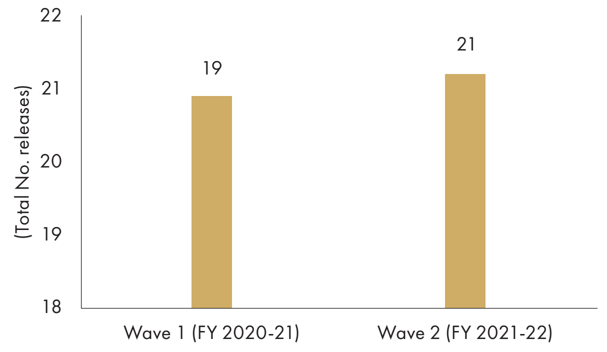
Domestic cinemas account for 50-55 % of the total revenue for film makers, while overseas cinemas account for 17-19%, with digital rights/OTT rights, satellite and music rights accounting for 10-12% and 10-17%, respectively. Hence, it is believed that both OTT and theatre will co-exist and rise of OTT will not be a threat to mainstream theatre.

Sharp fall in number of Hindi big-budget films opting for direct OTT release



Source: IMDb, Elara Securities Research

Number of films, mostly small/medium budget opting for direct OTT release stable



Source: IMDb, Elara Securities Research

Indian Filmed Entertainment

India is the world's largest film producer, the world's largest film market in terms of ticket sales, and the fifth-largest box office market in terms of revenue in 2020.

The performance of filmed entertainment market was weak in 2021 due to lockdowns and restrictions on exhibition and cinema operations across states. Despite that, more than 750 films were released in 2021, compared to only 441 in 2020. This number is still about half of 2019 levels. The value of digital rights doubled to ₹40 billion from 2019. Due to a lack of theatrical releases and softening prices, broadcast rights did not expand this year, and in-cinema advertising continued to decline. The Indian Bollywood film industry, valued at $2 billion in 2016, is projected to reach a size of $2.7 billion by 2023, after dropping to less than $1 billion in 2020.

Pushpa:

The Rise – Part 1

(dubbed from Telugu) clocked ₹108 crores

Filmed entertainment segment recovered 28% in 2021

	2019	2020	2021	2022E	CY23E
Domestic theatricals	115	25	39	**75**	**105**
Overseas theatricals	27	3	6	**12**	**16**
Broadcast rights	22	7	7	**14**	**19**
Digital/ OTT rights	19	35	40	**48**	**69**
In-cinema advertising	8	2	1	**2**	**3**
Total	**191**	**72**	**93**	**150**	**212**

₹ billion (gross of taxes) I EY analysis

Regional movies

Regional films are an important element of the Indian film industry and account for a large portion of overall box office receipts.

The total number of films released in 2021 were 757, an increase of 71% over 2020. Only 84 films were released in Hindi, with Telugu (204) and Tamil (152) having the highest number of releases. Fewer lockdowns in the south led to markets rebounding faster and touching 59% of their 2019 release levels.

RRR

(dubbed from Telugu) grossed ₹274 crores

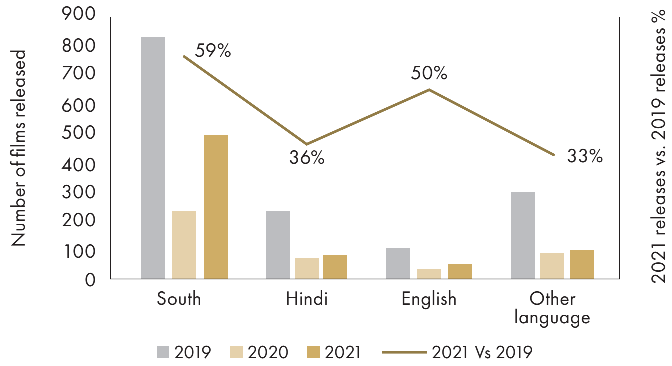
The exceptional performance of regional movies dubbed in Hindi in the latter half of 2021 and in 2022 took the entire industry by surprise. Hindi versions of:

KGF-2

dubbed from Kannada)
which has become the 2nd biggest movie in India after 'Bahubali 2' has collected ₹434 crores till date.

Source for Box office data : Bollywoodhungama.com

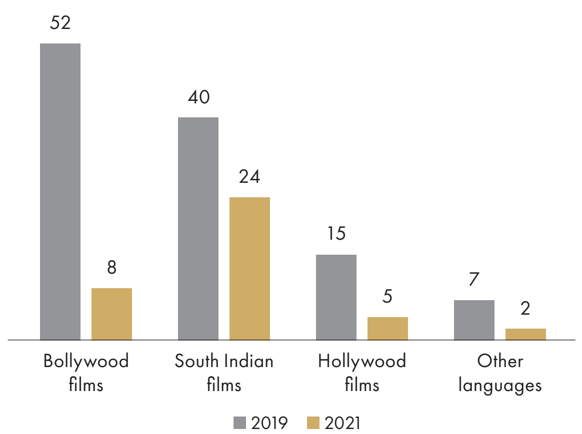
For the multiplex & the exhibition industry as a whole, this changing trend of multilingual content doing well at a pan India level, reflects the growing acceptability of non-Hindi content amongst audiences. This is a welcome change that has emanated from the huge proliferation of OTT platforms and the subsequent consumption of foreign and regional content on these platforms over the past 2 years.



Comscrore

Box office revenues were dominated by South Indian films

Gross box office (₹ in billion)

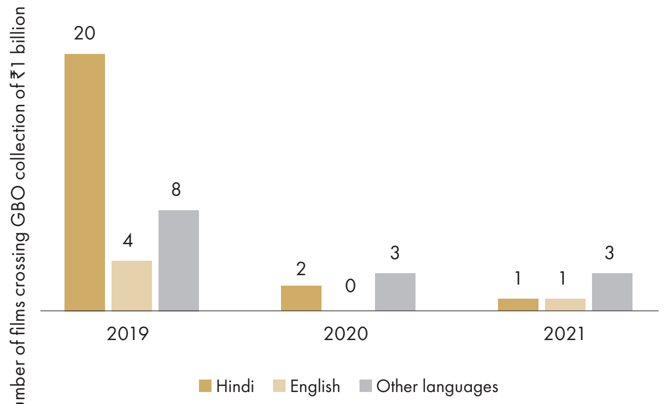


₹ billion (gross of taxes) | EY analysis

Box office receipts

In 2021, gross box office receipts grew by 57% to ₹39 billion with South Indian films accounting for ₹24 billion due to more releases. In 2021, only five films including three films in regional languages, one Hindi and one English language crossed the ₹1 billion mark, compared to a total of 32 films which surpassed this mark in 2019.

Five releases grossed ₹1 billion or more at the box office



(Source: EY)

Indian multiplex industry overview

In India, the movie-going experience has changed dramatically in recent years, with multiplex audiences increasing multi-fold. Revenues of the multiplex industry fell dramatically in 2021 as cinemas were shut for a large part of the year and release of big-budget films were pushed back. FY 2021-22 was marked by the 2nd and the 3rd wave of COVID-19. The 2nd wave of the pandemic hit us at the start of FY 2021-22 and lasted till July 2021. Various states which had mandated cinema shutdown at the start of the 2nd wave, started to relax restrictions and allowed cinemas to operate from July onwards. The key state of Maharashtra allowed cinemas to operate only from October 2021 which effectively delayed release of Bollywood content thereby delaying the recovery of the theatrical exhibition industry. As soon as the industry was limping back to normalcy after witnessing decent recovery in admissions in November and December, the 3rd wave took us by surprise in the last week of December 2021. The industry was again impacted by restrictions around capacity which were imposed by various states. Except for Delhi and Haryana no other state mandated complete shutdown of cinemas during the 3rd wave. The good thing about the 3rd wave was that the rate of infections subsided as drastically as they had peaked. Restrictions imposed by various states started to go away from the 1st week of February 2022 and were almost done away with by the end of the month.

Given the consistent flow of strong content from the last week of February 2022 and removal of all capacity restrictions across India, occupancy levels & admissions in March 2022 bounced back significantly to almost the pre pandemic level. For the complete year, occupancy levels were still below the pre-pandemic level with a full recovery of revenue expected in the second half of FY2022-23, as per CRISIL Research.

Multiplex exhibition industry revenues FY2015-FY2025E

₹ in billion	FY15	FY20E	FY21P	FY25P	CAGR FY15-FY20	Y-O-Y FY20-FY21	CAGR FY20-FY25
Domestic theatrical revenues	37	75	2-3	90-110	16%	(95)-(97)%	**5-6%**
F&B revenues	11	32	1-2	40-45	24%	(93)-(95)%	**6-7%**
Domestic Ad revenues	5	13	1-2	18-22	21%	(85)-(90)%	**7-8%**
Other Income	2	6	0-1	10-15	21%	(90)-(95)%	**11-12%**
Total	**55**	**126**	**6-7**	**170-180**	**18%**	**(93)-(97)%**	**6-7%**

Source: CRISIL Research, Sharekhan Research

India's movie business is significantly fragmented, with a total of ~9,500 screens, out of which ~3,200 are multiplex screens. Multiplexes account for 33% of total screen counts and 55% of total box office collections in India. With a CAGR of over 9%, the number of multiplex screens is expected to approach 4,500 by 2024.

With only 6 screens per million (people), India is an extremely under-screened market, compared to 26 in Japan and 30 in China. The low penetration, as well as the replacement of single screens in the market, provide a significant growth opportunity for multiplexes. Furthermore, multiplex operators will benefit from the pandemic's permanent shutdown of single screens, as this will raise the percentage of multiplexes in the overall movie exhibition sector and improve occupancy after the situation has stabilised.

Factors that will propel the growth of the multiplex industry over the foreseeable future

Average income: People have greater discretionary money when their per capita income rises, which raises their standard of living. By 2025, per capita income is predicted to at least double.

Vaccination drive: India has administered ~1.9 billion vaccine doses in the largest vaccination drive globally. Low severity of the 3rd wave, allowing booster dose in adults, vaccinating children between the ages of 5 and 12 and achieving high rates of vaccination overall within the population has helped in increasing attendance at movie theatres and propelling the film industry back to pre-COVID levels of occupancy.

Improving lifestyle: Footfall at multiplexes has increased as the lifestyle choices of a youthful and vast working population have improved. The lack of out-of-home entertainment options in India, combined with excellent audio and visual experiences, a pleasant atmosphere, wide variety of F&B offerings, comfortable seating, are some of the elements fueling this need.

Higher occupancy rate: The occupancy rate of multiplexes has doubled to 20% in December 2021 within a short time frame and further improved to 25% in the last quarter of FY 2021-22, though still below the 30% in pre-Pandemic times. The occupancy rate is expected to go back to pre-pandemic levels in FY 2022-23.

Superior technology: The implementation of the latest technologies in the market (video, audio, and seating, among others) ensures that multiplexes can provide a premium experience to their customers.

Increasing number of malls: Over the last decade, the number of malls has increased dramatically. Previously only found in Metros and Tier-I cities, they are now finding their way into Tier-II cities as well. The expansion of multiplexes will also be aided by this deepening footprint.

Single screens on the backfoot: At the start of the pandemic, India had a total of ~9,500 screens, with multiplexes accounting for ~3,200 screens and 55% of total box office receipts. The pandemic has taken a heavy toll on the industry with a significant impact on the single screen operations. These losses are projected to force closure of single screens across the country, increasing the share of multiplexes in the overall movie exhibition market.

Lack of Out of Home Entertainment options in India: Multiplexes continue to remain the cheapest form of out of home leisure activity in India as compared to theme park visits, dining out and vacations.

GDP growth & per capita consumption: By 2030, India could become world's third largest economy. India's GDP growth rate has returned to pre-COVID levels and is expected to deliver the fastest growth among major economies in CY 2022 globally.

Business Overview

During the year under review, the Company's performance was adversely affected by the COVID-19 pandemic which resulted in lower occupancy levels in multiplexes in FY 2021-22. The operating performance rebounded strongly in the second half of the fiscal year, despite the third wave of the pandemic. Movies which released since the last week of February reported strong performance at the box office. Admissions for the month of March 2022 touched a post pandemic high of 90.5 lakhs. Towards the end of the FY 2021-22, average ticket prices and spend per head on food & beverages sustained at levels significantly higher than those prior to the pandemic. Overall, business is expected to grow in the coming quarters, supported by the growth in ATP and SPH already witnessed in Q3 & Q4 FY 2021-22, occupancy% reclaiming pre-COVID highs on the back of stellar content line-up, and the advertising income coming back to pre-pandemic level over the next few months.

PVR is well positioned to capitalise on the substantial pent-up demand. The Company is restarting its capex cycle from FY 2022-23 and has plans of opening ~125 screens this year, breaking its own record of opening 87 screens in a year in FY 2019-20. The Company had opened 29 screens across 5 properties in FY 2021-22.

Proposed Merger with INOX

On March 27, 2022, the Boards of PVR and INOX Leisure Ltd approved the merger of the two entities, which is subject to approval of the shareholders of PVR and INOX, stock exchanges, SEBI and other regulatory approvals.

As per the terms of the transaction, INOX will merge with PVR and INOX shareholders will receive 3 shares in PVR for 10 shares of INOX. Post the merger, the promoters of INOX will become co-promoters in the merged entity along with the existing promoters of PVR.

The merged entity would become the largest cinema exhibition company in India operating more than 1500 screens across 110 cities.

Rationale

- Value creation for all stakeholders, including customers, real estate developers, content producers, technology service providers, the state exchequer and above all, the employees.
- Use the combined balance sheet strength to expand into Tier 2 and Tier 3 markets
- Realise material cost and revenue synergies
- Adequately respond to the threat from OTT platforms.

Terms of the Merger

- Post the merger, the promoters of INOX will become co-promoters in the merged entity along with the existing promoters of PVR.
- Post the merger, the Board of Directors of the merged company would be re-constituted with total board strength of 10 members and both the promoter families will have equal representation on the Board with 2 board seats each.
- Initial Management for 5 years: Ajay Bijli would be appointed as the Managing Director and Sanjeev Kumar would be appointed as the Executive Director. Pavan Kumar Jain would be appointed as the Non- Executive Chairman of the Board. Siddharth Jain would be appointed as Non-Executive Non-Independent Director in the combined entity.
- The combined entity will be named as PVR INOX Limited with branding of existing screens to continue as PVR and INOX respectively. New cinemas opened post the merger will be branded as PVR INOX

SCOT analysis

Strengths	Challenges
Movie exhibition industry leader in India	Absence of stringent piracy laws
Diversified products and services offerings and premium	Sluggish real estate developments
Guest experience	Long and tedious regulatory processes
Strategically-located cinemas	
Strong relationships with developers	
Stable financial position	
Leadership position across key operating metrics	
Experienced promoters and senior management team with in- depth industry know-how	
Usage of superior technology such as Dolby stereo sound system, digital cinema technology for superior customer experience	

Opportunities	Threats
Low screens per capita, indicating headroom for growth	Any further pandemic led disruption in operations
Young demographics driving the entertainment industry	Rising popularity for live events and performances
Private screenings	Bans, restrictions from Central Board of Film Certification
Recent box office success of dubbed regional content	Delays in film production or releases
Growing disposable incomes	New content distribution platforms like OTT platforms
Screening of Alternative content options such as online gaming events, musical concerts, Sporting events, etc.	

Operational steps to ensure continuity

The key measures undertaken in view of COVID-19 crisis are:

PVR partnered with UFO Moviez to announce the installation of a cinema-specific air sterilisation device called 'UFO-Wolf AirMask'. To ensure the safety of visiting patrons, it offers real-time air sterilisation providing protection against all kinds of harmful bacteria, viruses and microbes in the air and surfaces. It is successfully tested on SARS COVID-2 VIRUS at Rajiv Gandhi Centre for Biotechnology, Trivandrum, an ICMR recognised and ILAC Accredited Lab (International). This new technology is part of PVR's enhanced safety initiative 'PVR Cares' that ensures that cinemas are safe in every possible way for both guests and staff across every touch point in their cinema journey.

We've created detailed processes and guidelines to ensure a safe and sanitary atmosphere for our clients and employees.

Tickets are available on our website and mobile application, as well as partner websites and mobile applications, to facilitate contactless booking. Customers can also pay for tickets at the entrance gates by scanning 'fast response' codes. Furthermore, we have stopped providing paper tickets and now exclusively provide booking confirmations by SMS and e-mail. We've also included a 'fast response' code-based meal ordering system, and included some healthy choices and selections with ingredients that help to boost immunity.

We've also introduced the concept of private screenings, which is a premium and personalised offering in which a small group of audience members books the entire auditorium to enjoy the content of their choice.

"Best in Class" Standard Operating Procedures Developed

PVR developed "best in class" standard operating procedures to ensure complete safety of our consumers and employees from COVID-19. Some of the measures taken include:

Social Distancing

- Marked Queuing at Box office, security check, concessions, rest rooms, elevator etc.
- Staggered Audi seating
- Limited staff back of the house

Minimal Human Contact

- Disposable food containers and packaging
- Modified processes & procedures
- Digital transactions

Sanitisation and Cleanliness

- Deep cleaning and sanitisation of all surfaces – Box Office to Exit
- Advance sanitisation using ULV technology for long lasting protection
- Anti-microbial film on handles and bars
- 70+ cinema touch points to be sanitised every hour with colour coded dusters as per authorised grades

Health and Hygiene

- Temperature screening at entry
- Arogya App
- Regular staff health check
- Stringent hygiene protocol
- Entry restricted for employees and gusts with symptoms
- Staff awareness and training

Financial Initiatives to ensure Continuity

To mitigate the adverse impact of the pandemic on its operations, the Company during the year took some decisive actions to alleviate the damage: It proactively implemented cost optimisation measures, kept enhanced liquidity at all times on the balance sheet and prudently managed its cash flow.

1. **Implementation of cost reduction**

To mitigate the adverse impact of various lockdowns and pandemic induced disruptions in FY 2021-22, the Company continued with its fixed cost reduction measures, similar to what it had done in FY 2020-21. Steps taken for reduction of these costs and its outcome is summarised below (standalone basis).

Expense (₹ in lakhs)	FY 2021-22	FY 2020-21	FY 2019-20 (pre-Pandemic period)	% Change (compared to pre-Pandemic)	Remarks
Rental and Common Area Maintenance (CAM) cost	46,792	20,774	72,988	(36%)	Renegotiated contractual payments for discounts/waivers with mall developers, landlords, lessors, and partners. Received partial/ complete rental waivers/ discounts for the lockdown period and agreed for revenue share arrangements or discounts for the lockdown period till the end of FY 2021-22.
Personnel cost	25,602	20,742	38,166	(33%)	Temporary workforce & compensation reduction across various levels in the organisation was done in H1 FY 2021-22.
Electricity & Water charges	10,274	5,566	20,477	(50%)	Significant reduction in electricity and water expenses due to closure of cinemas and lower occupancy post re-opening. Few state governments waived off minimum load charges during the lockdown period.
Other overheads	20,739	13,818	37,314	(44%)	Renegotiated terms for contracts pertaining to housekeeping and security. All discretionary expenses such as advertising, travel, administrative, capital expenditure, and other non-essential expenses were significantly reduced or deferred.
Total	**1,03,407**	**60,900**	**168,945**	**(39%)**	

These numbers are after excluding the impact of Ind AS 116 – Leases

2. **Cash flow management**

Working capital management

The Company in normal times runs a negative working capital business. In H1 FY 2021-22 (similar to FY 2020-21), we worked with our suppliers and vendors for alternate payment plans for our creditors' outstanding balances. In addition, to make our working capital cycle more effective and preserve liquidity, we aggressively collected amounts owing to us from our debtors. We went back to the normal creditor payment and debtor collection cycle from H2 onwards.

Capital expenditure:

Similar to last year, capex in FY 2021-22 was limited to only those properties where we were in advanced stages of fitout. The Company opened only 29 new screens across 5 properties which is a far cry from the 87 screens it had opened in FY 2019-20. Details of screens opened during the year are as follows:

Name	Date of Opening	Screens	Seats	City	State
PVR Ambience Gurgaon (in Existing property)	5-Aug-21	4	246	Gurgaon	Haryana
PVR Jamnagar	3-Sep-21	3	706	Jamnagar	Gujarat
PVR Makers Maxcity Mumbai	22-Oct-21	6	882	Mumbai	Maharashtra
PVR Makers Maxcity Mumbai-Drive in (in Existing property)	5-Nov-21	1		Mumbai	Maharashtra
PVR Sreekanya Narsipatnam	14-Jan-22	4	1,188	Narsipatnam	Andhra Pradesh
PVR Friends Mall Jalandhar	17-Mar-22	6	730	Jalandhar	Punjab
PVR Atrium Hyderabad	25-Mar-22	5	927	Hyderabad	Telangana

The Company has since then recommenced its Capex plans and intends to open approximately 125 screens in FY 2022-23.

3. **Liquidity Management**

To mitigate the uncertainty around the pandemic and to maintain sufficient liquidity, the Company raised comfort capital in the form of debt during the year.

- In Q1 FY 2021-22 the Company raised ₹20,000 lakhs under the ECLGS 3.0 scheme of the Government of India. Government under the ECLGS scheme has offered long-term loans, with reduced rates and a 2 year moratorium period to companies in all sectors that were impacted by the pandemic.
- Subsequently in Q2 FY 2021-22 the company raised ₹23,000 lakhs through 'Market Linked Debentures' (MLDs)
- In Q4 FY 2021-22, the Company raised ₹12,500 lakhs through terms loans from scheduled commercial banks.

Total cash and bank balance in Consolidated financials as on March 31, 2022 was ₹**57,858 lakhs.**

FINANCIAL PERFORMANCE AND ANALYSIS

The impact on business in FY 2021-22 due to pandemic led disruption was similar to FY 2020-21 but lesser in intensity. PVR's relentless focus on managing costs and maintaining adequate liquidity enabled the Company to better navigate the challenging market conditions. The discussion in this section relates to the standalone financial results pertaining to the year ended March 31, 2022. The financial statements of the Company have been prepared in accordance with the Indian Accounting standards (Referred to as Ind AS), prescribed under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules as amended from time to time. Significant accounting policies used in the preparation of the financial statements are disclosed in the notes to the standalone financial statements.

The table below gives an overview of the standalone financial and operating results for FY 2021-22 compared with FY 2020-21. Further comparative financials after adjusting for impact of Ind – AS 116 have also been reproduced below for both the financial years. The MD&A section below has been drafted basis the Ind AS 116 adjusted numbers for ease of understanding of the stakeholders.

Particulars (₹ in lakhs)	March 31, 2022 Reported	IND AS 116 Adjustment	March 31, 2022 Adjusted	March 31, 2021 Reported	IND AS 116 Adjustment	March 31, 2021 Adjusted	Growth/ De-growth
Income							
Revenue from operations	**121,331**		**121,331**	22,572	-	22,572	↑ 438%
Other income	**31,074**	(24,430)	**6,644**	47,275	(43,489)	3,786	↑ 75%
Total Income	**152,405**	**(24,430)**	**127,975**	**69,847**	**(43,489)**	**26,358**	**↑ 386%**
Expenses							
Movie exhibition cost	**31,200**		**31,200**	4,680	-	4,680	↑ 567%
Consumption of food and beverages	**9,857**		**9,857**	1,833	-	1,833	↑ 438%
Employee benefits expense	**25,602**		**25,602**	20,742	-	20,742	↑ 23%
Other operating expenses	**44,057**	33,748	**77,805**	28,271	11,887	40,158	↑ 94%
Total expenses	**110,716**	**33,748**	**144,464**	**55,526**	**11,887**	**67,413**	**↑ 114%**
EBITDA	**41,689**	**(58,178)**	**(16,489)**	**14,321**	**(55,375)**	**(41,054)**	**NM**
EBITDA Margin (%)	27%		(13%)	21%		(156%)	
Finance costs	**49,394**	(33,988)	**15,406**	49,347	(34,479)	14,868	↑ 4%
Depreciation and amortisation expense	**59,442**	(34,649)	**24,793**	56,349	(33,250)	23,099	↑ 7%
Profit before tax	**(67,147)**	**10,459**	**(56,688)**	**(91,375)**	**12,353**	**(79,022)**	**NM**
PBT Margin (%)	**(44%)**		**(44%)**	**(131%)**		**(300%)**	
Tax expense	**(19,312)**	**3,655**	**15,657**	**(19,025)**	**4,317**	**(14,708)**	**NM**
Profit after tax	**(47,835)**	**6,804**	**41,031**	**(72,350)**	**8,037**	**(64,313)**	**NM**
PAT Margin (%)	**(31%)**		**(32%)**	**(104%)**		**(244%)**	
Operating Numbers							
Locations (Nos.)	**180**		**180**	175		175	↑ 3%
Screens (Nos.)	**862**		**862**	833		833	↑ 3%
Admits (lakhs)	**333**		**333**	68		68	↑ 392%
Gross ATP	**234**		**234**	179		179	↑ 31%
Net ATP	**194**		**194**	148		148	↑ 31%
Gross SPH	**124**		**124**	95		95	↑ 30%
Occupancy %	**22%**		**22%**	10%		10%	↑ 116%

Total rent concessions received during year ended March 31, 2022 amounted to ₹26,977 lakhs. Out of this ₹24,430 lakhs is recognised in "Other income" after adjusting the rent expense of ₹2,547 lakhs for the Year ended March 31, 2022. For more details, refer to Note 17 (e) of Notes to Accounts to the standalone financial statements.

I. REVENUE:

Total Revenue increased by 386% or ₹1,01,617 lakhs during the year ended March 31, 2022 as compared to previous year ended March 31, 2021 on account of FY 2020-21 being severely impacted by pandemic led disruption. Total Revenue comprised of following:

₹ in lakhs	March 31, 2022	March 31, 2021	% Change
Income from sale of movie tickets	**66,380**	10,018	↑ 563%
Sale of food and beverages	**38,082**	6,104	↑ 524%
Advertisement income	**7,201**	1,777	↑ 305%
Convenience fees	**7,560**	3,738	↑ 102%
Other operating revenue and Other Income	**8,752**	4,721	↑ 85%
Total	**127,975**	**26,358**	**↑ 386%**

A. Income from Sale of Movie tickets

Income from the sale of movie tickets increased by 563% or ₹56,362 lakhs during the year ended March 31, 2022, as compared to the previous year ended March 31, 2021. Primarily the increase was on account of quicker relaxation of restrictions post-COVID and more operational months in FY 2021-22 as compared to FY 2020-21.

(i) 29 new screens across 5 properties were made operational during the year;

(ii) Admits increased by 392% and Gross ATP increased by 31%; footfalls in FY 2020-21 were extremely low given that cinemas were closed for a large part of the year due to the pandemic. In FY 2021-22, Wave 2 started to dissipate and cinema operations resumed from July'21 end. Since then the cinemas continued to operate with limited capacity throughout the year. Superlative performance in the month of November'21, December'21 and March'22 on the back of new content releasing significantly improved the overall admissions and ATP figures for the complete year.

B. Income from Sale of Food and Beverages

Income from the sale of Food & Beverages increased by 524% or ₹31,978 lakhs during the year ended March 31, 2022, as compared to the previous year ended March 31, 2021. The increase was mainly due to the cinema being allowed to operate for a major part of the year although with limited capacity and other restrictions. SPH witnessed a jump of 30% during the year ended March 31, 2022, as compared to the previous year ended March 31, 2021.

C. Advertising Revenue

Advertising revenue increased by 305% or ₹5,424 lakhs during the year ended March 31, 2022, as compared to the previous year ended March 31, 2021.

D. Convenience fees

Convenience fees increased by 102% or ₹3,822 lakhs during the year ended March 31, 2022, as compared to the previous year ended March 31, 2021. The increase was on account of significantly higher admissions in FY 2021-22 as compared to FY 2020-21.

E. Other operating Revenue and Other Income

Other operating revenue including other income increased by 85% or ₹4,031 lakhs during the year ended March 31, 2022, as compared to the previous year ended March 31, 2021. It includes income from movie production and distribution, Food court Income, Gaming Income, Management fees, Interest Income, and other non-operating Income.

II. Expenses

Total expenses increased by 75% or ₹79,283 lakhs during the year ended March 31, 2022, as compared to the previous year ended March 31, 2021, primarily on account of cinemas being operational for a larger period during the year. Total expense comprised of the following:

Particulars (₹ in lakhs)	FY 2021-22	FY 2020-21	% Change
Variable Cost			
Movie exhibition cost	31,200	4,680	↑ 567%
Consumption of food and beverages	9,857	1,833	↑ 438%
Total Variable Cost	41,057	6,513	↑ 530%
Fixed Cost			
Employee benefits expense	25,602	20,742	↑ 23%
Rent and CAM	46,792	20,774	↑ 125%
Electricity and Water charges	10,274	5,566	↑ 85%
Other operating expenses	20,739	13,818	↑ 50%
Total Fixed Cost	103,407	60,900	↑ 70%
Finance Cost and Depreciation			
Finance costs	15,406	14,868	↑ 4%
Depreciation and amortisation expense	24,793	23,099	↑ 7%
Total	184,663	105,380	↑ 75%

A. Movie Exhibition cost

Movie Exhibition cost increased by 567%, or ₹26,520 lakhs, during the year ended March 31, 2022, compared to the year ended March 31, 2021, primarily due to an increase in revenue from the sale of movie tickets. This cost is fully variable and linked to the sale of movie tickets.

Particulars	FY 2021-22	FY 2020-21
Movie Exhibition cost (as a % to Box office Revenue)	47.0%	46.7%

B. Consumption of food and Beverages

Consumption of food and beverages increased 438%, or ₹8,024 lakhs during the year ended March 31, 2022, compared to the year ended March 31, 2021, primarily due to an increase in revenue from the sale of food and beverages. This cost is fully variable and is linked to the sale of Food & Beverages.

Particulars	FY 2021-22	FY 2020-21
Cost of Goods sold (as a % to Food & Beverages Revenue)	25.9%	30.0%

C. Employee Benefit Expenses

Employee benefit expenses increased by 23%, or ₹4,860 lakhs, during the year ended March 31, 2022, compared to the year ended March 31, 2021, primarily on account of removal of temporary salary cuts once cinemas were allowed to open post Wave 2.0. Still it is significantly lower than FY 2019-20 (pre-pandemic) due to the significant personnel cost reduction done in FY 2020-21 and no significant wage increments being given during the past 2 years.

D. Rent and Common area maintenance ("CAM")

Rent and CAM expenses increased 125%, or ₹26,018 lakhs, during the year ended March 31, 2022, compared to the year ended March 31, 2021, primarily due to properties being operational for a longer period during the year as compared to last year.

E. Electricity & Water Charges

Electricity & Water expenses increased 85%, or ₹4,708 lakhs, during the year ended March 31, 2022, compared to the year ended March 31, 2021, primarily due to properties being operational for a longer period during the year as compared to last year.

F. Other operating expenses

Other operating expenses primarily include Repairs and maintenance, Marketing expenses, Rates and taxes, Security service charges, Travelling and conveyance, Legal and professional fees, and other expenses. The expense increased by 50% or ₹6,921 lakhs for the year ended March 31, 2022, as compared to March 31, 2021. The increase in operating expenses was in line with the opening of cinemas and operating them for a longer period of time as compared to last year.

G. Finance cost

Finance Cost includes Interest on Debentures, Term loan, Banks, and other financial charges. Finance cost increased by 4% or ₹538 lakhs for the year ended March 31, 2022, as compared to March 31, 2021.

H. Depreciation and amortisation expense

Depreciation and amortisation expense increased by 7% or ₹1,694 lakhs.

Ratios

Particulars	Formula	Units	FY 2021-22	FY 2020-21
Current Ratio	Total Current Assets / Total Current Liabilities	times	0.57	0.87
Debt - Equity Ratio	Total Debt / Total Equity	times	1.08	0.73
Debt Service Coverage Ratio	[Loss Before Tax + Dep & Amort. + Finance costs - Other Income] / [Finance Costs*+Principal Repay. of LT Debt]	times	0.28	(1.05)
Return on Equity	Loss For The Year / Average Total Equity	%	(30%)	(44%)
Inventory Turnover Ratio	Consumption of F&B / Average Inventory (F&B)	times	5.87	1.29
Trade Receivables Turnover	Revenue From Operations / Average Trade Receivables	times	29.29	2.36
Trade Payables Turnover	[Exhibition Cost + COGS + Other Operating Expenses] / Average Trade Payables	times	3.54	1.44
Net Capital Turnover	Total Income / [Total Current Assets -Total Current Liabilities]	times	(2.51)	(4.73)
Net Profit Ratio	Loss For The Year / Total Income	%	(31%)	(104%)
Return on Capital Employed	EBIT = [Loss Before Tax + Finance Costs] / Capital Employed**	%	(10%)	(21%)
Return on Investments	Income Generated From Investments / Average Investments	%	5%	3%

Notes:

1) For computing above ratios reported standalone numbers are considered.

2) Ratios include impact of Ind AS 116 'Leases'.

*Interest on debentures, term loans and bank and others

**Total Equity +Total Borrowings-Other Intangible Assets - Goodwill

Balance Sheet

The following table set forth selected items from the standalone Balance sheet:

Particulars (₹ in lakhs)	March 31, 2022	March 31, 2021	Growth/ De-growth
	Ind AS 116 Adjusted	Ind AS 116 Adjusted	
Assets			
Non-current assets	358,537	357,400	0%
Current assets	81,105	96,200	(16%)
Total	439,642	453,600	(3%)
Equity and liabilities			
Equity	214,784	253,174	(15%)
Non-current liabilities	110,681	113,578	(3%)
Current liabilities	114,177	86,847	31%
Total	439,642	453,600	(3%)

I. Non-Current Assets

Non-Current Assets includes Property, Plant and Equipment, Goodwill, Intangible Assets, Capital work-in-progress, Interest in Joint ventures, Security deposits to mall developers, Deferred tax assets, and other non-current assets.

II. Current Assets

Current Assets include Inventories, Trade Receivables, Cash and cash equivalents, and other current assets.

III. Equity

Equity comprises of Equity share capital and Reserves and surplus.

IV. Non-current Liability

Non-Current liability includes Borrowings, the non-current portion of Gratuity and leave encashment liability, deferred tax liability, and other non-current liabilities.

V. Current Liability

Current liability includes Short-term Borrowings, Trade payables, other financial liabilities, current portion of Gratuity and leave encashment, and other current liabilities.

Governance

Company's unending pursuit of excellence in Corporate governance reflects in the value it has created for all stakeholders across the board over the past 25 years of its existence. To meet its legal and ethical obligations, the Company follows a set of policies and procedures that are decided by the Board in consultation with external consultants wherever required. Its philosophy is to produce sustained business excellence and maximise long-term shareholder value through ethical business practices. In all of its activities, the Company is devoted to transparency and places a significant focus on business ethics.

PVR's corporate governance is guided by the highest levels of openness, accountability, and equity in all its activities and relations with all stakeholders, including shareholders, employees, the government, and lenders. We think that all our operations and actions should be directed at increasing total company value and maintaining shareholder confidence.

Internal control systems and their adequacy

We have in place adequate controls, procedures and policies that ensure orderly and efficient conduct of its business, including adherence to its policies, safeguarding of its assets, prevention and detection of fraud and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information. Our internal control system is commensurate with the size, scale, and complexity of its operations. Further, the Audit Committee interacts with the statutory auditors, internal auditors, and management in dealing with matters within its terms of reference.

During the year, such controls were assessed and no reportable material weakness in the design or operations was observed.

We appointed Ernst & Young LLP to oversee and carry out an internal audit of its activities. The audit is based on an internal audit plan, which is reviewed each year in consultation with the Audit Committee. The conduct of the internal audit is oriented toward the review of internal controls and risks in our operations, accounting, and finance, procurement, employee engagement, travel, insurance, and other matters. The Audit Committee reviews reports submitted by internal and statutory auditors. Suggestions for improvement are considered and the Audit Committee follows them up for corrective action. The committee also meets the statutory auditors to ascertain, inter alia, their views on the adequacy of the internal control system and keeps the Board of Directors informed of its major observations periodically.

Based on its evaluation (as defined in Section 177 of Companies Act, 2013 and Clause 18 of SEBI Regulations 2015), the Company's Audit Committee has concluded that as of March 31, 2022, its internal financial controls were adequate and operating effectively. The same is also confirmed by auditors through their report on Internal Financial Control.

Risk management

Given the adverse impact of the pandemic over the past 2 years, risk management has gained significant prominence and is one of the key priorities for the Company's board.

During the year under review, the Board of Directors maintained their emphasis on managing all risks by monitoring key business decisions as well as guiding the management on how to mitigate risks during the pandemic.

Political and economic risk

Our profits are based on customer satisfaction and discretionary expenditure. Political or economic turmoil could have a negative impact on that perspective, resulting in lower expenditure and limiting revenue growth potential.

Mitigation: We are keeping a careful eye on the entire political and economic situation. Promotions, deals, and other value propositions help us to manage these risks.

Reputation risk

Our sector is very consumer-centric, and a poor customer experience can result in unfavourable press, boycotts, and revenue declines.

Mitigation: Our business model revolves around customer service, and we have strict policies in place to ensure that it is always at its best. Our F&B menu, introducing worldwide cinema technology to the Indian client through IMAX and 4DX, customer service, employing qualified employees at our theatres, and offering enticing incentives are all examples of how important customer service and reputation are to us.

Business model change risk

Rapidly emerging technologies are altering technology consumption habits, potentially exposing the Company to new competitors. This necessitates a high level of flexibility and adaptability on our part.

Mitigation: We understand the changing dynamics of the M&E industry and have made investments in modern advancements such as Onyx, 4DX, Playhouse, IMAX screens, ticket cancellation, and Alexa, among others. To keep up with changing industry trends, we perform frequent market studies.

Litigation risk

Given the scale of operations, litigation risks can arise from commercial disputes, employee related matters and tax related disputes. In addition to incurring legal costs and consuming management bandwidth, litigations garner negative media attention and pose reputation risk.

Mitigation: Internal processes and controls adequately ensure compliance with contractual obligations and the protection of intellectual property. They also ensure that potential disputes are promptly brought to the attention of the management and dealt with appropriately. The Company has a team of in-house counsels. It also uses services of highly reputed law firms to advise on legal matters. There is a robust mechanism to track and respond to all notices as well as defend the Company's position in all claims and litigations.

Property risk

We may experience losses owing to account risks such as earthquakes, fires, floods, and terrorism, as well as rent and CAM costs, as a result of COVID-19.

Mitigation: We have appropriate insurance coverage in place to protect us from natural disasters. To reduce rent and CAM costs during the period when operations were impacted by the pandemic, we've used the force majeure clause in different contractual agreements with mall developers, landlords, lessors, and partners.

Non-compliance risk

We must adhere to laws across India, where each state has its own set of rules and regulations, including taxation, no-objection certifications, clearances, approvals, health and safety regulations, environmental regulations, anti-corruption legislation, and data privacy, to name a few. Failure to comply could result in fines and a tarnished reputation.

Mitigation: To ensure compliance with tax and other rules, we have organised internal processes and implemented necessary controls.

Interest rate risk

Because of changes in market interest rates, the fair value or future cash flows of a financial instrument may fluctuate. Changes in market interest rates are always a concern for us, especially with long-term debt obligations with variable interest rates.

Mitigation: Interest rate risk is managed by maintaining a well-balanced portfolio of fixed and variable rate loans and borrowings.

Currency risk

Currency fluctuations may have an impact on our earnings.

Mitigation: We earn and spend most of our money in Indian rupees. We do not hedge our currency risk because we believe it is low.

Credit risk

The risk of financial loss to the Company if a client or counterparty to a financial instrument fails to meet its contractual commitments is referred to as credit risk.

Mitigation: We estimate impairment loss or gain using the predicted credit loss model. We use a provision matrix to calculate the expected credit loss allowance for trade receivables; the provision matrix considers available internal credit risk factors such as our historical experience with customers and the period of default or delay in recovery, and we create the necessary provisions based on that information.

Liquidity risk

This is the danger we'll face if we have trouble satisfying responsibilities related to our financial liabilities.

Mitigation: We use a liquidity planning tool to keep track of this risk. Our goal is to strike a compromise between the reliability of bank overdrafts and the flexibility of employing bank loans, debentures, financing leases, and advance payment arrangements. Since the onset of the pandemic the board has consciously taken a decision to carry adequate liquidity at all points in time.

Corporate Governance Report

Company's philosophy on Corporate Governance

PVR's philosophy on Corporate Governance is driven by its desire towards attainment of highest levels of transparency, accountability and equity, in all the fields of its operations, and in all its dealings with its stakeholders, from shareholders and employees to Government, Lenders etc. The Company believes that all its operations and actions must serve the goal of enhancing overall enterprise value and safeguarding the shareholder's trust.

Salient features of PVR's Corporate Governance Philosophy:

- Act in the spirit of law and not just the letter of law;
- Do what is right and not what is convenient;
- Provide complete transparency on operations; and
- Follow openness in communication with all our stakeholders.

The Corporate Governance Structure of PVR can be described through three layers namely:

- Shareholders appoint Board of Directors and entrust them with necessary powers;
- Board leads strategic management and constitutes various committees to handle specific areas of responsibility; and
- The KMP's and the committees take up specific responsibility and day to day affairs as set by the Board and as required by the law.

Corporate Governance is an integral part of PVR in its pursuit of excellence, growth and value creation. It continuously endeavours to leverage available resources for translating opportunities into reality. During the year under review, the Board of Directors, Management and employees continued their pursuit of achieving these objectives through the adoption and monitoring of prudent business plans and by monitoring the major risks of the Company's business. The Company pursues policies and procedures to satisfy its legal and ethical responsibilities. The Company's Philosophy is to achieve business excellence and optimise long-term Shareholders' value on a sustained basis by ethical business conduct. The Company is committed to transparency in all its dealings and places strong emphasis on business ethics.

THE BOARD OF DIRECTORS ("THE BOARD")

Composition of the Board:

As on March 31, 2022, the Company had Nine Directors on the Board. The Board is comprised of two Executive Directors and seven Non-Executive Directors out of which five are Independent Directors. The Board included three Women Non-Executive Directors. The composition of the Board was in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") and Companies Act, 2013.

Mr. Ajay Bijli, the Promoter cum Executive Director is the Chairman of the Board.

None of the Directors of the Company is inter-se related to each other.

The composition of the Board of Directors during the FY 2021-22, shareholding in the Company, details regarding directorship/ membership in Committees of other companies, attendance in last Annual General Meeting & Board Meetings of the Company held during the FY 2021-22 are as under:

Name of the Directors	Category	Shareholding in the Company as on March 31, 2022 (No. of equity shares)	$No. of Board Meetings attended during the FY 2021-22	Name of other Listed Entity in which the person is a director and category	Attendance at the last AGM held on September 28, 2021	Number of other Directorships* as on 31.03. 2022	&Number of Committee Memberships and Chairmanship in other public Companies as on 31.03.2022	
							Memberships	Chairmanships
Ajay Bijli	Promoter, Chairman and Managing Director	57,72,205	5 of 5	NIL	Yes	3	NIL	NIL
Sanjeev Kumar	Promoter, Joint Managing Director	40,92,450	5 of 5	NIL	Yes	2	NIL	NIL
Renuka Ramnath	Non-Executive, Non-Independent, Woman Director	-	4 of 5	Independent Director in Arvind Limited, TV18 Broadcast Limited, Tata Communications Limited and Nominee Director in, Vastu Housing Finance Corporation Limited	Yes	9	Nil	1
Vikram Bakshi	Non –Executive, Independent Director	-	5 of 5	NIL	Yes	13	NIL	NIL
Sanjai Vohra	Non –Executive, Independent Director	1,343	4 of 5	NIL	Yes	1	NIL	NIL
Deepa Misra Harris	Non –Executive, Independent, Woman Director	-	5 of 5	Independent Director in ADF Foods Limited, Prozone Intu Properties Limited, TCPL Packaging Limited and Jubilant Foodworks Limited	Yes	5	4	NIL
Anish Kumar Saraf	Non-Executive, Non-Independent Director	-	5 of 5	Nominee Director in Kalyan Jewellers Limited and Non Executive Director in Medplus Health Services Limited	Yes	9	3	1
Gregory Adam Foster	Non –Executive, Independent Director	-	5 of 5	NIL	Yes	NIL	NIL	NIL
Pallavi Shardul Shroff	Non –Executive, Independent Director	-	4 of 5	Independent Director in Asian Paints Limited, Apollo Tyres Limited. Interglobe Aviation Limited and One97 Communications Limited	Yes	14	5	1

$All the meetings were held through video-conferencing facility.

*Excludes Directorship in Foreign Companies and companies under Section 8 of Companies Act, 2013.

&In accordance with Regulation 26 of Listing Regulations, represents membership/chairmanship of Audit Committee & Stakeholders' Relationship Committee of Indian Public Limited Companies (i.e. other than Foreign Companies, Private Limited Companies and Companies formed under Section 8 of the Companies Act, 2013).

None of the Independent Directors resigned during the FY 2021-22.

Meetings, agenda and proceedings etc. of the Board Meeting

The Board of Directors of the Company met five times during the FY 2021-22 as per the details given below:

- June 02, 2021;
- July 29, 2021;
- October 22, 2021
- January 21, 2022; and
- March 27, 2022

Separate Meeting of Independent Directors:

As stipulated under the Code of Independent Directors under the Companies Act, 2013 and Regulation 25 of Listing Regulations, a separate meeting of the Independent Directors of the Company was held on March 27, 2022 to review the performance of Non-Independent Directors (including the Chairman of the Company) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties.

Limit on the number of Directorships:

In compliance with Regulation 17A of Listing Regulations, during the Financial Year ended March 31, 2022, none of the Directors on the Board of the Company serve as a Director/ Independent Directors in more than 7 listed companies or if serving as a Whole Time Director in any other listed Company, does not hold such position in more than 3 listed companies.

Agenda:

The agenda along with the detailed notes are circulated in advance to the board members. The items in the agenda are backed by comprehensive background information to enable the Board to take informed decisions and to discharge its responsibility effectively. Agenda also includes minutes of the meetings of all the Board Committees and Subsidiary Companies for the information of the Board held between two consecutive Board Meetings. Supplementary agenda in the form of "Other Business" are included with the permission of the Chairman. E-secured agenda is circulated seven days prior to the Board Meeting, unless where the meeting is called at a shorter notice. In addition, for any business exigencies, the resolutions are passed by circulation and later placed in the ensuing Board Meeting.

Invitees & Proceedings:

Apart from the Board members, Company Secretary and Compliance officer, Chief Financial Officer (CFO) and Chief Executive Officer were invited to attend all the Board Meetings. Other senior management executives were called as and when necessary, to provide additional inputs for the items concerning them and discussed by the Board. The CFO makes presentation on the quarterly and annual operating & financial performance. The Board periodically reviews the strategy, annual business plan, capital expenditure budget, risk management and safety and environment matters. The Chairman of various Committees brief the Board on all the important matters discussed & decided at their respective committee meetings, which are generally held prior to the Board meeting.

Post Meeting Action:

Post meeting, all important decisions taken at the meeting are communicated to the members of the Board by way of draft minutes for their confirmation/comments within the stipulated time.

Support and Role of Company Secretary:

The Company Secretary is responsible for convening the Board and Committee meetings, preparation and distribution of Agenda and other documents and recording of the Minutes of the meetings. He acts as interface between the Board and the Management and provides required information and documents.

Induction and Training of Board Members:

On appointment, the Independent Director is issued a letter of appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through a familiarisation program including the presentation from the Managing Director & CEO on the Company's Business, finance performance and other important aspects. The Company Secretary briefs the Director about their legal and regulatory responsibilities as a Director. The details of the familiarisation program of the Independent Directors is available on the website of the Company at https://www.pvrcinemas.com/corporate.

Evaluation of Board's Performance:

The Board has in place a mechanism for evaluating its performance as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise of board evaluation for the Financial Year 2021-22 was duly carried out through a structured evaluation process covering various aspects of the Board's functioning, such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board's Chairman who was evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgement, safeguarding of minority shareholders interest etc. The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors. The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

Code of Conduct:

The Board has laid down a Code of Conduct for all Board members and senior management of the Company which is available on the Company's website https://www.pvrcinemas.com/corporate. All Board members and senior management i.e. Company's executives' one level below the Chairman and Managing Director have affirmed compliance with the said Code as per Regulation 26(3) of Listing Regulations. A declaration signed by the Chairman to this effect is annexed as annexure to this Report.

Prevention of Insider Trading Code

The Company has in place a Code of Conduct to regulate, monitor and report trading by Designated Persons. The Designated Persons and immediate relatives of the Designated Persons in the Company are governed by said code of conduct governing dealing in securities. The trading window is closed from the end of every quarter till 48 hours after the declaration of financial results and on happening of any other material event which require closing of trading window. The Company Secretary is responsible for setting forth procedures and implementation of the code for trading in Company's securities.

Matrix setting out the Skills/Expertise/Competence of the Board of Directors of the Company:

The Company acts through human agency called Board of Directors. The Board is the governing body of the Company.

Board composition is a broad term that encompasses issues such as who is on the Board and the skills mix of the Board. It involves both structural and cultural issues and Board effectiveness depends on obtaining the right mix of skills and experience. Board composition varies significantly between organisations and is influenced by:

- Legal requirements including the organisation's constitution and purpose;
- Board size;
- The balance of executive and non-executive directors;
- Director competencies;
- Terms of office for directors; and
- The structure of the shareholding or membership

Stable Board with long serving, committed members will have the advantage of thorough knowledge of the organisation and its mission.

The details of core skill/ expertise/ competence identified by the Board of Directors relating to the business of the Company for it to function effectively are reproduced below:

A. Industry knowledge/experience:
- Industry experience;
- Knowledge of Sector; and
- Understanding of government legislation/legislative process.

B. Technical skills/experience:
- Technical and professional Qualification and expertise;
- Public relations;
- CEO/senior management experience; and
- Strategy development and implementation.

C. Governance competencies:
- Director in large organisation;
- Financial Literacy;
- Strategic thinking/planning from a governance perspective;
- Compliance focus; and
- Profile/reputation.

D. Behavioral competencies:
- Team player/collaborative;
- Ability and willingness to challenge and probe;
- Common sense and sound judgement;
- Integrity and high ethical standards;
- Mentoring abilities;
- Interpersonal relations;
- Listening skills;
- Verbal communication skills;
- Understanding of effective decision-making processes; and
- Willingness and ability to devote time and energy to the role.

For the Financial Year 2021-22, all the board members of your Company have the above set of skills/expertise and are competent to make the judgements in the best interests of the Company and that of its stakeholders.

Following Directors have skills, exposure, expertise and competency by virtue of their long working experience and exposure in the businesses or sectors which brings benefits to the Board by using their collective wisdom for the strategic decision making and for their vision to maintain its leadership.

1. Mr. Ajay Bijli Chairman and Managing Director of PVR Ltd is pioneer of the multiplex industry in India. Mr. Bijli has over two decades of experience in the movie exhibition industry. Mr Bijli transformed the way millions of Indians consume entertainment content over the past two-and-a-half decades. Mr. Bijli has received numerous awards namely 'Business Icon of the year' at the Indywood Film Business Awards in 2015 and the 'Exhibitor of the year' at the Cine Asia awards in 2017, among others. As an industry leader of Indian film exhibition, Mr. Bijli is on the Board of Trustees of the Mumbai Academy of the Moving Image (MAMI) and the founding member of FICCI Multiplex Association (India). He is also a member of The Film and TV Producers Guild (India), Young Presidents' Organisation and is associated with the Central Board of Film Certification, Government of India.
2. Mr. Sanjeev Kumar has over two decades of experience in the movie exhibition industry. Mr. Kumar has expertise in film distribution business and programming activities, along with the development and growth strategy of PVR. His 20 years of experience in the cinema exhibition stretches the full spectrum of the Company's business, propelling PVR to greater heights and redefining the movie watching experience in India, serving more than 100 million patrons annually. Mr. Kumar holds a Bachelor's degree in Finance and Accounting from Salford University, Manchester and a Master's degree in Business Administration from Imperial College, London University.
3. Ms. Renuka Ramnath is currently Managing Director of Multiples Alternate Asset Management Private Ltd-Private Equity firm. Ms. Ramnath has rich and relevant experience in banking & finance and plays an active role in all strategic decision making for the Company.
4. Mr. Vikram Bakshi has over three decades of rich and relevant experience of hospitality and retail sectors. Mr. Bakshi had successfully established McDonald's in North India.
5. Mr. Sanjai Vohra has over three decades of experience in the banking industry, private finance and risk management. Mr. Vohra plays an active role in fund raising activities for the Company and provides his valuable contribution in strategic decision making.
6. Ms. Deepa Misra Harris has over three decades of experience in the high-end hospitality category. Ms. Harris has proven track record of delivering double digit growth and escalating brands to leadership positions. Ms. Harris has from time to time played a pivotal role towards PVR brand building.
7. Ms. Pallavi Shardul Shroff is the Managing Partner of Shardul Amarchand Mangaldas & Co. with over 38 years of extensive experience. Her broad and varied representation of public and private corporations and other entities, before various national courts, tribunals and legal institutions has earned her national and international acclaim. She is a member of the Competition Law Review Committee, constituted by the Government of India. She has been appointed on the ICC (International Chamber of Commerce) Court of Arbitration. Ms. Shroff was recently conferred the 'Lifetime Achievement Award' at the Chambers India Awards 2019 and also been recognised as one of the Most Powerful Women in Indian Business by Business Today, seven years in succession (2013-19).
8. Mr. Anish Kumar Saraf is involved in the investment advisory activities for Warburg Pincus in India and evaluates opportunities in Real Estate, Industrial and Consumer sectors in India and helped the Company to accelerate its long-term objectives. Mr. Saraf's added diversity and strategic value to the Board and has enabled the Company to explore and undertake new business opportunities in line with global practices and industry trends.
9. Mr. Gregory Adam Foster is a respected global entertainment executive and business adviser and his expertise in identifying new opportunities for growth is a good resource for the operations of the Company.

Opinion of Board and declarations from Independent Directors:

In the opinion of the Board, the independent directors fulfill the conditions specified in the Listing Regulations and are independent of the management. The declaration(s) under Section 149 of the Companies Act, 2013 and Regulation 25 of Listing Regulations has been received from all the Independent Directors.

Committee's recommendation:

The Board of your Company has accepted the recommendations made by various committees of the Board, during the Financial Year 2021-22.

Governance by the Committees of the Board:

Your Board has constituted following statutory committees and each committee has their terms of reference as a Charter. The chairperson of each committee along with the other members of the committee and if required with other members of the Board, decide the agenda, frequency and the duration of each meeting of the committee:

Sr. No.	Name of Committee
1	Audit Committee
2	Nomination and Remuneration Committee
3	Stakeholder's Relationship Committee
4	Corporate Social Responsibility Committee
5	Risk Management Committee

Besides the statutory committees, the Board has constituted certain other committees vis. Finance Committee, Fund Raise Committee, etc. and has clearly stipulated the terms of reference. The Board is frequently apprised of the decisions taken by such delegated authorities.

Composition of statutory committees:

As on March 31, 2022, the composition of statutory committees is as under:

Name of the Members	Category of Members	Audit Committee	Nomination and Remuneration Committee	Stakeholder's Relationship Committee	Corporate Social Responsibility Committee	Risk Management Committee
Mr. Sanjai Vohra	Independent, Non-Executive	Chairman	Chairman	-	Member	Member
Ms. Deepa Misra Harris	Independent, Non-Executive	Member	Member	-	Member	-
Ms. Pallavi Shardul Shroff	Independent, Non-Executive	-	-	-	-	-
Mr. Vikram Bakshi	Independent, Non-Executive	Member	-	Chairman	-	-
Mr. Ajay Bijli	Executive	-	-	Member	Chairman	Chairman
Ms. Renuka Ramnath	Non-Executive, Non-Independent	-	Member	-	-	-
Mr. Sanjeev Kumar	Executive	-	-	Member	Member	Member
Mr. Anish Kumar Saraf	Non-Executive, Non-Independent	-	-	-	-	-
Mr. Gregory Adam Foster	Independent, Non-Executive	-	-	-	-	-
Mr. Gautam Dutta	Chief Executive Officer	-	-	-	-	Member
Mr. Nitin Sood	Chief Financial Officer	-	-	-	-	Member

Attendance at Committee meetings during the Financial Year 2021-22:

Name of the Director	Category of Directors	Audit Committee	Nomination and Remuneration Committee	Stakeholder's Relationship Committee	Corporate Social Responsibility Committee	Risk Management Committee
Mr. Sanjai Vohra	Independent, Non-Executive	4 of 5	1 of 1	NA	1 of 1	1 of 2
Ms. Deepa Misra Harris	Independent, Non-Executive	5 of 5	1 of 1	NA	1 of 1	NA
Ms. Pallavi Shardul Shroff	Independent, Non-Executive	NA	NA	NA	NA	NA
Mr. Vikram Bakshi	Independent, Non-Executive	5 of 5	NA	1 of 1	NA	NA
Mr. Ajay Bijli	Executive	NA	1 of 1	1 of 1	0 of 1	1 of 2
Ms. Renuka Ramnath	Non-Executive, Non-Independent	NA	1 of 1	NA	NA	NA
Mr. Sanjeev Kumar	Executive	NA	NA	1 of 1	1 of 1	1 of 2
Mr. Anish Kumar Saraf	Non-Executive, Non-Independent	NA	NA	NA	NA	NA
Mr. Gregory Adam Foster	Independent, Non-Executive	NA	NA	NA	NA	NA
Mr. Gautam Dutta	Chief Executive Officer	NA	NA	NA	NA	2 of 2
Mr. Nitin Sood	Chief Financial Officer	NA	NA	NA	NA	2 of 2

Audit Committee:

The terms of reference of the Audit Committee are as per the guidelines set out in the Listing Regulations read with Section 177 of the Companies Act, 2013. These broadly includes;

(i) Development of an annual plan;

(ii) Review of financial reporting processes;

(iii) Review of risk management, internal control and governance processes;

(iv) Review of quarterly, half yearly and annual financial statements along with auditors report thereon;

(v) Interaction with statutory and internal auditors;

(vi) Recommendation for appointment, remuneration and terms of appointment of auditors;

(vii) Review of related party transactions;

(viii) Review of Whistle Blower mechanism;

(ix) Scrutiny of inter-corporate loans and investments including utilisation of loans and/ or advances from/investment by the holding company in the subsidiary, etc.

As on March 31, 2022, the Audit Committee was comprised of three Independent Non-Executive Directors. The Chief Financial Officer, the Statutory Auditors and the Internal Auditors are the invitees in the Committee meetings. The Committee met 5 times in the year under review on (i) June 02, 2021; (ii) July 29, 2021; (iii) October 22, 2021; (iv) January 21, 2022 and (v) March 27, 2022.

The Company Secretary acts as the Secretary of the Audit Committee.

The composition of the Audit Committee is in accordance with Regulation 18 of Listing Regulations read with Section 177 of the Companies Act, 2013.

Nomination and Remuneration Committee:

As on March 31, 2022, the Nomination and Remuneration Committee (NRC) comprised of three members of which two-third are Independent Directors. The terms of reference of NRC includes the following:

i. Formulation of criteria for determining qualifications, positive attributes and independence of Directors and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

ii. In case of appointment of an independent director, NRC evaluates the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. For the purpose of identifying suitable candidates, the Committee may:

  a. uses the services of an external agencies, if required;

  b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

  c. consider the time commitments of the candidates.

iii. Formulation of criteria for evaluation of performance of independent directors and the board of directors;

iv. Devising a policy on diversity of board of directors;

v. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

vi. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

vii. Recommendation to the board, all remuneration, in whatever form, payable to senior management.

viii. Administration of Employee Stock Option Scheme (ESOS);

The Committee met one time in the year under review on April 12, 2021. The Company Secretary acts as the Secretary of the NRC.

Remuneration Policy:

The Remuneration policy of the Company is aimed at rewarding performance, based on review of the achievements on a regular basis. The remuneration paid to the Executive Directors and/or Non-Executive Directors, if any, is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors in the Board Meeting, subject to fulfillment of necessary criteria as laid therein and the subsequent approval by the shareholders, as and when required. Detailed Remuneration Policy is provided on the Company's website https://www.pvrcinemas.com/corporate.

Remuneration paid to Directors during the Financial Year 2021-22:

Executive Directors:

The details of remuneration and perquisites paid/payable to Mr. Ajay Bijli, Chairman and Managing Director (CMD) and Mr. Sanjeev Kumar, Joint Managing Director (JMD) of the Company for the FY 2021-22 are as follows:

Amount (₹)

*Remuneration	Mr. Ajay Bijli	Mr. Sanjeev Kumar
Salary	4,30,54,152	2,97,43,200
Perquisites (HRA)	2,10,97,380	1,45,79,064
Commission	Nil	Nil
for CMD at 3.9 % of profit		
for JMD at 2.10 % of profit		
Total	**6,41,51,532**	**4,43,22,264**

*No remuneration is drawn by the Executive Directors from any of the subsidiary companies of PVR Limited and the remuneration provided herein above is subject to shareholders approval.

Remuneration details of Executive Directors for Financial Year 2021-22 are also mentioned in the Notice calling ensuing Annual General Meeting. Also, the terms of service contract, notice period and severance fees etc. are governed by the appointment letter issued to respective Executive Directors at the time of their appointment.

Non-Executive Directors:

Further, the remuneration including sitting fees and commission to the Non-Executive Directors paid/payable for the Financial Year 2021-22 are as follows:

Name of the Directors	Sitting Fees (₹)	*Commission (₹)	No. of Equity Shares held
Ms. Renuka Ramnath	NIL	NIL	Nil
Mr. Anish Kumar Saraf	NIL	NIL	Nil
Mr. Vikram Bakshi	7,00,000	20,00,000	Nil
Mr. Sanjai Vohra	7,00,000	24,00,000	1,343
Ms. Deepa Misra Harris	6,00,000	18,00,000	Nil
Ms. Pallavi Shardul Shroff	3,00,000	18,00,000	Nil
Mr. Gregory Adam Foster	NIL	26,64,201.60 (USD 35,000)	Nil
Total	**23,00,000**	**1,06,64,201.60**	**1,343**

*Subject to shareholders approval.

Except as disclosed above, the Company does not have any direct pecuniary relationship/transaction with any of its Non-Executive Directors. None of the directors have been granted stock options. Further, the criteria for payment of remuneration to Non-Executive Directors is in consonance with the requirements stipulated under Companies Act, 2013 and Listing Regulations.

Stakeholders Relationship Committee:

This Committee is responsible for the satisfactory redressal of investors' complaints and recommends measures for overall improvement in the quality of investor services and the terms of reference, inter-alia, includes the following:

(i) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;

(ii) Review of measures taken for effective exercise of voting rights by shareholders.

(iii) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;

(iv) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

The Committee met once on October 22, 2021, during the year under review.

Mr. Mukesh Kumar, Company Secretary and Compliance Officer, is entrusted with the responsibility, to look into the redressal of the shareholders and investors complaints and report the same to the Stakeholders Relationship Committee.

The detailed particulars of investors' complaints handled by the Company and its Registrar & Share Transfer Agent during the Financial Year 2021-22 are as under:

Particulars	Number
Complaints as on April 1, 2021	0
Complaints received during the Financial Year 2021-22	19
Complaints redressed during the Financial Year 2021-22	19
Complaints as on March 31, 2022	0

The transmission/split etc. of physical share certificates is approved on the basis of recommendations received from the Company's Registrar and Share Transfer Agent- M/s. KFin Technologies Limited. The Investors may lodge their grievances through e-mails at cosec@pvrcinemas.com or through letters addressed to Ms. Shobha Anand, Deputy Vice President, Unit PVR Ltd., KFin Technologies Limited.

Corporate Social Responsibility Committee (CSR):

The Company has constituted a CSR Committee as required under Section 135 of the Companies Act, 2013. The brief terms of reference of the Committee are as follows: -

(i) To frame the CSR Policy and its review from time-to-time;

(ii) To recommend the amount of expenditure to be incurred on the CSR activities;

(iii) To ensure effective implementation and monitoring of the CSR activities as per the approved policy, plans and budget;

(iv) To ensure compliance with the laws, rules & regulations governing the CSR and to periodically report to the Board of Directors.

The Committee met once on April 12, 2021 during the year under review.

The details on amount spend during the Financial Year 2021-22 on CSR along with its utilisation is given in a separate Annexure to Board Report.

Detailed CSR Policy is provided on the Company's Website at https://www.pvrcinemas.com/corporate.

Risk Management Committee:

The Company has constituted a Risk Management Committee as required under Regulation 21 of Listing Regulations. The brief terms of reference of the Committee are as follows: -

(i) To formulate detailed risk management policy which shall include:

(a) framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

(b) Measures for risk mitigation including systems and processes for internal control of identified risks.

(c) Business continuity plan.

(ii) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(iii) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(iv) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

(v) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

The Committee met twice on September 10, 2021 and March 7, 2022, during the year under review.

Last three AGM's of the Company:

Details of the last three Annual General Meetings (AGM's) of the Company are as under:

Financial Year	Day & Date	Time	Venue	Special Resolutions passed
2018-19	Thursday, July 25, 2019	10.30 a.m.	The Mapple Emerald, Rajokri, NH-8, Delhi-110038	1. Re-appointment of Mr. Sanjai Vohra as an Independent Director; 2. Re-appointment of Mr. Amit Burman as an Independent Director; 3. Re-appointment of Mr. Vikram Bakshi as an Independent Director; 4. To Offer or invitation to subscribe to Non-Convertible Debentures on private placement basis; and 5. Payment of remuneration for Financial Year 2018-19 to Mr. Sanjai Vohra, a Non-Executive Independent Director
2019-20	Tuesday, September 29, 2020	03:00 P.M.	Held through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility	1. Payment of remuneration for Financial Year 2019-20 to Mr. Sanjai Vohra, a Non-Executive Independent Director 2. Continuation of payment of managerial remuneration to Mr. Ajay Bijli 3. Continuation of payment of managerial remuneration to Mr. Sanjeev Kumar 4. Computation of net profits of the Company under Section 198 of the Companies Act, 2013 after disregarding the adjustments made pursuant to Indian Accounting Standard (IndAS) 116 – 'Leases' for determining the remuneration and limits thereof payable to Mr. Ajay Bijli, Chairman & Managing Director of the Company. 5. Computation of net profits of the Company under Section 198 of the Companies Act, 2013 after disregarding the adjustments made pursuant to Indian Accounting Standard (IndAS) 116 – 'Leases' for determining the remuneration and limits thereof payable to Mr. Sanjeev Kumar, Joint Managing Director of the Company.
2020-21	Tuesday, September 28, 2021	11:00 A.M.	Held through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility	1. Approval of managerial remuneration paid to Mr. Ajay Bijli, Chairman & Managing Director of the Company for the Financial Year 2020-21. 2. Approval of managerial remuneration paid to Mr. Sanjeev Kumar, Joint Managing Director of the Company for the Financial Year 2020-21. 3. Approval for the offer or invitation to subscribe to Non-Convertible Debentures on private placement basis.

POSTAL BALLOT

Following resolutions were passed during the Financial Year 2021-22 through Postal Ballot:

Resolution	Date of Postal Ballot Notice	Type of resolution	Mode of Voting
To approve PVR Employee Stock Option Plan 2022.	January 21, 2022	Special	Postal Ballot (Remote E-Voting)
To approve grant of stock options to the employees of subsidiary company(ies), in India or outside India, of the company, under PVR Employee Stock Option Plan 2022.	January 21, 2022	Special	Postal Ballot (Remote E-Voting)

Procedure followed for the resolution passed vide Postal Ballot Notice dated January 21, 2022, result whereof was announced on March 09, 2022 is as under.

i. The Board of Directors of the Company, vide resolution dated January 21, 2022 had appointed M/s. Arun Gupta & Associates, Company Secretaries as the Scrutiniser for conducting the Postal Ballot process through remote e-voting;

ii. The Company had completed the dispatch of the Postal Ballot Notice together with the Explanatory Statement on February 04, 2022, to the members whose name(s) appeared on the Register of Members/list of beneficiaries as on February 02, 2022;

iii. The Notice was sent only by way of electronic mode since the requirements of sending the physical copy of notice was dispensed away.

iv. The voting under the postal ballot through remote e-voting was kept open from February 06, 2022 to March 07, 2022 (both for physical and through electronic mode);

v. The remote e-voting module was disabled by NSDL, for remote e-voting after 05:00 p.m. IST on 7th March, 2022;

vi. On March 08, 2022, Mr. Mukesh Kumar, Company Secretary and Compliance Officer, so authorised by Chairman announced the results of the postal ballot as per the scrutiniser's report; and

vii. The result of the postal ballot along with the scrutiniser's report was hosted on the Company's website at https://www.pvrcinemas.com/corporate and communicated to the stock exchanges where the Company's shares are listed.

MEANS OF COMMUNICATION:

The Company interacts with its shareholders through multiple forms of corporate and financial communication such as annual reports, result announcement which includes quarterly, half-yearly and annual financial results, Conference calls and media releases. The financial results and Investor calls transcripts are also made available at Company's website https://www.pvrcinemas.com/corporate

Communication to shareholders on E-mail: Documents like notices, annual reports, ECS advices for dividends, etc. were sent to the shareholders at their email address, as registered with their Depository Participants/ Company/ Registrar and Transfer Agents (RTA). This helps in prompt delivery of document, reduce paper consumption, save trees and avoid loss of documents in transit.

NEAPS (NSE Electronic Application Processing system) and BSE Listing Centre: NSE and BSE have developed web-based applications for corporates. All compliances like Financial Results, Shareholding Pattern, Official news releases and Presentations made to institutional investors or to the analysts and Corporate Governance Report, etc. are filed electronically through NEAPS/BSE Listing center.

SCORES (SEBI Complaints Redressal System): SEBI processes investor complaints in a centralised web-based Complaints Redressal System i.e. SCORES. Through this system a shareholder can lodge complaint against the Company for his/her grievance. The Company uploads the action taken on the complaint which can be viewed by the shareholder. The Company and shareholder can seek and provide clarifications online through SEBI.

Exclusive E-mail ID for investors: The Company has designated E-mail ID investorrelations@pvrcinemas.com exclusively for investor servicing.

The Quarterly and annual Results of the Company were published in the following newspapers and are available on Company's website https://www.pvrcinemas.com/corporate:

Newspapers	Language	Region
Business Standard	Hindi	New Delhi
Business Standard	English	Delhi, Ahmedabad, Bengaluru, Mumbai, Bhubnashewar, Kolkata, Chandigarh, Cochin, Hyderabad, Lucknow, Chennai and Pune

General Shareholders' Information

1. Annual General Meeting	Thursday, July 21, 2022 11:00 a.m. through Video Conferencing/Other Audio Visual Means as set out in the Notice convening the Annual General Meeting
2. Financial Calendar	Tentative Schedule
The Company follows the period of April 1 to March 31, as the Financial Year.	
Meeting of Board of Directors	
First quarterly results	July, 2022
Second quarterly / Half yearly results	October, 2022
Third quarterly results	January, 2023
Annual results for the year ending on March 31, 2023	May, 2023
The above schedule is tentative and the exact dates will be duly communicated as per statutory requirements.	
Annual General Meeting for the year ending on March 31, 2023: on or before September 30, 2023.	
3. Dividend Payment	N.A.
4. Listing on Stock Exchanges	National Stock Exchange of India Limited (NSE) Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051
	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001
5. Stock Code	NSE Symbol: PVR; BSE Script Code: 532689 ISIN: INE191H01014

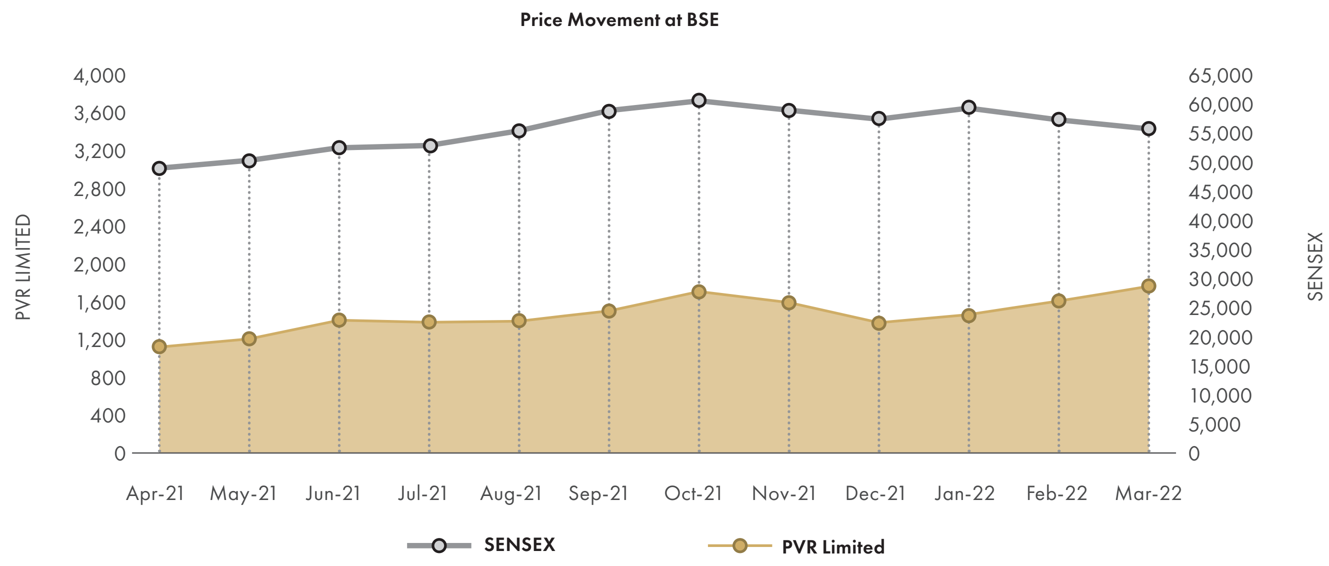
Listing fees has been paid to both the Stock Exchanges where the securities of the Company are listed. Further, none of the securities of the Company has been suspended from trading by any of the stock exchanges, where such securities are listed.

6. Market Price Data

	Monthly High Low for the year under review			
	NSE		BSE	
Month	High	Low	High	Low
Apr-21	1,247.00	988.35	1,245.20	961.00
May-21	1,319.00	1,092.00	1318.90	1071.05
Jun-21	1,465.00	1,285.10	1,464.35	1,285.05
Jul-21	1,440.00	1,296.00	1,440.00	1,291.40
Aug-21	1,445.00	1,280.70	1,444.40	1,280.50
Sep-21	1,661.95	1,318.55	1,662.20	1,318.00
Oct-21	1,798.00	1,574.60	1,797.55	1,575.50
Nov-22	1,839.00	1,303.00	1,838.00	1,311.00
Dec-22	1,498.00	1,224.05	1,496.45	1,224.70
Jan-22	1,638.35	1,256.00	1,637.35	1,255.90
Feb-22	1,681.40	1,506.10	1,680.60	1,502.20
Mar-22	2,003.80	1,485.55	2,010.35	1,484.40

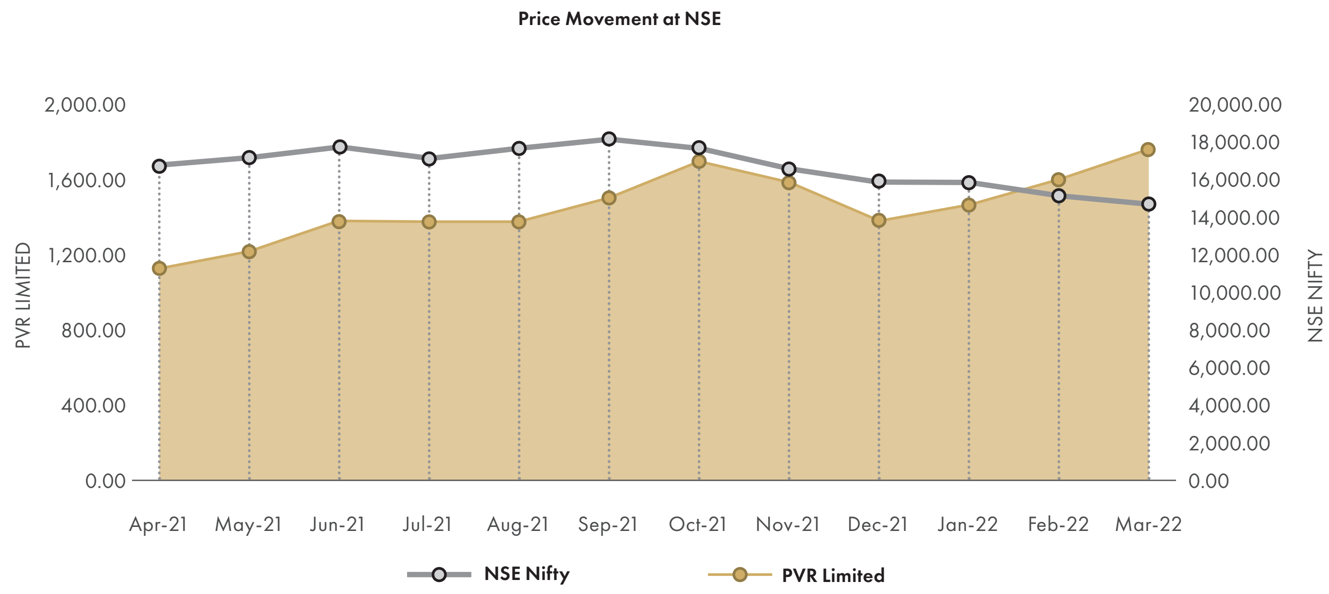
7. Performance of PVR Share Price in Comparison to:

BSE SENSEX



*PVR and Sensex prices as dipicted in the above chart are the average prices for each month

NSE NIFTY



*PVR and Nifty prices as dipicted in the above chart are the average prices for each month

8. Registrar and Transfer Agent

: KFin Technologies Limited (KTL)
(Formerly known as KFin Technologies Private Limited),
Selenium Tower B, Plot 31-32, Gachibowli
Financial District, Nanakramguda,
Hyderabad - 500 032
Ph No. 6716 2222
Toll Free Number: 1800 3094a 001
Website: www.kfintech.com
Email: einward.ris@kfintech.com

9. Share Transfer System

: SEBI has mandated that, effective April 1, 2019, no share can be transferred in physical mode. Hence, the shareholders holding shares in physical form are advised to avail the facility of dematerialisation. Shares in physical form can be lodged with KTL at the above-mentioned address. Share Transfer Committee was formulated to approve transfer of shares in the physical segment. The Committee had delegated authority for approving transfer and transmission of shares and other related matters to the officers of the Company. The Company obtains from a Company Secretary in Practice, yearly certificate of compliance, as required under Regulation 40(9) of the Listing Regulations, and files a copy of the same with the Stock Exchanges.

10. (a) Distribution Schedule

Distribution Schedule - Consolidated As on 31-3-2022

Category (Amount)	No. of Cases	% of Cases	Total Shares	Amount	% of Amount
1-5000	155,047	99.046883	3,851,018	38,510,180	6.313498
5001- 10000	692	0.442062	504,798	5,047,980	0.827584
10001- 20000	303	0.193562	433,950	4,339,500	0.711433
20001- 30000	104	0.066437	259,509	2,595,090	0.425448
30001- 40000	50	0.031941	177,760	1,777,600	0.291426
40001- 50000	30	0.019165	138,428	1,384,280	0.226944
50001- 100000	74	0.047273	531,393	5,313,930	0.871185
100001& Above	239	0.152678	55,099,731	550,997,310	90.332482
Total	**156,539**	**100.00**	**60,996,587**	**609,965,870**	**100.00**

10 (b) Shareholding Pattern

Consolidated Shareholding Pattern As on 31-03-2022

Category	No. of Holders	Total Shares	% To Equity
FOREIGN PORTFOLIO - CORP	161	18,111,937	29.693361
PROMOTERS	3*	9,864,655	16.172470
MUTUAL FUNDS	70	9,847,527	16.144390
RESIDENT INDIVIDUALS	152,093	5,591,275	9.166537
QUALIFIED INSTITUTIONAL BUYER	10	5,182,596	8.496534
FOREIGN CORPORATE BODIES	3	4,979,165	8.163022
FOREIGN PORTFOLIO INVESTORS	10	2,196,566	3.601129
MUTUAL FUNDS	6	1,850,306	3.033458
BODIES CORPORATES	458	1,581,733	2.593150
PROMOTER GROUP	3	509,106	0.834647
ALTERNATIVE INVESTMENT FUND	5	380,999	0.624623
EMPLOYEES	23	254,767	0.417674
CLEARING MEMBERS	194	201,124	0.329730
NON RESIDENT INDIANS	1,312	154,373	0.253085
H U F	1,409	122,997	0.201646
NON RESIDENT INDIAN NON REPATRIABLE	770	83,242	0.136470
INSURANCE COMPANIES	1	61,700	0.101153
FOREIGN INSTITUTIONAL INVESTORS	1	12,401	0.020331
I E P F	1	9,290	0.015230
BANKS	2	620	0.001016
FOREIGN NATIONALS	1	93	0.000152
TRUSTS	2	81	0.000133
NBFC	1	34	0.000056
Total	**156539**	**60996587**	**100.00**

*The Company has two promoters as on March 31, 2022 however one of the promoter is having two dematerialisation account.

11. Dematerialisation of shares and liquidity

Our Equity Shares are traded in dematerialised form since its listing. We have entered into agreements with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to facilitate trading in dematerialised form in India. Further the Non-Convertible Debentures (NCDs) are also admitted with NSDL and CDSL.

The breakup of Equity Share capital in dematerialised form held with depositories and in physical form as on March 31, 2022 is as follows:

Summary of Shareholding As on 31-03-2022

Category	No. of Holders	Total Shares	% to Equity
PHYSICAL	55	234	0.000384
N S D L	50,865	57,155,098	93.702125
C D S L	105,619	3,841,255	6.297492
Total	**156,539**	**60,996,587**	**100.00**

Details of Demat Suspense Account

The Company had opened Demat Suspense Account- "PVR LIMITED-UNCLAIMED SHARES DEMAT SUSPENSE ACCOUNT" for the unclaimed shares. During the year, none of shareholders have approached the Company for transfer of unclaimed shares from the Suspense Account. Accordingly, the outstanding shares in the Suspense Account as on April 1, 2021 and March 31, 2022, were 25 in number (only 1 shareholder).

It is also confirmed that the voting rights on the above shares shall remain frozen till the rightful owner of such shares claims the shares.

12. Details on Outstanding Securities as on March 31, 2022 and details of commodity price risk, foreign exchange risk & hedging activity

As on March 31, 2022, the Company has not issued any GDRs, ADRs, Warrants or any other convertible instruments. Details of commodity price risk, foreign exchange risk & hedging activity (commodity or otherwise), as applicable, during the Financial Year 2021-22 are provided in financial statements. It is hereby confirmed that the Company is not involved in commodity and/or derivative market.

13. Other Information

Service of documents through Email

In terms of provisions of Companies Act, 2013, service of documents to members by a Company is allowed through electronic mode. Further, as per Listing Regulations, listed companies shall supply soft copies of full annual reports to all those shareholders who have registered their e-mail addresses for this purpose. Accordingly, the Company proposes to send documents like shareholders meeting notice/other notices, annual report, Board Report, Auditor's Report or any other document, to its members in electronic form at the email address provided by them and/or made available to the Company by their depositories. This will definitely help prompt receipt of communication, reduce paper consumption and save trees as well as avoid loss of documents in transit.

Members who have not yet registered their email id (including those who wish to change their already registered email id) may get the same registered/updated either with their depositories or by writing to the Company. Members having multiple folios are requested to get them consolidated.

Reconciliation of Share Capital Audit

S Anand SS Rao, an Independent firm of practicing Company Secretary, carries out the Reconciliation of Share Capital Audit as mandated by SEBI and reports on the reconciliation of total issued and listed capital with that of total share capital admitted/held in dematerialised form with NSDL and CDSL and those held in physical form. This audit is carried out on quarterly basis and the report thereof is submitted to the Stock Exchanges, where the Company's shares are listed.

Compliance with Secretarial Standards

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on various aspects of corporate law and practices. The Company has materially complied with them.

Further, it is confirmed that there has been no instance of non-compliance by the Company nor any penalty or stricture was imposed on the Company by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years. Also, there are no instances of non-compliance with the requirements as stated in this Report.

Compliance with Regulations 17 to 27 and 46 of Listing Regulations

The Company has complied with all the requirements of provisions of Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of 46 of Listing Regulations.

Further, the Company endeavour to comply with the discretionary requirements laid down under Part E of Schedule II of Listing Regulations, to the extent possible.

Plant Locations

In view of the nature of the Company's business i.e. Movie Exhibition Business, the Company operates through various locations in India and Sri Lanka and the Company does not have any plant.

Address for correspondence	:	Mr. Mukesh Kumar Company Secretary & Compliance Officer
Registered Office	:	61, Basant Lok, Vasant Vihar, New Delhi – 110057
Corporate Office	:	Block A, 4th Floor, Building No. 9A, DLF Cyber City, Phase-III, Gurugram, Haryana – 122002
Investor Grievance Email	:	cosec@pvrcinemas.com investorrelations@pvrcinemas.com Tel: + 91-124-4708100 Fax: + 91-124-4708101 Website: www.pvrcinemas.com

List of all Credit Ratings

The Company has received the credit ratings from various agencies for the Financial Year 2021-22, for its debt instruments, details whereof is given below:

Sr. No.	Company	Name of Agency	Rating	Name of Instrument	Date of Rating	Amount (₹ Cr)
1	PVR	CRISIL*	CRISIL A+/Stable	Bank Loan Facilities	23.03.22	1,033.33
			CRISIL A+/Stable	Non Convertible Debentures	23.03.22	150.00**
			CRISIL PPMLD A+ r/Negative	Principal Protected Market Linked Debentures	23.03.22	250.00***
2		ICRA~	ICRA A1	Commercial Paper	02.02.22	50.00
3		India Ratings & Research^	IND AA-/Negative/INDA1+	Fund-based facility	20.09.21	65.00
			IND PP-MLD AA-emr/Negative	Principal Protected Market Linked Debentures	20.09.21	250.00^^

* On April 1, 2022, CRISIL Ratings has placed its ratings on the long-term bank facilities and debt programmes of PVR Limited (PVR) on 'Rating Watch with Positive Implications'.

** On March 31, 2022, ₹50 crores of debentures were repaid, and ₹50 crores of debentures had yet to be issued.

*** PP-MLD are yet to be issued.

~ Commercial Paper are yet to be issued.

^ On April 4, 2022, India Ratings and Research has placed PVR Limited's Long-Term Issuer Rating of 'IND AA-' on Rating Watch Evolving (RWE)

^^ On March 31, 2022, ₹15 crores of PP-MLD are yet to be issued.

Certificates from Practicing Company Secretaries:

(a) A certificate on compliance of Listing Regulations relating to corporate governance. The same also forms part of this Report; and

(b) A certificate confirming the Company that none of the Directors on the Board of the Company, as on March 31, 2022, have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority. The same also forms part of this Report.

Total fees paid to M/s. B S R & Co. LLP, Statutory Auditors of the Company

Total fees for all services paid by the Company and its subsidiaries, during the Financial Year 2021-22, on a consolidated basis, to the statutory auditors of the Company and all entities in the network firm/network entity of which the statutory auditors is a part is given below:

(In Lakhs)

Nature	Total	Amount paid by the Company to M/s. B S R & Co. LLP	Amount paid by the subsidiaries of the Company to M/s. B S R & Co. LLP and its network entities
Audit fee	53	40	13
Limited Review	31	31	-
Other Certifications	8	8	-
Reimbursement of out of pocket expenses	3	3	-
Total	**95**	**82**	**13**

Prevention of Sexual Harassment Policy:

The Company is committed to provide a protective environment at work place for all its women employees to ensure that every woman employee is treated with dignity and respect and as mandated under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013". The Company has in place a formal policy for prevention of sexual harassment of its women employees and also constituted an Internal Complaints Committee for them. The details of total number of complaints filed, disposed and pending in this regard during the Financial Year 2021-22 are disclosed in the Board Report.

Related Party Transaction Policy

This Policy is intended to ensure due and timely identification, approval, disclosure and reporting of transactions between the Company and any of its Related Parties in compliance with the applicable laws and regulations as may be amended from time to time.

The provisions of this Policy are designed to govern the approval process and disclosure requirements to ensure transparency in the conduct of Related Party Transactions in the best interest of the Company and its shareholders and to comply with the statutory provisions in this regard. Detailed Related Party Transaction Policy is provided on the Company's website https://www.pvrcinemas.com/corporate.

The Company has followed the Indian Accounting Standards, in relation to related party transactions, as notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Account) Rules, 2014 in preparation of the financial statements.

The Company has complied with Listing Regulations in relation to related party transactions. During the Financial Year 2021-22, no materially significant related party transaction has been entered by the Company which may have potential conflict with the interests of the Company at large.

Vigil Mechanism Policy/Whistle Blower Policy:

Section 177(9) of Companies Act, 2013 and Regulation 22 of Listing Regulations requires that the Company shall establish a vigil mechanism for directors and employees for reporting concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The vigil mechanism provides for adequate safeguards against victimisation of persons who use such mechanism. It is confirmed that during the Financial Year 2021-22, no personnel was denied direct access to any member of the Whistle Blower Investigation Committee. Detailed Whistle Blower Policy is provided on the Company's website https://www.pvrcinemas.com/corporate.

Material Subsidiary

As on March 31, 2022, none of the subsidiaries of the Company qualify as Material Subsidiary as defined in Regulation 24 of Listing Regulations. The Policy for determination of Material Subsidiary is available on the website of the Company https://www.pvrcinemas.com/corporate.

Certification by Chief Executive Officer & Chief Financial Officer of the Company

We, Ajay Bijli, Chief Executive Officer (in my capacity as Chairman and Managing Director) and Nitin Sood, Chief Financial Officer of PVR Limited, to the best of our knowledge and belief, certify that:

A. We have reviewed financial statements and the cash flow statement of the Company for the Financial Year ended March 31, 2022 and that to the best of our knowledge and belief:

   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are no transactions entered into by the Company during the year which are fraudulent, illegal or violate of the Company's code of conduct.

C. We are responsible for establishing and maintaining internal controls for financial reporting and procedures for the Company and that we have evaluated the effectiveness of Company's internal control systems and procedures pertaining to financial reporting.

D. We have indicated based on our most recent evaluation wherever applicable, to the Company's Auditors and through them to the Audit Committee of the Company's Board of Directors:

   1. Deficiencies in the design or operation of internal controls of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

   2. Significant changes in internal control over financial reporting during the year.

   3. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements and

   4. Any fraud of which we have become aware and the involvement therein, if any, of the Management or an employee having a significant role in the Company internal control system over financial reporting.

Place: Gurugram
Date: 09th May, 2022

Ajay Bijli
Chairman and Managing Director

Nitin Sood
Chief Financial Officer

Certification on Compliance with Code of Conduct of the Company

I declare that all Board Members and Senior Management personnel have affirmed compliances with the code of conduct for the Financial Year 2021-22.

Place: Gurugram
Date: 09th May, 2022

Ajay Bijli
Chairman cum Managing Director

Certificate of Non-Disqualification of Directors

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
PVR Limited
61, Basant Lok, Vasant Vihar,
New Delhi -110057

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **PVR Limited (CIN: L74899DL1995PLC067827),** having its registered office at 61, Basant Lok, Vasant Vihar, New Delhi-110057 (hereinafter referred to as **'the Company'**), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, New Delhi or any such other Statutory Authority.

S. No.	Name of Directors	DIN	Date of appointment in Company
1.	Mr. Ajay Bijli	00531142	24/07/2003
2.	Mr. Sanjeev Kumar	00208173	24/07/2003
3.	Ms. Renuka Ramnath	00147182	30/01/2013
4.	Mr. Vikram Bakshi	00189930	19/09/2005
5.	Mr. Sanjai Vohra	00700879	30/09/2011
6.	Ms. Deepa Misra Harris	00064912	27/03/2019
7.	Ms. Pallavi Shardul Shroff	00013580	22/10/2019
8.	Mr. Anish Kumar Saraf	00322784	08/06/2020
9.	Mr. Gregory Adam Foster	08926167	21/10/2020

Ensuring the eligibility for appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company

For **Arun Gupta & Associates**

Arun Kumar Gupta
Company Secretary
ACS No.: 21227
C P No.: 8003
UDIN: A021227D000290751

Place: New Delhi
Date: 09/05/2022

Certificate Regarding Compliance of Conditions of Corporate Governance

To,
The Members,
PVR Limited
61, Basant Lok Vasant Vihar,
New Delhi -110057

1. We have examined the compliance of conditions of Corporate Governance by the **PVR Limited** ("the Company") for the year ended on March 31, 2022, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and paragraph C, D and E of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Management's Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Auditors' Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

Opinion

5. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and paragraph C, D and E of Schedule V to the Listing Regulations during the year ended March 31, 2022.
6. We 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.

For **Arun Gupta & Associates**

Arun Kumar Gupta
Company Secretary
ACS No.: 21227
C P No.: 8003
UDIN: A021227D000290751

Place: New Delhi
Date: 09/05/2022

Business Responsibility & Sustainability Report FY 2021-22

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L74899DL1995PLC067827
2.	Name of the Listed Entity	PVR LIMITED
3.	Year of Incorporation	1995
4.	Registered Office Address	61, Basant Lok, Vasant Vihar, New Delhi 110057
5.	Corporate Address	Block-A, 4th Floor, Building No. 9A, DLF Cyber City, Phase III, Gurgaon – 122002
6.	E-mail id	investorrelations@pvrcinemas.com
7.	Telephone	0124-4708100
8.	Website	www.pvrcinemas.com
9.	Financial year for which reporting is being done	2021-22
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited National Stock Exchange of India Limited
11.	Paid up Capital (₹)	₹6,099.56 Lakhs
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	
	Name	Mr. Mukesh Kumar
	Designation	Company Secretary & Compliance Officer
	Telephone number	0124-4708100
	E-mail id	mukesh.k@pvrcinemas.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	Disclosures are made on standalone basis, unless specifically mentioned.

II. Products / Services - As on 31st March, 2022

14. Details of business activities:

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Motion Picture Exhibition in Cinemas	The Company is in the business of Motion Picture Exhibition in Cinemas	52%

15. Products/Services sold by the entity (accounting for 100% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total turnover contributed
1.	Motion Picture Exhibition in Cinemas	59141	52%
2.	Sale of Food and beverages in Cinemas	59141	30%
3.	Advertisement income, Convenience fees and Other operating revenue and Other Income	59141	18%

III. Operations

16. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	171 Cinemas with 839 screens in 73 cities of India	Corporate Office, 5 Regional Offices/Registered Office	187
International	1 Cinema with 9 screens in Colombo, Sri Lanka (Subsidiary – P V R Lanka)	Nil	1

17. Markets served by the entity:

a. **Number of locations**

Locations	Number
National (No. of States)	21 States and Union Territories
International (No. of Countries)	1 Sri Lanka (Subsidiary – P V R Lanka)

b. **What is the contribution of exports as a percentage of the total turnover of the entity?**

PVR Limited has no export earnings on standalone basis.

c. **A brief on types of customers**

PVR Limited is into Motion Picture Exhibition in Cinemas. We welcome all individuals and business customers to experience our services at our cinemas.

IV. Employees

18. Details as at the end of Financial Year:

a. **Employees and workers (including differently abled):**

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
			EMPLOYEES			
1.	Permanent (D)	3,156	2,805	89%	351	11%
2.	Other than Permanent (E)	5,123	4,181	82%	942	18%
3.	**Total employees (D + E)**	**8,279***	**6,986**	**84%**	**1,293**	**16%**

*These numbers pertain to the Standalone entity PVR Ltd. Apart from these we had 2,869 contractual employees pertaining to House Keeping and Security functions on March 31, 2022

b. **Differently abled Employees and workers:**

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
			EMPLOYEES			
1.	Permanent (D)	9	8	89%	1	11%
2.	Other than Permanent (E)	2	2	100%	0	0%
3.	**Total employees (D + E)**	**11**	**10**	**91%**	**1**	**9%**

19. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	9	3	33.33%
Key Management Personnel	3	0	0%

20. Turnover rate for permanent employees and workers

	FY 2021-22			FY 2020-21			FY 2019-20		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	**22%**	**34%**	**24%**	42%	62%	44%	39%	43%	40%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

21. (a) Names of holding / subsidiary / associate companies / joint ventures

Company has following four subsidiaries:

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding / Subsidiary/ Associate / Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	PVR Pictures Limited	Subsidiary	100%	As of now our subsidiary companies do not participate in our Business Responsibility initiatives.
2.	Zea Maize Private Limited	Subsidiary	88.66%	
3.	P V R Lanka Limited	Subsidiary	100%	
4.	SPI Entertainment Projects (Tirupati) Private Limited The company is under the process of Voluntary Strike Off	Subsidiary	100%	

VI. CSR Details

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) - YES

(ii) Turnover (in ₹) – 1,21,331 Lakhs

(iii) Net worth (in ₹) –1,38,848 Lakhs

VII. Transparency and Disclosures Compliances

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2021-22			FY 2020-21		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Y						
Investors (other than shareholders)	Y						
Shareholders	Y	19	0		55	0	
Employees and workers	Y	18	1	1 Complaint was received in March'22 and is within the statutory resolution period	20	1	1 Complaint was received in March'21 and is within the statutory resolution period
Customers	Y	7222	169		6004	41	
Value Chain Partners	Y						

Policies & grievance redressal mechanism are accessible on https://www.pvrcinemas.com/corporate

Complaints from stakeholders like community, suppliers and contractors are addressed by relevant Departments on a case to case basis.

24. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying The risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Energy Consumption	Risk	Energy consumption is an important environmental aspect of our operations.	We have implemented many energy saving initiatives to minimise the environmental impact.	NA
2.	Waste / Plastics Reduction	Risk	F&B operations generate both wet and dry waste.	We have been working towards minimising dry waste including disposable popcorn tubs, soft drink glasses and cutlery through various initiatives like eliminating the use of plastic and replacing it with bio degradable material have shown encouraging results.	NA

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

We have implemented following policies towards adopting National Guidelines on Responsible Business Conduct (NGRBC):

Principle P1: Transparency & Accountability

Code of Business Conduct & Ethics Policy
Code of Conduct for BOD & Senior Management
Insider Trading Policy
Whistle Blower Policy

Principle P2: Product Responsibility

Product Responsibility Report
Environment Policy

Principle P3: Employee Development

Code of Business Conduct & Ethics Policy

Principle P4: Stakeholder Engagement

Corporate Social Responsibility Policy
Investor Grievance Redressal Policy

Principle P5: Human Rights

Human Rights Policy

Principle P6: Environment Principle

Environment Policy
Product Responsibility Report

Principle P7: Policy Advocacy

Public Advocacy Policy

Principle P8: Inclusive Growth

Corporate Social Responsibility Policy
Stakeholder Engagement Policy

Principle P9: Customer Value

Customer Value Policy

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Our Policies are approved by CMD								
c. Web Link* of the Policies, if available	https://www.pvrcinemas.com/corporate								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	N	N	N	N	N	N	N	N	N
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	All the Policies has been made as per the National Guidelines on Responsible Business Conduct, 2019 released by the Ministry of Corporate Affairs.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Our strategies, business model and operations are based on environment protection, employee and customer safety.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Not Applicable								
Governance, leadership and oversight									
7. Statement by director responsible for the business responsibility & Sustainability report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)									
The message from our CMD has been included at the beginning of this report									
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility & Sustainability policy(ies).	Implementation and oversight of the Business Responsibility Policies and the decision making on sustainability related issues is the responsibility of the Corporate Social Responsibility Committee of the Board of Directors, which comprises of following members as on March 31, 2022: ● Mr. Ajay Bijli - Chairman cum Managing Director ● Mr. Sanjeev Kumar - Joint Managing Director ● Mr. Sanjai Vohra - Independent Director ● Ms. Deepa Misra Harris - Independent Director								
9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.									

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee	Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)
	P1 P2 P3 P4 P5 P6 P7 P8 P9	P1 P2 P3 P4 P5 P6 P7 P8 P9
Performance against above policies and follow up action	The review has been done by CMD & CEO	The frequency of the review is Annual
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Compliance with the laws of land are the first step in responsible business conduct. The compliance review with all the statutory requirements of relevance to the principles of National Guidelines on Responsible Business Conduct has been done by the respective committees of the Board.	

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

The assessment / evaluation of the working of its policies is being done internally.

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	-------------Not Applicable -------------								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorised as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1 Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. **Percentage coverage by training and awareness programmes on any of the Principles during the financial year:**

   All the cinema operational staff are given periodical training on Customer Service, Health & Safety of employees and guests. Board and KMPs are apprised about the changing requirements from time to time in the Board meeting and Management meetings. Structured training program on the nine principles of Responsible Business conduct will be done during the FY 2022-23.

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format. (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website):**

   No such fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings either by the entity or by directors / KMPs.

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

   Not applicable.

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

   The Code of Business Conduct & Ethics Policy and the Code of Conduct for BOD & Senior Management covers the concerns regarding anti-corruption or anti-bribery policy. All the policies are accessible at https://www.pvrcinemas.com/corporate.

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

   No disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption against any of the Directors/KMPs/employees.

6. **Details of complaints with regard to conflict of interest:**

   No complaint was received with regard to conflict of interest of the Directors, KMPs or any other employee.

7. **Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.**

   Not Applicable

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

   We have taken many initiatives towards improving energy efficiency, which have been detailed under Principle 6. Apart from energy efficiency initiatives we have also done investments in rooftop solar photovoltaic grid with respect to renewable energy. Solar Energy Utilisation for energy conservation by using rooftop solar photovoltaic grid connected system is under implementation at two locations namely PVR Kirti Mall, Jalgaon and PVR GMS City Centre Satna (installation delayed due to COVID-19), other sites will be taken up in Financial Year 2022-23 with available space on roof. These initiatives will help us in reducing our carbon footprint.

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

   b. **If yes, what percentage of inputs were sourced sustainably?**

   During the last two-three years we have been looking at all our consumables through a sustainability lens and have taken various steps to ensure sustainability in our supply chain. Some of the initiatives, particularly those on eliminating the use of plastic and replacing it with bio degradable material have shown encouraging results during the year. In the coming years we will be looking at other aspects of our supply chain and moving more and more towards sustainable sourcing.

   We are consciously incorporating sustainable and local sourcing in our supply chain as far as possible. In addition, we are also expanding our footprint to smaller cities; thereby creating employment opportunities in smaller towns and cities like Satna, Jalgaon, Latur, Kota, Pathankot etc. In previous years, we have eliminated plastic in our cinemas and replaced it with bio degradable material. However, in the wake of the pandemic, we had to add a lot of disposable consumables like masks, gloves, face shields, aprons, hairnets etc. These are disposed as per Government regulations. Uses of alcohol-based sanitisers and stronger cleaning solutions have replaced regular cleaning material. In the wake of the pandemic, contact-less order taking, paper-less billing and UV sanitising of disposables has also been introduced.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

   We have removed most of the single use plastics and replaced with compostable material and the rest of the recyclable waste is sent to authorised recyclers through Mall Management. E Waste is sent to authorised recyclers. Our operations don't generate hazardous waste.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

   No, the Extended Producer Responsibility (EPR) is not applicable to the entity's activities

PRINCIPLE 3 Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. a. **Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
						Permanent employees					
Male	2805	2805	100%	2805	100%			2805	100%	0	0%
Female	351	351	100%	351	100%	351	100%			0	0%
Total	**3156**	**3156**	**100%**	**3156**	**100%**	**351**	**100%**	**2805**	**100%**	**0**	**0%**
					Other than Permanent employees						
Male	4181	4181	100%	4181	100%	NA	NA	4181	100%	NA	NA
Female	942	942	100%	942	100%	942	100%	NA	NA	942	100%
Total	**5123**	**5123**	**100%**	**5123**	**100%**	**942**	**100%**	**4181**	**100%**	**942**	**100%**

   b. **Details of measures for the well-being of workers:**

   Not Applicable

2. **Details of retirement benefits, for Current FY and Previous Financial Year.**

Benefits	FY 2020-21			FY 2021-22		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total Employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	NA	Y	**100%**	**NA**	**Y**
Gratuity	100%	NA	Y	**100%**	**NA**	**Y**
ESI*	54%	NA	NA	**49%**	**NA**	**NA**
Other - Pls. specify						

*All Applicable employees are covered under ESI

We are not governed by factories act and hence no employee falls in the category of workers by definition.

3. **Accessibility of workplaces**

   Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

   Under its Inclusive Entertainment program #Cinema 4 All, PVR launched Phase 1 of its Accessible Cinema programme in December 2018 to enable people with disabilities and the elderly to enjoy movies. The programme addresses infrastructural issues, makes assistive equipment, technology and platforms available to its patrons with different abilities across mobility, vision, hearing and cognition. In the first Phase we announced, make discoverable and branded the first 50 Accessible cinemas with regard to mobility, made subtitled films discoverable and tied up with a Mobile phone app XL Cinema to enable people with visual impairment to stream Audio Description (AD) for films that have AD. However, with the cinemas being closed for most of the year, this program was put on hold temporarily keeping in mind the vulnerability of this group of stakeholders who need physical assistance which would not be possible in these times.

   The agreement with Developers now has an additional clause that ensures that the structure we take over is accessible by wheelchair at least one exit/ entry point for people with Mobility issues.

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

   Yes, the policies of the company are accessible on https://www.pvrcinemas.com/corporate.

5. **Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent Employees	
	Return to work rate	Retention rate
Male	100%	100%
Female	100%	77%
Total	**100%**	**95%**

6. **Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.**

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	The grievance redressal mechanism is available in the Code of Business Conduct & Ethics Policy
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7. **Membership of employees and worker in association(s) or Unions recognised by the listed entity:**

There are no employee association(s) or unions recognised by the company.

8. **Details of training given to employees and workers:**

Our Learning & development (L&D) team has been the early adopters of technology. Virtual Instructor-led Training (through collaborative platforms) and self-paced learning through our internal LMS (PVR Springboard) were brought into effect with full rigour. The team were not only upskilled through functional & soft-skills training but were also engaged virtually through various activities like quis competitions, crosswords, newsletters, leader talks, workshops on positive thinking, and counselling support with the help of a reputed partner. Staff was trained on multi-skilling too i.e. Housekeeping staff was also trained to handle Security duties in the wake of any kind of exigency etc. As the cinemas have opened gradually the training has been both in the virtual mode and practical training.

Various skill development workshops were conduct, which include:

- Embracing Change Workshop – Expanding your potential
- MS Excel Training • Change Management Workshop
- English Skill Development
- FSSAI Training -Kitchen Staff & Duty Officers on Corona Prevention

Measures

- Sessions for IT Team: ITIL, MS Azure
- Skill Development Courses through MOOC (Massive open online courses)

Category	FY 2021-22					FY 2020-21				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	**6986**	**3004**	**43%**	**4947**	**71%**	5292	2790	53%	3755	71%
Female	**1293**	**697**	**54%**	**1023**	**79%**	937	624	67%	765	82%
Total	**8279**	**3701**	**45%**	**5970**	**72%**	**6229**	**3414**	**55%**	**4520**	**73%**

9. **Details of performance and Career development reviews of employees:**

Category	FY 2021-22			FY 2020-21		
	Total Employees	Total Performance Review done	%	Total Employees	Total Performance Review done	%
Male	The impact of COVID-19 on the film exhibition business has been significant. As the business moves to a recovery path after a sharp decline and we continue to operate in uncertain business environment. In these circumstances considering the well-being of employees the management has given increments to all employees even as formal performance and Career development reviews of employees may be done in the Q1 of the FY 2022-23.			The impact of COVID-19 on the film exhibition business has been significant. We did not roll out the annual performance & career development review.		
Female						

10. **Health and safety management system:**

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

To ensure the safety & security of our patrons, employees & partners we have stringent policies and procedures in place. We have a mix of the best physical, electronic security surveillance & detection systems and equipment's installed at our PAN India cinema sites. The systems and equipment's related to fire and safety detection, alarming, suppression and extinguishing are in place at all the cinema sites across India. To check our preparedness to thwart any incident/natural calamity situation, we regularly conduct various evacuation drills at the cinema sites. Third party audits, internal audits, FSSO Audits and mystery audits at our sites are conducted periodically. We are fully compliant with all the local by-laws, state specific cinematographic acts, rules and regulations applicable to our business.

11. **Details of safety related incidents, in the following format:**

There was no reportable safety related incidents in the current financial year or the previous financial year.

12. **Describe the measures taken by the entity to ensure a safe and healthy work place.**

Explained under point 10 above.

13. **Number of Complaints on the following made by employees and workers:**

	FY 2021-22			FY 2020-21		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	**18**	**0**		20	1	Complaints were received in March and the resolution period in under the statutory norms
Health & Safety	**0**	**0**		0	0	

14. **Assessments for the year:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	All properties were assessed for Health, Safety and working condition as part of the business operating processes.
Working Conditions	

15. **Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.**

There was no reportable safety related incidents in the current financial year or the previous financial year. However, we undertake numerous initiatives to ensure the safety and security of our patrons and employees. We conduct regular audits and safety checks to ensure smooth and safe running of our operations. Our staff is given regular fire safety and emergency evacuation training to deal with any kind of emergency where they would need to safely evacuate large numbers of people with varying abilities.

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity.**

PVR recognises existing and potential customers, employees, shareholders, investors and regulatory authorities, media, public at large as its stakeholders.

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.**

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	N	Customer Feedback, PVR Privilege Loyalty Program, Website, Social Media Platforms	Ongoing	Customer Satisfaction, Safety & Security
Employees	N	Notice Boards, Website, Employee Survey feedback, Annual Performance Review, Meetings, Trainings	Ongoing	Working condition, Employee performance, Employee Satisfaction
Shareholders	N	AGM, Investor meets, Investor Grievance redressal mechanism	On going	Business Strategies and Performance
Regulatory Authorities	N	Regulatory Filings	Ongoing	Legal Compliance
Media	N	Press Releases, Social Media Platforms, Media interactions	Ongoing	Information dissemination, communicating company's perspective
Public at Large	Y, Underprivileged communities (particularly Children at Risk) around its business locations; and people with Disabilities.	Corporate Social responsibility initiatives through PVR Nest	Ongoing	Social welfare

PRINCIPLE 5 Businesses should respect and promote human rights

Essential Indicators

1. **Employees who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	FY 2021-22			FY 2020-21		
	Total (A)	No. of employees /workers covered (B)	% (B/A)	Total (C)	No. of / employees workers covered (D)	% (D/C)
Permanent	3,156	2,435	77%	3,481	292	8%
Other than permanent	5,123	1,999	39%	2,748	203	7%
Total Employees	**8279**	**4434**	**54%**	**6229**	**495**	**8%**

2. **Details of minimum wages paid to employees, in the following format:**

Category	FY 2021-22					FY 2020-21				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Permanent										
Male	2,805	315	11%	2,490	89%	3,049	419	14%	2,630	86%
Female	351	109	31%	242	69%	432	146	34%	286	66%
Other than Permanent										
Male	4,181	2473	59%	1,708	41%	2,243	1,188	53%	1,055	47%
Female	942	767	81%	175	19%	505	383	76%	122	24%

3. **Details of remuneration/salary/wages, in the following format:**

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	6	31 LPA	3	22.5 LPA
Key Managerial Personnel	3	297 LPA	0	0
Employees other than BoD and KMP	2,802	3.4 LPA	351	2.7 LPA
Workers	NA	NA	NA	NA

4. **Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

   Yes, the CHRO (Chief Human Resource Officer) is the focal point for addressing human rights impacts or issues caused or contributed to by the business

5. **Describe the internal mechanisms in place to redress grievances related to human rights issues.**

   PVR's policy on Human Rights is applicable to all employees in the Company including subsidiaries in India. The Company encourages its Business Partners to follow the policy. PVR discourages dealing with any supplier/contractor if it is in violation of human rights and also prohibits the use of forced or child labour at all its premises/ with business associates. All the complaints regarding human rights violations are routed to CHRO, who is the focal point for addressing human rights issues.

6. **Number of Complaints on the following made by employees and workers:**

	FY 2021-22			FY 2020-21		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	12	0		20	1	Complaints were received in March and the resolution period in under the statutory norms
Discrimination at workplace	0	0		0	0	
Child Labour	0	0		0	0	
Forced Labour/Involuntary Labour	0	0		0	0	
Wages	0	0		0	0	
Other human rights related issues	0	0		0	0	

7. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

   The Code of Ethics and Business Conduct and Whistle Blower Policy provides the mechanism to prevent adverse consequences to the complainant in discrimination and harassment cases.

8. **Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

   No

9. **Assessments for the year:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	

All the assessments have been done by the entity during the course of operations of business.

10. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.**

    Not Applicable

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. **Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

Parameter	FY 2021-22	FY 2020-21
Total electricity consumption (A)	**256896 GJ**	108097 GJ
Total fuel consumption (B)	**20972 GJ**	7295 GJ
Energy consumption through other sources (C)		
Total energy consumption (A+B+C)	**277868 GJ**	115392 GJ
Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)	**182 GJ / Crores**	**165 GJ / Crores**
Energy intensity (optional) – the relevant metric may be selected by the entity		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. **N**

2. **Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

   The operations of the company are not covered under the Performance, Achieve and Trade (PAT) Scheme of the Government of India

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	FY 2021-22	FY 2020-21
Water withdrawal by source (in kilolitres)		
(i) Surface water		
(ii) Groundwater		
(iii) Third party water*	196636 KL	90187 KL
(iv) Seawater / desalinated water		
(v) Others		
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	196636 KL	90187 KL
Total volume of water consumption (in kilolitres)	196636 KL	90187 KL
Water intensity per rupee of turnover (Water consumed / turnover)	129 KL/Crores	129 KL/Crores
Water intensity (optional) – the relevant metric may be selected by the entity		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. **N**

*Water has been provided by the property owners

4. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

   Not Applicable

5. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

   This is not significant for our operations.

6. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	Unit	FY 2021-22	FY 2020-21
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH4, N_2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO_2 equivalent	1,360	492
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH4, N_2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO_2 equivalent	56,374	23,721
Total Scope 1 and Scope 2 emissions per rupee of turnover	Metric tonnes of CO_2 Equivalent / Crores of Turnover	38	35
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. **N**

7. **Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.**

   Yes, the Company has been working on environment conservation issues by improving its energy efficiency. Some of these initiatives include:

   Continued sensitisation of employees at Cinemas: Since the bulk of our energy consumption is at the Cinema level, it is very critical that employees who manage day-to-day operational activities at the ground level are in tune with the Management's objectives. The following initiatives have been undertaken to create a culture that supports technological interventions to conserve energy:

   a) Awareness and sensitisation workshops for employees on benefits of energy conservation initiatives;

   b) Involvement of employees is encouraged through Idea sharing and successful implementation of the selected ideas is recognised and rewarded;

   c) A Certified Energy Auditor supervises and leads the implementation of energy conservation initiatives;

   d) Third party Energy Audits are conducted periodically in order to ensure that our equipment is operating at optimum efficiency levels and to curb wastage due to leakage and lack of maintenance of Plant and machinery, we actively engage with mall management on Energy Conservation initiatives and audit by 3rd party to identify inefficiencies at their end as well.

   Renewable energy utilisation from rooftop solar installations got delayed due to pandemic and will be done in the FY 2022-23. Other initiatives related to energy conservation / reduction of Green House Gases are:

   a) High Efficiency Fans For AHU: Have been piloted and will help us to reduce 3.7 tons of CO_2 per AHU per year (will be implemented in 2022-23).

   b) We have replaced 3 chiller plants in and this will help us in CO_2 Mitigation of 910 Tons per year.

   c) Laser Projection: While these are being implemented in our new projects to create an enhanced experience for patrons, they will also result in 4.5 tons of Co2 reduction per projector per year. Laser Projectors are also not hazardous on disposal.

   d) Chiller Plants are being replaced and will result in CO2 mitigation to the tune of 910 Tons/Year (being implemented in Plaza, Escape, and Wonder Thane & Oberon Cochin).

   e) Silent Fans: Are being installed and will save Energy, enhance guest comfort, mitigate hot and cold pockets. Pilots have been conducted in a few cinemas successfully (Forum, Velachery, Ampa, VR Mall Bangalore).

8. **Provide details related to waste management by the entity, in the following format:**

   We are a Film Exhibition Company and have no harmful emissions emitted during screening of films. Our waste comprises:

   - F&B waste: Where we are moving towards more biodegradable materials;
   - E-waste: Disposed through SPCB/ CPCB Certified e-waste recyclers.

   During the last two-three years we have been looking at all our consumables through a sustainability lens and have taken various steps to ensure sustainability in our supply chain. Some of the initiatives, particularly those on eliminating the use of plastic and replacing it with bio degradable material have shown encouraging results during the year.

   As the cinemas were closed for the major part of the year, the quantity of waste generated is not available.

9. **Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

   Waste management is being done in accordance with property owners' / malls' procedures. Most of the Malls use Machines to process organic waste. Recyclable materials are sent to authorised recyclers by the property owners

10. **If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:**

    No fa cilities are in/around ecologically sensitive areas.

11. **Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

    Not Applicable

12. **Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

    PVR has complied with all the applicable environmental Law / regulations / guidelines.

PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. **Number of affiliations with trade and industry chambers/ associations.**

   b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Northern India Motion Pictures Association (NIMPA)	States of Northern India
2	National Association of Motion Pictures & Exhibitors (NAMPE)	National
3	Federation of Karnataka Chambers of Commerce & Industry (FKCCI).	State
4	FICCI Multiplex Association of India (FICCI-MIA)	National
5	Retailers Association of India (RAI)	National
6	National Association of Theatre Owners	National

2. **Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities.**

   Not applicable as no adverse orders from regulatory authorities has been received during the year

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development

Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

   No requirement of Social Impact Assessments (SIA) of projects was applicable to the company.

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

   There was no project involving R&R during the FY 2021-22.

3. **Describe the mechanisms to receive and redress grievances of the community.**

   PVR NEST is the Corporate Social Responsibility arm of PVR Ltd. and was founded in 2006. It is also registered as a non-profit trust. At PVR NEST, follows the Public-Private Partnership (PPP) model, in which under our 'Safe City Program', we strive to establish safe, inclusive and equitable urban spaces for women and children to fetch growth opportunities and improve their standard of living. We function in collaboration with the Central-State Government and Organisations sharing similar vision, adhering to Sustainable Development Goals (SDGs).

   1. Aanchal Childscapes- in partnership with the North Delhi Municipal Corporation (NDMC) and Mobile Creches, these Child Care and Protection Centres were set up in 10 primary schools identified by the NDMC. The program provided 12-hour care facilities, health and nutrition, and educational support to children aged between 6 months-12 years. Apart from childcare, this initiative increased the mobility of women and adolescent girls, enabling them to access livelihood and educational opportunities as they no longer had to stay back at home to look after the children. Link to the film on Aanchal Childscapes https://youtu.be/0KnXwFP3v2k

   2. Paalan- In association with The Rani Fund and The Delhi Government's Department of Women and Child Development (DWCD), Paalan was launched as a Special Purpose Vehicle (SPV) initiative to support holistic care and development of COVID-19 impacted children. Efforts are also being made towards strengthening this initiative by creating a MIS of Child Well-Being Index for the Delhi Government for around 5500 children including parameters such as health, nutrition, safety, education, etc. and maintaining a dashboard for effective data management and analysis of vulnerable children. Link to the film on Paalan https://youtu.be/XstqlKynfJc

   3. Safe Centres (Pink Centres) - It was started in 2018 in association with The Municipal Corporation of Delhi (MCD). It is a multi-partner program with organisations such as Plan India, WaterAid India, Second Act and Centre for Youth. The Pink Centres are beyond toilet facilities providing safe sanitation spaces and range of services to women, children and the youth such as breast feeding areas, sanitary pad vending machines, incinerators, well trained Water, Sanitation and Hygiene (WASH) Champs, etc. Additionally, these centres are also used by elderly, pregnant women, trans-persons and Persons with Disabilities (PWDs). There are currently 20 Pink Centres across Delhi.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

   We are consciously incorporating sustainable and local sourcing in our supply chain as far as possible. In addition, we are also expanding our footprint to smaller cities; thereby creating employment opportunities in smaller towns and cities like Satna, Jalgaon, Latur, Kota, Pathankot etc. For many of our sustainable initiatives, we are working with local Indian Startups.

PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

   We have an on-site mechanism to collect feedback at the cinemas with the help of tabs, installed at various experience points within the cinema to get instant feedback. These tabs have been implemented in 39 cinemas (106 were in process when the lock down happened.)

   For the balance, currently, we are using offline methods like internal surveys and mystery audits; till such time that we are able to digitise all our cinemas. Customer satisfaction trends as per our new approach will be available once we deploy the digital system across all our cinemas. In addition, we get regular cinema Audits conducted by Independent third party agencies to assess various aspects of service delivery, like:

   - House-keeping issues
   - Safety and security issues
   - Electrical and maintenance issues
   - Display of branding and marketing material
   - Structural damage and repair issues
   - Personal grooming and neatness of staff
   - Ethics issues and due diligence
   - Cinema sound/ light quality
   - Optimal Airconditioning

2. **Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:**

   The Company displays product information on the packaging of its F&B products for the benefit of consumers, over and above what is mandated by local laws like Bureau of Indian Standards. Act. The additional information is provided to enhance the value consumers can derive from the product and to ensure safe and appropriate use. The additional information on the product label relates to proven active ingredients contained, directions for use, safety, caution etc. and varies from product to product.

3. **Number of consumer complaints in respect of the following:**

   The Company is committed to creating products and solutions that exceed customer expectations and enhance the level of business profitability. We consistently strive forth to ensure higher customer satisfaction through our efforts in production innovation, R&D activities and ensuring enhanced lifecycle of the product.

	FY 2021-22			FY 2020-21		
	Number of complaints filed during the year	**Number of complaints pending resolution at close of the year**	**Remarks**	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Data Privacy						
Advertising						
Cyber Security						
Delivery of essential services						
Restrictive Trade Practices						
Unfair Trade Practices						
Others	7,222	169		6,004	41	

4. **Details of instances of product recalls on account of safety issues:**

   Not applicable

5. **Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

   The Company is working toward a policy on cyber security and data privacy.

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.**

   No regulatory action has ever been done regarding advertising, essential services, cyber security, data privacy or product recalls.

Independent Auditor's Report

To the Members of PVR Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of PVR Limited ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2022, and the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "standalone financial statements").

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 Companies Act, 2013 ("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 March 31, 2022, and loss and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Emphasis of Matter

We draw attention to Note 50 to the standalone financial statements, which describes the economic and social disruptions as a result of COVID-19 pandemic on the Company's operations and financial statements as assessed by the management.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matters

Sr. No.	The key audit matter	How the matter was addressed in our audit
1.	**Revenue Recognition**	**Audit procedures**
	See Note 23 to the standalone financial statements The Company's significant portion of revenue comes from income from sale of movie tickets and food and beverages ("revenue"). We have identified revenue recognition as a key audit matter, because revenue is one of the key performance indicator of the Company and its reliance on the Company's IT system. Further, as the revenue comprises of high volumes of individually small transactions, the process of summarising and recording sales revenue is critical.	In this area our procedures included: • Evaluated the design and implementation and operating effectiveness of key controls in relation to recognition of revenue. • Involvement of our Subject Matter Experts on information technology with respect to testing of key IT system controls which impacts revenue recognition. • Performed substantive testing (including year-end cutoff testing) by selecting samples of revenue transactions recorded during and after the year and verifying the underlying documents. • Tested the reconciliation between sales recorded and cash/ card/ online transactions and agreed those reconciliations through underlying documents on sample basis. • Assessed the adequacy of related disclosures in the standalone financial statements.

Sr. No.	The key audit matter	How the matter was addressed in our audit
2.	**Impairment of Goodwill, other intangible assets, property, plant and equipment, capital work-in-progress and ROU assets**	**Audit procedures**
	See Notes 3, 3A, 4A and 4B to the standalone financial statements The carrying value of the Company's goodwill is ₹104,256 Lakhs and that of other intangible assets, property, plant and equipment, capital work-in-progress, ROU assets as at March 31, 2022 amounts ₹435,430 Lakhs. Due to the impact of COVID-19 pandemic, an impairment assessment of the non-financial assets is to be performed. The impairment testing of above requires significant judgements and estimates in assessing the Value in Use ('VIU') regarding assessment and measurement for impairment loss, if any. The risk relates to uncertainties involved in forecasting of cash flows, for key assumptions such as future revenue, margins, overheads, growth rates and weighted average cost of capital for the purpose of determining VIU. We have identified impairment assessment of such assets as a key audit matter because of the significance of the carrying value of such assets and involvement of judgements and estimates.	In this area our procedures included: • Tested the design and implementation of key controls with respect to impairment assessment of Goodwill and other intangible assets, property, plant and equipment, capital work-in-progress and ROU assets and tested operating effectiveness of such controls. • Evaluated the impairment model which is based on discounted cash flows including the adverse effects which could arise from the outbreak of COVID-19 pandemic. This includes evaluation of the assumptions used in key inputs such as forecasted revenue, gross margin and discount rate based on our knowledge of the Company and the industry with the assistance of our Subject Matter Experts. • Performed sensitivity analysis to evaluate whether any foreseeable change in assumptions could lead to a significant change in the VIU. • Assessed the adequacy of related disclosures in the standalone financial statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. (A) 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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows 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 Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(B) 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 as at March 31, 2022 on its financial position in its standalone financial statements - Refer Note 34 to the standalone financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

Refer Note 49(vi) to the standalone financial statements.

(b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

Refer Note 49(vii) to the standalone financial statements.

(c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (iv) (a) and (iv) (b) contain any material mis-statement.

v. The Company has neither declared nor paid any dividend during the year.

(C) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

We draw attention to Note 52 to the standalone financial statements, which explains that the managerial remuneration aggregating ₹1,085 Lakhs paid to two executive directors of the Company for the financial year ended March 31, 2022 was in accordance with the minimum remuneration as was originally approved by the shareholders of the Company vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 ("Act"), owing to inadequacy of profits for the financial year ended March 31, 2022, the Company shall seek approval of the shareholders for the aforesaid managerial remuneration by way of special resolution in its forthcoming Annual General Meeting. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us. Our opinion is not modified in respect of this matter.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN: 22098297AIPUYN7070

Place: New Delhi
Date: May 09, 2022

Annexure A referred to in our Independent Auditor's Report to the members of PVR Limited on the standalone financial statements for the year ended March 31, 2022

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. As informed to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year.

(e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. As informed to us, no discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. As informed to us and as per the terms of sanction letters of such limits, there are no requirements on the Company to submit quarterly returns or statements with the banks.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year, the Company has made investments and granted unsecured loans to companies and other parties in respect of which the requisite information is as below:

a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has provided loans to companies and other parties as below:

Particulars	Amount (₹ Lakhs)
Aggregate amount during the year	
- Subsidiaries*	1,727
- Others	851
Balance outstanding as at balance sheet date	
- Subsidiaries*	1,178
- Others	384

*As per Companies Act, 2013

b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year and the terms and conditions of the grant of loans provided during the year are, prima facie, not prejudicial to the interest of the Company.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular except for the loan (as at March 31, 2022) of ₹160 Lakhs given to Zea Maize Private Limited, which is repayable on demand. As informed to us, the Company has not demanded repayment of the loan during the year. Thus, there has been no default on the part of the party to whom the money has been lent. The payment of interest, where applicable, has been regular. Further as explained to us, the Company has not given any advance in the nature of loan to any party during the year.

d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further as explained to us, the Company has not given any advances in the nature of loans to any party during the year.

e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the Company has not granted any loans either repayable on demand or without specifying any terms or period of repayment except for the following loans to its related parties as defined in Clause (76) of Section 2 of the Companies Act, 2013 ("the Act").

Particulars	Amount (₹ Lakhs)
Aggregate of loans to subsidiaries	
- Repayable on demand (A)	1,500
- Agreement does not specify any terms or period of repayment (B)	-
Total (A+B)	**1,500**
Total loans granted during the year	2,578
Percentage of loans to the total loans	58%

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of investments made and loans and guarantees given by the Company, in our opinion the provisions of Section 185 and 186 of the Companies Act, 2013 ("the Act") have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013, for any of the services rendered or goods sold by the Company. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of service tax, duty of excise and sales tax during the year since effective July 01, 2017, these statutory dues has been subsumed into goods and services tax.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, value added tax, cess and other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, value added tax, cess and other statutory dues were in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, value added tax, cess and other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the Statute	Nature of the dues	Period to which the amount relates	Forum where dispute is pending	Amount (₹ Lakhs)	Amount paid under protest (₹ Lakhs)
Income-tax Act, 1961	Income-tax	AY 2006-07, AY 2009-10 and AY 2011-12	High Court of Delhi and High Court of Andhra pradesh	54	10
Income-tax Act, 1961	Income-tax	AY 2007-08 to AY 2015-16	Income Tax Appellate Tribunal (ITAT)	631	371
Income-tax Act, 1961	Income-tax	AY 2010-11 and AY 2013-14 to AY 2018-19	Commissioner of Income Tax (Appeals)	1,921	364
Finance Act, 1994	Service tax	FY 2007-08 to FY 2017-18 (up to June 2017)	Customs Excise and Service Tax Appellate Tribunal (CESTAT)	10,958	860
Finance Act, 1994	Service tax	FY 2013-14	Commissioner	355	-
UP VAT Act, 2007/Rajasthan VAT Act, 2003/Maharashtra VAT Act, 2002/KVAT Act, 2003	Value Added Tax	FY 2010-11 to FY 2012-13 and FY 2014-15 to FY 2017-18	Tribunal Commissioner (Appeals) Commissioner	306	18

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income tax Act, 1961 as income during the year.

(ix) a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowings or in the payment of interest thereon to any lender.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained, other than ₹2,500 Lakhs which remain unutilised as at March 31, 2022 because the funds were received towards the end of the year. The Company has kept such unutilised balance in bank as at March 31, 2022.

d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint venture as defined under Companies Act, 2013.

f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint venture (as defined under Companies Act, 2013).

(x) a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a nidhi company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

d) According to the information and explanations given to us, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Accordingly, the clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has incurred cash losses of ₹31,895 Lakhs in the current financial year and ₹55,923 Lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN: 22098297AIPUYN7070

Place: New Delhi
Date: May 09, 2022

Annexure B to the Independent Auditor's Report on the standalone financial statements of PVR Limited for the year ended March 31, 2022

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph (2) (A) (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to standalone financial statements of PVR Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at March 31, 2022, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

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

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN: 22098297AIPUYN7070

Place: New Delhi
Date: May 09, 2022

Standalone Balance Sheet

as at March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Note	March 31, 2022	March 31, 2021
ASSETS			
Non-current assets			
Property, plant and equipment	3	**149,239**	145,184
Capital work-in-progress	3A	**6,442**	21,710
Right-of-use assets	4A	**265,654**	272,320
Goodwill	4B	**104,256**	104,256
Other intangible assets	4B	**14,095**	15,456
Financial assets			
Investments in subsidiaries	5A	**9,591**	6,199
Other investments	5B	**-**	30
Loans	13	**1,164**	3,529
Other financial assets	6	**26,387**	27,319
Deferred tax assets (net)	7	**59,092**	39,567
Income tax assets (net)	8A	**4,448**	4,566
Other non-current assets	8B	**8,280**	8,729
Total non-current assets (A)		**648,648**	**648,865**
Current assets			
Inventories	9	**3,142**	2,325
Financial assets			
Investments	10	**47**	90
Trade receivables	11	**6,300**	1,985
Cash and cash equivalents	12A	**48,967**	54,573
Bank balances other than cash and cash equivalents, above	12B	**7,700**	17,580
Loans	13	**343**	5,473
Other financial assets	6	**3,318**	2,927
Other current assets	8B	**11,288**	11,248
Total current assets (B)		**81,105**	**96,201**
Total assets (A+B)		**729,753**	**745,066**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	**6,100**	6,076
Other equity	15	**132,748**	177,966
Total equity (A)		**138,848**	**184,042**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	16	**103,314**	97,999
Lease liabilities	17	**338,852**	337,329
Other financial liabilities	21	**4,968**	7,796
Provisions	18	**856**	1,709
Other non-current liabilities	22	**1,211**	5,237
Total non-current liabilities (B)		**449,201**	**450,070**
Current liabilities			
Financial liabilities			
Borrowings	19	**47,050**	36,958
Lease liabilities	17	**27,527**	24,107
Trade payables	20		
Total outstanding dues of micro enterprises and small enterprises		**1,284**	1,046
Total outstanding dues of creditors other than micro enterprises and small enterprises		**27,842**	17,895
Other financial liabilities	21	**11,501**	9,118
Provisions	18	**261**	409
Other current liabilities	22	**26,239**	21,421
Total current liabilities (C)		**141,704**	**110,954**
Total liabilities (B+C)		**590,905**	**561,024**
Total equity and liabilities (A+B+C)		**729,753**	**745,066**
Summary of significant accounting policies	2.2		

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

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Standalone Statement of Profit and Loss

for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Note	March 31, 2022	March 31, 2021
Income			
Revenue from operations	23	**121,331**	22,572
Other income	24	**31,074**	47,275
Total income		**152,405**	**69,847**
Expenses			
Movie exhibition cost		**31,200**	4,680
Consumption of food and beverages		**9,857**	1,833
Employee benefits expense	25	**25,602**	20,742
Finance costs	26	**49,394**	49,347
Depreciation and amortisation expense	27	**59,442**	56,349
Other operating expenses	28	**44,057**	28,271
Total expenses		**219,552**	**161,222**
Loss before tax		**(67,147)**	**(91,375)**
Tax expense:			
Current tax		**-**	(64)
Deferred tax (including MAT credit entitlement) (refer note 7)		**(19,312)**	(18,961)
Total tax expense		**(19,312)**	**(19,025)**
Loss for the year (A)		**(47,835)**	**(72,350)**
Other comprehensive income/(expense)			
Items that will not be reclassified to profit or loss in subsequent period	29	**(40)**	(8)
Other comprehensive income/(expense) for the year (net of tax) (B)		**(40)**	**(8)**
Total comprehensive income/(expense) for the year (A+B) (comprising profit/(loss) and other comprehensive income for the year)		**(47,875)**	**(72,358)**
Earnings per equity share on Net loss after tax	30		
[Nominal Value of share ₹10 each (March 31, 2021: ₹10 each)]			
Basic		**(78.60)**	(131.23)
Diluted		**(78.60)**	(131.23)
Summary of significant accounting policies	2.2		

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

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Standalone Statement of Changes in Equity

for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

A. Equity Share Capital

	March 31, 2022	March 31, 2021
Balance at the beginning of the year	6,076	5,135
Changes in equity share capital during the year	24	941
Balance at the end of the year	**6,100**	**6,076**

B. Other Equity

Particulars	Share application money pending allotment	Reserves and Surplus					Other comprehensive income		Total
		Capital reserve	Securities premium	General reserve	Share options outstanding account	Retained earnings	Re-measurement gains/(loss) on defined benefit plans	Gain/(loss) on equity instruments designated at FVTOCI	
As at March 31, 2020	**-**	**602**	**1,22,628**	**4,030**	**532**	**16,451**	**(474)**	**(2,582)**	**1,41,187**
Loss for the year	-	-	-	-	-	(72,350)	-	-	(72,350)
Other comprehensive income (net of tax) (refer note 29)	-	-	-	-	-	-	(8)	-	(8)
	-	**602**	**1,22,628**	**4,030**	**532**	**(55,899)**	**(482)**	**(2,582)**	**68,829**
Employee stock compensation for options granted	-	-	467	-	391	-	-	-	858
Transferred from stock options outstanding	-	-	93	-	(93)	-	-	-	-
Securities premium received on account of rights issue[1]	-	-	29,450	-	-	-	-	-	29,450
Securities premium received on account of QIP[2]	-	-	78,846	-	-	-	-	-	78,846
Debenture issue expenses (net of deferred tax of ₹9 Lakhs)	-	-	(17)	-	-	-	-	-	(17)
As at March 31, 2021	**-**	**602**	**2,31,467**	**4,030**	**830**	**(55,899)**	**(482)**	**(2,582)**	**1,77,966**
Loss for the year	-	-	-	-	-	(47,835)	-	-	(47,835)
Other comprehensive income (net of tax) (refer note 29)	-	-	-	-	-	-	(40)	-	(40)
	-	**602**	**2,31,467**	**4,030**	**830**	**(1,03,734)**	**(522)**	**(2,582)**	**1,30,091**
Employee stock compensation for options granted	-	-	2,512	-	690	-	-	-	3,202
Transferred from stock options outstanding	-	-	364	-	(395)	-	-	-	(31)
Debenture issue expenses (net of deferred tax of ₹191 Lakhs)	-	-	(563)	-	-	-	-	-	(563)
Share application money pending allotment	49	-	-	-	-	-	-	-	49
As at March 31, 2022	**49**	**602**	**2,33,780**	**4,030**	**1,125**	**(1,03,734)**	**(522)**	**(2,582)**	**1,32,748**

[1] Securities premium on issue of shares via rights issue is net of share issue expenses amounting to ₹147 Lakhs (net of deferred tax ₹78 Lakhs).

[2] Securities premium on issue of shares via QIP is net of share issue expenses amounting to ₹598 Lakhs (net of deferred tax ₹295 Lakhs).

Summary of significant accounting policies 2.2

The accompanying notes are an integral part of the standalone financial statements
As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

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Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Standalone Statement of Cash Flows

for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	March 31, 2022	March 31, 2021
Cash flows from operating activities:		
Loss before tax	**(67,147)**	**(91,375)**
Adjustments to reconcile loss before tax to net cash flows:		
Depreciation on property, plant and equipment	22,774	20,996
Amortisation on intangible assets	1,654	1,683
Amortisation on right-of-use assets	35,014	33,670
Allowance for doubtful debts and advances	589	1,034
Net (gain) on disposal of property, plant and equipment	(2)	(6)
Interest income	(2,585)	(2,256)
Finance costs	48,990	49,063
Share based payment expense	550	296
Inventories written off	111	560
Convenience fees (Time value of money adjustment)	(2,266)	(3,174)
Liabilities written back (including COVID-19 related rent concessions)	(25,883)	(43,502)
Miscellaneous income	(462)	(457)
	11,337	**(33,468)**
Working capital adjustments:		
Increase/(Decrease) in provisions	(1,064)	431
Increase/(Decrease) in trade and other payables	7,407	(19,391)
Decrease/(Increase) in trade receivables	(4,753)	13,812
Decrease/(Increase) in inventories	(928)	10
Decrease/(Increase) in loans and advances and other assets	(397)	(2,987)
Cash generated/(used in) from operations	**11,602**	**(41,593)**
Direct taxes paid (net of refunds)	836	600
Net cash flows from/(used in) operating activities (A)	**12,438**	**(40,993)**
Cash flows from investing activities		
Purchase of PPE, intangible assets, CWIP and capital advances	(11,876)	(11,616)
Proceeds from sale of PPE	43	11
Security deposits given to Mall Developers	(531)	(625)
Investment in subsidiaries	(600)	(140)
Loans given to subsidiaries	(1,727)	(812)
Loans repaid by subsidiaries	6,450	-
Interest received on deposits	1,904	157
Fixed deposits with banks	10,035	(16,870)
Net cash flows from/(used in) investing activities (B)	**3,698**	**(29,895)**
Cash flows from financing activities		
Proceeds from issue of equity shares	1,831	109,305
Proceeds from long-term borrowings	55,500	31,257
Repayment of long-term borrowings	(34,162)	(20,414)
Proceeds from short-term borrowings	106,531	72,407
Repayment of short-term borrowings	(112,331)	(65,607)
Repayment of lease liabilities (includes interest on lease liabilities)	(26,544)	(9,590)
Interest paid on borrowings	(12,441)	(9,802)
Net cash flow from/(used in) financing activities (C)	**(21,616)**	**107,556**
Net increase in cash and cash equivalents (A + B + C)	**(5,480)**	**36,668**
Cash and cash equivalents at the beginning of the year	54,447	17,779
Cash and cash equivalents at the end of the year	**48,967**	**54,447**

Standalone Statement of Cash Flows

for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	March 31, 2022	March 31, 2021
Components of cash and cash equivalents at the end of the year		
Cash on hand	385	211
Balance with banks:		
On current accounts	12,085	5,782
Investment in Mutual fund	36,497	48,580
Cash and cash equivalents (refer note 12A)	**48,967**	**54,573**
Less: Secured bank overdraft (refer note 19)	-	(126)
Total cash and cash equivalents	**48,967**	**54,447**

Note:

- The Standalone Statement of Cash Flows has been prepared in accordance with 'Indirect method' as set out in the Ind AS - 7 'Statement of Cash Flows'.
- During the year, the Company paid in cash ₹ Nil (March 31, 2021: ₹242 Lakhs) towards corporate social responsibility (CSR) expenditure (Refer note 37).
- Reconciliation between the opening and closing balances in the standalone balance sheet for liabilities arising from financing activities is as below:

Particulars	Non-current borrowings[1]	Current borrowings
Opening balance as at April 01, 2021[2]	**123,659**	**11,800**
Cash flows during the year:		
- Proceeds	55,500	106,531
- Repayments	(34,162)	(112,331)
Closing balance as at March 31, 2022[2]	**144,997**	**6,000**
[1]Includes current maturities of non-current borrowings		
[2]Opening and closing balance excludes transaction cost		
Summary of significant accounting policies	2.2	

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

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

Ajay Bijli
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DIN: 00531142

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ICAI Membership Number: 098297

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Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

1 Reporting entity

PVR Limited ("the Company") is a public limited company domiciled in India and incorporated under the provisions of the Indian Companies Act with its registered office located at "61, Basant lok, Vasant Vihar, New Delhi – 110 057, India". The Company's equity shares are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India.

The Company is in the business of movie exhibition & production and operates largest cinema circuit across India. The Company earns revenue from sale of movie tickets, in-cinema advertisements/product displays and sale of food and beverages and restaurant business.

2 Significant accounting policies

2.1 Basis of preparation

(a) Statement of compliance

These Standalone Financial Statements comply with the Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013 (the "Act"), read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, relevant provisions of the Act and other accounting principles generally accepted in India.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These Standalone Financial Statements for the year ended March 31, 2022 are approved by the Audit Committee and Board of Directors at its meeting held on May 09, 2022.

(b) Functional and presentation currency

These Standalone Financial Statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest Lakhs, unless otherwise indicated.

(c) Basis of Measurement

These Standalone Financial Statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments, refer note 2.2(v))

(d) Critical accounting estimates and judgements

The preparation of the Standalone Financial Statements in conformity with Ind AS requires the management to make judgements, estimates and assumptions. These judgements, estimates and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenue and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the standalone financial statements.

Information about significant areas of estimation and judgements in applying accounting policies that have the most significant effect on the Standalone Financial Statements are as follows:

- Note 2.2 (o) (iii) and 31 – measurement of defined benefit obligations: key actuarial assumptions;
- Note 2.2 (b),(c), (d), 3 and 4B – measurement of useful life and residual values of property, plant and equipment and intangible assets;
- Note 34 – Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy;
- Note 2.2 (t) – judgement required to determine ESOP assumptions;
- Note 2.2 (p) – judgement required to determine probability of recognition of current tax, deferred tax assets and MAT credit entitlement;
- Note 2.2 (v – fair value measurement of financial instruments, and
- Note 2.2 (i) and 4A – Determination of lease term for computation of lease liabilities and right of use assets and discount rate used for discounting the lease payments to compute the present value of lease liabilities.

There are no assumptions and estimation uncertainties that have a significant risk resulting in a material adjustment within the next financial year.

2.2 Summary of significant accounting policies

(a) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it satisfies any of the following criteria:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when it satisfies any of the following criteria:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle for the purpose of classification of assets and liabilities as current and non-current.

(b) Property, plant and equipment (PPE)

(i) Recognition and measurement:

PPE are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price (net of trade discounts, rebates and refundable taxes) and any directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition or construction of PPE which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready for their intended use. Leasehold improvements represent expenses incurred towards civil works, interior furnishings, etc. on the leased premises at various cinema locations.

Expenditure directly relating to construction activity are capitalised. Indirect expenditure incurred during construction period is capitalised as part of the indirect construction cost to the extent expenditure is directly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period, which is not related to the construction activity nor is incidental thereto is charged to the Statement of Profit and Loss. Expenses those are capitalised are considered as pre-operative expenses and are disclosed under capital work-in-progress until the project is capitalised.

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Standalone Statement of Profit and Loss when the asset is derecognised.

The Company identifies any particular component embedded in the main asset having significant value to total cost of asset and also a different life as compared to the main asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed at each financial year end and adjusted prospectively, if appropriate.

Amount paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under Capital advances and Capital work-in-progress respectively.

(ii) Subsequent expenditure:

Subsequent expenditure on additions and betterment of operational properties are capitalised, only if, it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognised in the Statement of Profit and Loss when incurred.

(c) Depreciation on property, plant and equipment (PPE)

Depreciation is calculated on cost of items of PPE less their estimated residual values over their useful lives using straight-line method and is generally recognised in the Statement of Profit and Loss. Estimated useful life of the assets are generally in line with the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013 except in the following cases, where the management based on technical and internal assessment considers life to be different than prescribed under Schedule II. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Particulars	Useful life as per Schedule II (in years)	Management estimate of Useful life (in years)
Concession equipments	15	8
Gaming equipments	15	13.33
Projectors	13	10
Furniture & fixtures	8	5 to 10.53
Vehicles	8	5
LCD's	**5**	**4**

The Company has estimated the residual value @ 5% of original cost for all assets except for sound and projections equipment's which are taken @ 10% of original cost based on technical assessment done by management.

Leasehold improvements are amortised on a straight-line basis over the estimated period of lease including renewals or unexpired period of lease, whichever is shorter. The Company has estimated the residual value @ 20% of original cost for leasehold improvement where the lease term considered is shorter than the agreed lease term as per agreement.

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

Depreciation on addition (disposal) is provided on a pro-rata basis i.e. from (up to) the date on which assets is ready for use (disposed off). Further, depreciation includes accelerated depreciation of ₹1,232 Lakhs (March 31, 2021: ₹501 Lakhs) on account of change in estimate of useful lives of property, plant and equipment resulting from Cinema closure earlier than planned or due to renovation.

(d) Intangible assets

(i) Recognition and Measurement:

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

(ii) Subsequent Expenditure:

Subsequent expenditure is capitalised only when it increase the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in the statement of profit or loss as incurred.

(iii) The useful life and the basis of amortisation and impairment losses are as under:

a) Software

Cost relating to purchased software and software licenses are capitalised and amortised on a straight-line basis over their estimated useful lives of 6 years.

b) Goodwill

Goodwill on acquisitions is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses if any. Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes.

c) Film Right's

The intellectual property rights acquired/ created in relation to films are capitalised as film rights. The amortisation policy is as below:

(a) In respect of films which have been co-produced/ co-owned/ acquired and in which the Company holds rights for a period of 5 years and above as below:

- 60% to 80% of the cost of film rights on first domestic theatrical release of the film based on the management estimates. The said amortisation relates to domestic theatrical rights, international theatrical rights, television rights, music rights and video rights etc.

  In case these rights are not exploited along with or prior to their first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first domestic theatrical release, whichever occurs earlier.

- Balance 40% to 20% is amortised over the remaining license period based on an estimate of future revenue potential subject to a maximum period of 10 years.

(b) In respect of films, where the Company holds rights for a limited period of 1 to 5 years, entire cost of movies rights acquired or produced by the Company is amortised on first theatrical release of the movie. The said amortisation relates to domestic theatrical rights, international theatrical rights, television rights, music rights and video rights and others.

In case these rights are not exploited along with or prior to the first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first theatrical release, whichever occurs earlier.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

d) Brands and Beneficial lease rights

Intangible assets resulting from acquisition of SPI Cinemas comprise of 'Beneficial Lease Rights' which are amortised on straight-line basis over remaining lease period and 'Brands' which are amortised on straight-line basis over a period of 20 years and tested for impairment annually.

(e) Borrowing costs

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the Statement of Profit and Loss as incurred.

(f) Impairment of non-financial assets

The Company assesses at each reporting date whether, there is an indication that an asset may be impaired. If an indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

Impairment loss, if any is recognised in the Statement of Profit and Loss.

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

For assets excluding goodwill, an assessment is made at each reporting date to determine, whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

(g) Investment

Investment in subsidiaries are carried at cost less accumulated impairment, if any.

(h) Inventories

Inventories are valued as follows:

(a) Food and beverages

Lower of cost and net realisable value. Cost is determined on weighted average basis.

(b) Stores and spares

Lower of cost and net realisable value. Cost is determined on First In First Out (FIFO) basis.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

The comparison of cost and Net realisable value is made on an item-by-item basis.

(i) Leases

(i) Determining whether an arrangement contains a lease

An arrangement is, or contains, a lease if the arrangement conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(ii) Assets held under lease

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of- use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of estimated lease term or useful life of right-of-use asset.

Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the Statement of Profit and Loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company has elected not to apply the requirements of Ind AS 116 "Leases" to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(j) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company, and the revenue can be reliably measured regardless of when the payment is being made. Revenue excludes goods and services tax, sales tax and local body taxes if any which are collected by the Company on behalf of the Government and deposited to the credit of respective Governments.

The following specific recognition criteria must also be met before revenue is recognised:

i. Income from sale of movie tickets (Box office revenue)

Revenue from sale of movie tickets is recognised as and when the film is exhibited.

ii. Sale of food and beverages

Revenue from sale of food and beverages is recognised upon passage of title to customers, which coincides with their delivery to the customer.

iii. Revenue from gift vouchers and breakage revenue

Non-refundable Gift cards and vouchers are sold to customers, that give customers the right to receive goods or services in the future. The prepayment amount received from the customer is recognised as unearned revenue liability. If a customer does not exercise their right, this amount is recognised as breakage revenue in proportion to the pattern of rights exercised by the customer as there is an expectation that the Company will be entitled to breakage revenue and that it is considered highly probable and a significant reversal will not occur in the future.

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(₹ in lakhs, except for per share data and if otherwise stated)

iv. Income from movie production

Revenues from film produced, co-produced/co-owned are accounted for based on the terms of the agreement.

v. Advertisement revenue

Advertisement revenue is recognised as and when advertisement are displayed at the cinema halls and in accordance with the term of the agreement.

vi. Management fee

Revenue is recognised on an accrual basis in accordance with the terms of the relevant agreements.

vii. Convenience fee

Convenience fee is recognised as and when the movie tickets are sold on digital platforms. Further, in case of fixed contracts with digital ticketing partners, revenue is recognised on accrual basis in accordance with the terms of the agreement.

viii. Rental and food court income

Rental Income is recognised on accrual basis for the period the space in cinema and food court is let out as per the lease arrangement.

ix. Gaming income

Revenue from gaming is recognised as and when the games are played by customers.

x. Virtual print fees income

Revenue is recognised on an accrual basis in accordance with the terms of the relevant agreements.

xi. Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the standalone Statement of Profit and Loss.

xii. Dividend income

Dividend Income is recognised when the Company's right to receive dividend is established, which is generally when shareholders approve the dividend.

xiii. Loyalty

The Company operates a loyalty programme "PVR PRIVILIGE" where a customer earn points as and when the customer transacts with the Company, these points can be redeemed in the future for goods and services. Under Ind AS 115, the loyalty programme gives rise to a separate performance obligation as it provides a material right to the customer. The Company allocates a portion of transaction price to the loyalty programme based on relative standalone selling price, instead of allocating using the fair value of points issued.

(k) Government grant

The Company recognises government grants only when there is reasonable assurance that the conditions attached to them will be complied with, and the grants will be received. Government grants related to assets are treated as deferred income and are recognised in the net profit in the Standalone Statement of Profit and Loss on a systematic and rational basis over the useful life of the asset. Government grants related to revenue are recognised on a systematic basis in the net profit in the Statement of Profit and Loss over the periods necessary to match them with the related costs which they are intended to compensate.

(l) Foreign currency transaction and translations

Transactions and balances

Transactions in foreign currencies are initially recorded in functional currency's spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies remaining unsettled are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Standalone Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

(m) Business combination and goodwill

Business combinations are accounted for using the acquisition method. At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Company entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date;
- Assets (or disposal Company's) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard; and

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(₹ in lakhs, except for per share data and if otherwise stated)

- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or Other comprehensive income, as appropriate.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through Other comprehensive income.

As a result from business combination, the Company as whole has gained synergies relating to increase in revenue, decrease of certain operational cost and effective vendor negotiation. The Company as a whole is considered as a CGU, and there are no other CGU's identifiable to which Goodwill from business combinations is allocated.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed off, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

(n) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Standalone Financial Statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and

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(₹ in lakhs, except for per share data and if otherwise stated)

- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the Standalone Financial Statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuer's are involved for valuation of significant assets, liabilities, such as ESOP, Gratuity etc.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Financial instruments (including those carried at amortised cost) (note 2.2(v))

(o) Employee benefits

The Company participates in various employee benefit plans. Post-employment benefits are classified as either defined contribution plans or defined benefit plans.

The Company has the following employee benefit plans:

i. Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services is provided. A liability is recognised for the amount expected to be paid e.g. under short-term cash bonus, incentives, if the Company has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee, and the amount of obligation can be estimated reliably.

ii. Defined contribution plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as expenditure, when an employee renders service.

iii. Defined Benefit plan

Gratuity is a defined benefit obligation. The Company has approved gratuity funds managed with ICICI Prudential Life Insurance Company Limited and Bajaj Allianz Life Insurance Company Limited, Birla Sunlife Insurance Company Limited and Life Insurance Corporation of India for the payment of gratuity to the employees. The Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. Actuarial gains or losses are recognised in other comprehensive income.

iv. Other long-term employee benefits

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absences and utilise it in future periods or receive cash at retirement or termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Company recognises accumulated compensated absences based on actuarial valuation. Non-accumulating compensated absences are recognised in the period in which the absences occur.

(p) Income taxes

Income tax comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. It is recognised in Statement of Profit and Loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in OCI.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

At each reporting date, the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax asset to the extent that it has become reasonably certain, that sufficient

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(₹ in lakhs, except for per share data and if otherwise stated)

future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain, as the case may be, that sufficient future taxable income will be available

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognises MAT credit entitlement as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognises MAT credit as an asset, the said asset is created by way of credit to the Statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

(q) Earnings per share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the standalone financial statements by the Board of Directors.

(r) Provisions

General

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

Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the Standalone Financial Statements.

(s) Cash and Cash equivalents

Cash and cash equivalents comprise cash at bank, cash in hand and short-term investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

(t) Share based payments

In accordance, with the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat equity) Regulations, 2021 and IndAS 102 Share-based Payments, the cost of equity-settled transactions is measured using the fair value method. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit recognised in the Statement of Profit and Loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense, together with a corresponding increase in the "Employee Stock options outstanding account" in reserves. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

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(₹ in lakhs, except for per share data and if otherwise stated)

(u) Dividend

The final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

(v) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets and liabilities are recognised at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit & loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/loss are not subsequently transferred to statement of profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss. This category generally applies to borrowings.

Trade and other payable

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are generally unsecured. Trade and other payable are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using effective interest method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Standalone Statement of Profit and Loss.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balance;
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18;

The Company impairs its trade receivables basis past experience and trend. Other financial asset, are impaired on case to case basis.

(w) Corporate Social Responsibility ("CSR") expenditure:

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and COVID-19 relief.

A CSR committee has been formed by the Company as per the Act. CSR expenditure incurred by the Company is charged to the Standalone Statement of Profit and Loss.

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(₹ in lakhs, except for per share data and if otherwise stated)

(x) Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 01, 2022, as below:

i. Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its standalone financial statements.

ii. Ind AS 16 – Proceeds before intended use

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the Company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its standalone financial statements.

iii. Ind AS 37 – Onerous Contracts – Costs of Fulfilling a Contract

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its standalone financial statements.

iv. Ind AS 109 – Annual Improvements to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendment to have any significant impact in its standalone financial statements.

v. Ind AS 106 – Annual Improvements to Ind AS (2021)

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its standalone financial statements.

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(₹ in lakhs, except for per share data and if otherwise stated)

3 Property, plant and equipment

Particulars	Freehold Land	Building	Leasehold Improvements	Plant & Machinery	Furniture & Fittings	Office Equipments	Vehicles	Total
As at March 31, 2020	2	80	90,048	99,260	26,351	5,588	1,185	2,22,514
Additions	-	-	2,181	3,810	917	272	3	7,183
Disposals and discard	-	-	(39)	(25)	(192)	-	(20)	(276)
As at March 31, 2021	**2**	**80**	**92,190**	**103,045**	**27,076**	**5,860**	**1,168**	**229,421**
Additions	-	-	11,815	11,123	2,902	675	355	26,870
Disposals and discard	-	-	(888)	(212)	(424)	(13)	(34)	(1,571)
As at March 31, 2022	**2**	**80**	**103,117**	**113,956**	**29,554**	**6,522**	**1,489**	**254,720**
Depreciation								
As at March 31, 2020	-	2	23,439	27,206	9,472	3,180	213	63,512
Charge for the year	-	3	7,489	9,221	3,207	843	233	20,996
Disposals and discard	-	-	(39)	(24)	(189)	-	(19)	(271)
As at March 31, 2021	**-**	**5**	**30,889**	**36,403**	**12,490**	**4,023**	**427**	**84,237**
Charge for the year	-	3	7,498	10,744	3,525	773	231	22,774
Disposals and discard	-	-	(888)	(199)	(418)	(13)	(12)	(1,530)
As at March 31, 2022	**-**	**8**	**37,499**	**46,948**	**15,597**	**4,783**	**646**	**105,481**
Net Block								
As at March 31, 2021	**2**	**75**	**61,301**	**66,642**	**14,586**	**1,837**	**741**	**145,184**
As at March 31, 2022	**2**	**72**	**65,618**	**67,008**	**13,957**	**1,739**	**843**	**149,239**

i. For details regarding charge on property plant and equipment, refer note 16.

ii. Capitalised borrowing costs

The amount of borrowing costs capitalised during the year ended March 31, 2022 was ₹28 Lakhs (March 31, 2021: ₹278 Lakhs).

3A Capital work-in-progress

	March 31, 2022	March 31, 2021
Capital Work-in-Progress	6,442	21,710

Capital work-in-progress represents leasehold improvements, plant and machinery and other assets under installation and cost relating thereto.

Ageing for Capital work-in-progress as on March 31, 2022:

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	2,364	1,065	1,336	302	5,067
Projects temporarily suspended	100	654	599	22	1,375
Total	**2,464**	**1,719**	**1,935**	**324**	**6,442**

For Capital work-in-progress few projects of the Company have been delayed on account of COVID 19 pandemic due to suspension of the work at respective sites. The details of CWIP outstanding in respect of these projects as on March 31, 2022 is as under:

Particulars	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects temporarily suspended				
Project 1	-	1,375	-	-
Projects in progress				
Project 2	1,350	-	-	-
Project 3	480	-	-	-
Project 4	100	-	-	-
Total	**1,930**	**1,375**	**-**	**-**

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to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Ageing for Capital work-in-progress as on March 31, 2021:

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	8,807	6,828	2,532	1,508	19,675
Projects temporarily suspended	1,218	737	73	7	2,035
Total	**10,025**	**7,565**	**2,605**	**1,515**	**21,710**

During the year ended March 31, 2021 the business was effected due to COVID-19 and almost all our projects were kept on hold, leading to delays in majority of projects included in CWIP.

There are no projects lying in Capital work-in-progress which has exceeded its cost as compared to the original plan as on March 31, 2022 and March 31, 2021.

4A Right-of-use assets

Particulars	Class of assets			
	Cinema properties	Plant and Machinery	Leasehold Land	Right-of-use assets
	A	B	C	A+B+C
As at March 31, 2020	324,173	3,195	786	328,154
Additions	11,824	-	-	11,824
Disposals and discard	(3,248)	-	-	(3,248)
As at March 31, 2021	**332,749**	**3,195**	**786**	**336,730**
Additions	32,584	-	-	32,584
Disposals and discard	(3,210)	(1,777)	-	(4,987)
As at March 31, 2022	**362,123**	**1,418**	**786**	**364,327**
Amortisation				
As at March 31, 2020	30,830	412	2	31,244
For the year	33,249	413	8	33,670
Deductions/Adjustments	(504)	-	-	(504)
As at March 31, 2021	**63,575**	**825**	**10**	**64,410**
For the year	34,649	353	12	35,014
Deductions/Adjustments	(77)	(674)	-	(751)
As at March 31, 2022	**98,147**	**504**	**22**	**98,673**
Net Block				
As at March 31, 2021	**269,174**	**2,370**	**776**	**272,320**
As at March 31, 2022	**263,976**	**914**	**764**	**265,654**

4B Intangible assets

Particulars	Goodwill	Other intangible assets				
		Software Development	Brand	Beneficial lease rights	Movie Rights	Other Intangible Assets
	A	B	C	D	E	B+C+D+E
As at March 31, 2020	104,256	4,216	7,263	9,422	606	21,507
Additions	-	273	-	-	-	273
As at March 31, 2021	**104,256**	**4,489**	**7,263**	**9,422**	**606**	**21,780**
Additions	-	293	-	-	-	293
Disposals and discard	-	(10)	-	-	-	(10)
As at March 31, 2022	**104,256**	**4,772**	**7,263**	**9,422**	**606**	**22,063**
Amortisation						
As at March 31, 2020	-	2,166	703	1,166	606	4,641
For the year	-	607	357	719	-	1,683
As at March 31, 2021	**-**	**2,773**	**1,060**	**1,885**	**606**	**6,324**
For the year	-	578	357	719	-	1,654
Deductions/Adjustments	-	(10)	-	-	-	(10)
As at March 31, 2022	**-**	**3,341**	**1,417**	**2,604**	**606**	**7,968**
Net Block						
As at March 31, 2021	**104,256**	**1,716**	**6,203**	**7,537**	**-**	**15,456**
As at March 31, 2022	**104,256**	**1,431**	**5,846**	**6,818**	**-**	**14,095**

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to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Note:

Impairment testing of Goodwill:

Goodwill represents excess of consideration paid over the net assets acquired. This is monitored by the management at the level of cash generating unit (CGU) and is tested annually for impairment. Cinemax India Limited, Cinema exhibition undertaking of DLF Utilities Limited and SPI Cinemas Private Limited acquired in financial year 2012- 13, 2016-17 and 2018-19 respectively are now completely integrated with the existing cinema business of the Company, and accordingly is monitored together as one CGU. The Company tested goodwill for impairment using a post-tax discounted cash flow methodology with a peer-based, risk-adjusted weighted average cost of capital, using discount rate of 10 to 12.5% p.a. and terminal growth rate of 5% to 10%. This long-term growth rate takes into consideration external macroeconomic sources of data. Such long-term growth rate considered does not exceed that of the relevant business and industry sector. We believe use of a discounted cash flow approach is the most reliable indicator of the fair values of the businesses. The Company believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

No impairment of goodwill was identified as of March 31, 2022.

5 Non-current investments

5A Investment in subsidiaries (unquoted, valued at cost)

	March 31, 2022	March 31, 2021
PVR Pictures Limited	3,102	3,102
Equity share of ₹4 each 67,006,173 (March 31, 2021: 67,006,173)		
P V R Lanka Limited[1]	4,198	1,406
Equity share of LKR 100 each 10,945,670 (March 31, 2021: 3,494,030)		
Zea Maize Private Limited[2]	1,690	1,070
Equity share of ₹10 each 63,764 (March 31, 2021: 40,669)		
Zea Maize Private Limited[2]	-	620
0.01% Compulsory convertible preference shares of ₹10 each Nil (March 31, 2021: 23,095)		
Zea Maize Private Limited[3]	600	-
0.01% Compulsory convertible debentures of ₹10,00,000 each 60 (March 31, 2021: Nil)		
SPI Entertainment Project (Tirupati) Private Limited	1	1
Equity share of ₹10 each 10,000 (March 31, 2021: 10,000)		
	9,591	**6,199**

[1] During the year ended March 31, 2022, loan amounting to ₹2,792 Lakhs given to P V R Lanka Limited was converted to 7,451,640 Equity shares of PVR Lanka Limited of LKR 100/- each.

[2] During the year ended March 31, 2022, 23,095 (March 31, 2021: 5,709) 0.01% Compulsorily Convertible Preference Shares were converted into 23,095 (March 31, 2021: 5,709) equity shares of Zea Maize Private Limited.

During the previous year ended March 31, 2021, there was an additional capital infusion of ₹140 Lakhs in Zea Maize Private Limited, ₹70 Lakhs through 0.01% Compulsory convertible preference shares and ₹70 Lakhs through equity shares.

[3] During the year ended March 31, 2022, there was an additional capital infusion of ₹600 Lakhs (March 31, 2021: Nil) in Zea Maize Private Limited through 60 (March 31, 2021: Nil) 0.01% Compulsory convertible debentures of ₹1,000,000/- each.

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

5B Other Investments

Quoted equity shares	March 31, 2022	March 31, 2021
iPic Entertainment Inc.[1]	-	2,581
Common membership units of Nil (March 31, 2021: 220,629)		
Less: Diminution in the value of investment	-	(2,581)
Net value of investment	-	-
Unquoted Government securities		
Government Securities – at amortised cost		
National savings certificates[2]	47	120
(Deposited with various tax authorities)		
	47	**120**
Less: Amount disclosed under current investments (refer note 10) (being due for maturity within next 12 months)	47	90
	-	**30**
Aggregate amount of unquoted investments	9,638	6,319
Aggregate amount of quoted investments	-	2,581
Aggregate amount of impairment in value of investments	-	2,581

[1] During the year ended March 31, 2018, the Company had acquired a minority stake for a value of USD 4 million (equivalent to ₹2,581 Lakhs), in an American luxury restaurant-and-theatre Company "iPic Entertainment Inc." (formerly known as iPic-Gold Entertainment LLC). The Company designated this investment as equity shares at FVTOCI because these equity shares represent investments that the Company intends to hold for long-term strategic purpose. Accordingly, the fair value changes with respect to such investment has been recognised in OCI – 'Equity investments at FVTOCI'. Since IPIC had filed for bankruptcy under Chapter XI during FY 2019-20, the Company had created provision against the full investment value. Further, during the current year ended March 31, 2022, after taking requisite approvals as required by the law the Company has written off the investment.

[2] The following National Saving Certificates held in the interest of the Company are pledged with various Indirect Tax Authorities.

Managing Director	20	20
Employees	27	83
Promoters of the erstwhile subsidiary Company	-	17

6 Other financial assets

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Non-current bank balances (refer note 12B)	76	160	-	-
Interest accrued on:				
Fixed deposits	6	11	124	116
National saving certificate	-	9	25	50
Others[1]	764	542	34	573
	770	**562**	**183**	**739**
Revenue earned but not billed	-	-	799	494
Government grant receivable[2]	1,994	1,994	1,431	1,322
Security deposits				
Unsecured, considered good	23,547	24,603	905	372
Unsecured, considered doubtful	1,098	480	-	
	24,645	**25,083**	**905**	**372**
Allowance for doubtful security deposits	(1,098)	(480)	-	-
	23,547	**24,603**	**905**	**372**
Total	**26,387**	**27,319**	**3,318**	**2,927**

[1] Includes interest accrued amounting to ₹796 Lakhs (March 31, 2021:₹1,114 Lakhs) on loans given to related companies.

[2] The Entertainment tax/GST exemption in respect of some of the Multiplexes of the Company has been accounted on the basis of eligibility criteria as laid down in the respective erstwhile/current State Government schemes and applications filed with the authorities.

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

7 Deferred tax assets/liabilities (net) (includes MAT credit entitlement)

	March 31, 2022	March 31, 2021
Deferred tax liabilities		
Impact of differences in depreciation/amortisation in block of tangible and intangible assets as per tax books and financial books*	26,822	27,304
Gross deferred tax liabilities	**26,822**	**27,304**
Deferred tax assets[1]		
Impact of expenditure charged to the statement of profit and loss in the current year but allowable for tax purposes on payment basis	1,135	742
Allowance for doubtful debts and advances	1,336	1,248
Ind AS 116 impact	24,031	21,117
Business loss carried forward	46,518	27,624
Others	5,901	6,298
Gross deferred tax assets	**78,921**	**57,029**
Net deferred tax (liabilities)/assets	**52,099**	**29,725**
Add: MAT credit entitlement	9,842	9,842
Provision created against MAT entitlement	(2,849)	-
MAT credit entitlement (Net of Provisions)[2]	**6,993**	**9,842**
Net deferred tax assets/(liabilities) (including MAT Credit entitlement)	**59,092**	**39,567**

[1] The Company has not accounted for deferred tax assets on loss on fair valuation of "iPic Entertainment Inc." investment on account of absence of reasonable certainty.

[2] The MAT credit entitlement recognised by the Company represents that portion of MAT liability, which can be recovered and set off in subsequent years based on provisions of the Income Tax Act, 1961.

The management, based on future projections, is of the view that there would be sufficient taxable income in foreseeable future, which will enable the Company to utilise MAT credit entitlement and Deferred tax assets.

*The Finance Act, 2021 had introduced amendments in various provisions of the Income Tax Act,1961 to exclude “goodwill of a business/profession” from the purview of intangible assets u/s 32(1)(ii) of the Income Tax Act,1961 eligible for depreciation effective April 01, 2020 onwards. In accordance with the requirements of Ind AS 12 - Income Taxes, during the previous year ended March 31, 2021 the Company had recognised one time deferred tax expense amounting to ₹11,299 Lakhs as the outcome of difference between Goodwill as per books of account and its remaining unutilised tax base of ₹ Nil as per the aforementioned amendment. This deferred tax liability is not expected to be a cash flow item.

8A Income tax assets (net)

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Advance income tax (net of provision)	3,702	3,507	-	-
Income tax paid under protest (refer note 34(a))	746	1,059	-	-
	4,448	**4,566**	**-**	**-**

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

8B Other assets

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Prepaid expenses	1,999	2,197	1,310	1,045
	1,999	**2,197**	**1,310**	**1,045**
Capital advances				
Unsecured, considered good	4,890	5,103	-	-
	4,890	**5,103**	**-**	**-**
Advances recoverable in cash or kind				
Unsecured, considered good	208	242	749	2,362
Unsecured, considered doubtful	-	-	677	470
	208	**242**	**1,426**	**2,832**
Allowance for doubtful advances	-	-	(677)	(470)
	208	**242**	**749**	**2,362**
Others				
Balances with statutory authorities	1,183	1,187	9,229	7,841
	1,183	**1,187**	**9,229**	**7,841**
Total	**8,280**	**8,729**	**11,288**	**11,248**

9 Inventories (Valued at lower of cost or net realisable value)

	March 31, 2022	March 31, 2021
Food and beverages	2,146	1,211
Stores and spares	996	1,114
	3,142	**2,325**

10 Investments

	March 31, 2022	March 31, 2021
Investments (unquoted)		
National savings certificates (refer note 5B) (Deposited with various tax authorities)	47	90
	47	**90**

11 Trade receivables

	March 31, 2022	March 31, 2021
Secured, considered good	-	-
Unsecured, considered good	6,300	1,985
Unsecured, credit impaired	3,479	3,770
	9,779	**5,755**
Less: Allowance for doubtful debts	(3,479)	(3,770)
	6,300	**1,985**

Ageing of Trade Receivables as on March 31, 2022:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	5,751	76	-	315	158	6,300
Undisputed Trade Receivables – credit impaired	-	8	42	688	2,741	3,479
Total	**5,751**	**84**	**42**	**1,003**	**2,899**	**9,779**

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Ageing of Trade Receivables as on March 31, 2021:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	1,255	45	480	196	9	1,985
Undisputed Trade Receivables – credit impaired	30	244	724	2,692	80	3,770
Total	**1,285**	**289**	**1,204**	**2,888**	**89**	**5,755**

12A Cash and cash equivalents

	Non-current		Current	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
Cash on hand	**-**	-	**385**	211
Balances with banks:				
On current accounts	**-**	-	**12,085**	5,782
Investment in Mutual fund	**-**	-	**36,497**	48,580
	-	**-**	**48,967**	**54,573**

12B Bank balances other than cash and cash equivalents, above

	Non-current		Current	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
Deposits with remaining maturity for more than 3 months but less than 12 months (refer note (b) below)	**-**	-	**7,691**	17,569
Deposits with remaining maturity for more than 12 months (refer note (b) below)	**76**	160	**-**	-
Unpaid and unclaimed dividend accounts (refer note (a) below)	**-**	-	**9**	11
	76	160	**7,700**	17,580
Amount disclosed under non-current other financial assets (refer note 6)	**(76)**	(160)	**-**	-
	-	**-**	**7,700**	**17,580**

Note:

(a) Earmarked unpaid dividend accounts are restricted in use as it relates to unclaimed dividends or unpaid dividend.

(b) Bank deposits includes deposits under lien as security amounting to ₹1,621 Lakhs (March 31, 2021: ₹1,589 Lakhs) and Margin money for issue of Bank Guarantee amounting to ₹146 Lakhs (March 31, 2021: ₹139 Lakhs).

13 Loans

	Non-current		Current	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
Loans and advances to related parties				
Unsecured, considered good	**1,018**	3,529	**160**	5,110
Unsecured, considered doubtful	**-**	-	**-**	52
	1,018	**3,529**	**160**	**5,162**
Allowance for doubtful loans	**-**	-	**-**	(52)
Total	**1,018**	**3,529**	**160**	**5,110**
Loans to others				
Loans to employees				
Unsecured, considered good	**146**	-	**183**	363
Loans to body corporate				
Unsecured, considered doubtful	**-**	-	**55**	187
	146	**-**	**238**	**550**
Allowance for doubtful loan	**-**	-	**(55)**	(187)
	146	**-**	**183**	**363**
	1,164	**3,529**	**343**	**5,473**

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to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

		Non-current		Current	
		March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
a)	**Loans and advances to related parties include**				
	PVR Pictures Limited (unsecured loan)	**-**	-	**-**	4,950
	P V R Lanka Limited (unsecured loan)	**1,018**	3,529	**-**	-
	Zea Maize Private Limited (unsecured loan)	**-**	-	**160**	160
b)	**Loans and advances in the nature of loans given to subsidiaries (refer note 38)**				
	PVR Pictures Limited				
	Balance at the end of the year	**-**	-	**-**	4,950
	Maximum amounts outstanding during the year	**-**	-	**4,950**	4,950
	P V R Lanka Limited				
	Balance at the end of the year	**1,018**	3,529	**-**	-
	Maximum amounts outstanding during the year	**3,633**	3,529	**-**	-
	Zea Maize Private Limited				
	Balance at the end of the year	**-**	-	**160**	160
	Maximum amounts outstanding during the year	**-**	-	**160**	230

There is no repayment schedule in respect of the loans given to Zea Maize Private Limited and it is repayable on demand. Loan outstanding to Zea Maize Private Limited is 10% of total loan outstanding as on March 31, 2022.

Further loan given to P V R Lanka Limited is repayable within 14 days on demand of PVR Limited after 3 years from the date of disbursement of the loan.

14 Share capital

	March 31, 2022	March 31, 2021
Authorised share capital		
Equity shares of ₹10 each	**12,370**	12,370
0.001% Non-cumulative convertible preference shares of ₹341.52 each	**2,015**	2,015
Total	**14,385**	**14,385**
Issued, subscribed and fully paid-up share capital		
Equity shares of ₹10 each fully paid	**6,100**	6,076
Total	**6,100**	**6,076**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

i. Authorised Equity shares

	March 31, 2022		March 31, 2021	
	No. of Shares	**Amount**	No. of Shares	Amount
Balance at the beginning of the year	**123,700,000**	**12,370**	123,700,000	12,370
Balance at the end of the year	**123,700,000**	**12,370**	**123,700,000**	**12,370**

ii. Authorised Non-cumulative convertible preference shares

	March 31, 2022		March 31, 2021	
	No. of Shares	**Amount**	No. of Shares	Amount
Balance at the beginning of the year	**590,000**	**2,015**	590,000	2,015
Balance at the end of the year	**590,000**	**2,015**	**590,000**	**2,015**

iii. Issued, Subscribed and fully paid up equity shares

	March 31, 2022		March 31, 2021	
	No. of Shares	**Amount**	No. of Shares	Amount
Shares outstanding at the beginning of the year	**60,762,172**	**6,076**	51,349,145	5,135
Shares issued during the year on account of:				
Employee stock options plan (ESOP) (refer note 32)	**234,415**	**24**	33,600	3
Qualified Institutions Placement (refer note 14(g))	**-**	**-**	5,555,555	556
Rights Issue (refer note 14(h))	**-**	**-**	3,823,872	382
Shares outstanding at the end of the year	**60,996,587**	**6,100**	**60,762,172**	**6,076**

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

b) Terms and rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of shareholders holding more than 5% shares in the Company as on year end

Name of Shareholders	March 31, 2022		March 31, 2021	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Equity shares of ₹10 each fully paid				
Mr. Ajay Bijli	**5,772,205**	**9.46%**	5,987,205	9.85%
Mr. Sanjeev Kumar	**4,092,450**	**6.71%**	4,086,950	6.73%
Nippon Life India Trustee Ltd	**3,584,252**	**5.88%**	-	-
ICICI Prudential Dividend Yield Equity Fund	**-**	**-**	4,117,587	6.78%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

d) Details of promoters shareholding as at year end:

Equity shares of ₹10 each fully paid	March 31, 2022		March 31, 2021	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Promoter				
Mr. Ajay Bijli	**5,772,205**	**9.46%**	5,987,205	9.85%
Mr. Sanjeev Kumar	**4,092,450**	**6.71%**	4,086,950	6.73%
Promoter Group				
Selena Bijli	**212,323**	**0.35%**	212,323	0.35%
Niharika Bijli	**184,783**	**0.30%**	-	-
Nayana Bijli	**112,000**	**0.18%**	-	-
Aamer Krishan Bijli	**-**	**-**	81,783	0.13%
Total	**10,373,761**	**17.00%**	**10,368,261**	**17.06%**

Percentage change in promoter and promoter group holding is given below:

	March 31, 2022	March 31, 2021
Mr. Ajay Bijli	**(0.39)%**	(0.88)%
Mr. Sanjeev Kumar	**(0.02)%**	(0.55)%
Selena Bijli	**0.00%**	(0.03)%
Niharika Bijli	**0.30%**	-
Nayana Bijli	**0.18%**	-
Aamer Krishan Bijli	**(0.13)%**	(0.02)%

e) Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date, wherever applicable is given below:

	(Aggregate No. of Shares)				
	March 31, 2021	March 31, 2020	March 31, 2019	March 31, 2018	March 31, 2017
Equity shares allotted as fully paid up pursuant to contracts for consideration other than cash	-	1,599,974	-	-	-

f) Shares reserved for issue under option

For details of equity shares reserved for issue under the employees stock option (ESOP) plan of the Company, refer note 32.

g) Qualified Institutions Placement

During the previous year ended March 31, 2021, the Company had completed the Qualified Institutions Placement ("QIP") under Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, pursuant to which 5,555,555 equity shares having a face value of ₹10 each were issued and allotted, at an issue price of ₹1,440 per equity share (including a securities premium of ₹1,430 per equity share), aggregating to ₹80,000 Lakhs.

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to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

The proceeds of such Qualified Institutions Placement amounts to ₹79,107 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the placement document, QIP proceeds were to be utilised for repayment/ prepayment of outstanding borrowings along with interest, ongoing capital expenditure, funding suitable organic and inorganic growth opportunities including investment in subsidiaries, meeting short and long-term working capital requirements, meeting operating expenses and general corporate purposes. As on March 31, 2022, entire QIP proceeds have been utilised and there is no deviation in use of proceeds from the objects stated in the placement document for the QIP.

h) Rights issue

During the previous year ended March 31, 2021, the Company had issued and allotted 3,823,872 equity shares on August 07, 2020 of face value ₹10/- each (Rights Equity Shares) to the eligible equity shareholders at an issue price ₹784 per Rights Equity Share (including premium of ₹774 per Rights Equity Share) aggregating to ₹29,979 Lakhs.

The proceeds of Rights issue amounts to ₹29,754 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the letter of offer, Rights issue proceeds were to be utilised for repayment/ prepayment of outstanding borrowings along with interest and general corporate purposes. As on March 31, 2021, entire Rights issue proceeds were utilised and there was no deviation in use of proceeds from the objects stated in the Offer document for the Rights issue.

15 Other equity (refer Standalone statement of changes in equity)

	March 31, 2022	March 31, 2021
Securities premium		
Amount received (on issue of shares) in excess of the face value has been classified as securities premium.	**233,780**	231,467
Share option outstanding account (refer note 32)		
The share option outstanding account is used to record value of equity-settled share based payment transactions with employees. The amount recorded in this account are transferred to securities premium upon exercise of stock options by employees. In case of forfeiture, corresponding balance is transferred to general reserve.	**1,125**	830
Share application money pending allotment		
Application money received from equity share applicants, whom allotment of shares is pending.	**49**	-
Capital reserve		
Reserve created under the scheme of arrangement (Business Combination). The reserve is utilised in accordance with the provisions of the Companies Act, 2013.	**602**	602
General reserve		
The General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to Statement of Profit and Loss.	**4,030**	4,030
Retained earnings		
Retained earnings comprise of the Company's accumulated undistributed earning after taxes including Other Comprehensive Income(OCI).	**(106,838)**	(58,963)
Total other equity	**132,748**	**177,966**

16 Long-term borrowings

(at amortised cost - net of transaction cost)

	Non-current portion		Current maturities	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Debentures				
Secured Rated Listed Non-Convertible Debentures	**-**	14,000	**28,000**	15,489
Term loans				
Secured term loans from banks	**103,314**	83,999	**13,050**	9,570
	103,314	**97,999**	**41,050**	**25,059**
Amount disclosed under the head "Short-term borrowings" (refer note 19)	**-**	-	**(41,050)**	(25,059)
	103,314	**97,999**	**-**	**-**

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to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Notes:

a) Secured Rated Listed Non-Convertible Debentures (NCD):

Particulars	Effective Interest Rate (p.a.)	Date of Allotment	Repayment Period	Repayment Ratio	Amount
500 (March 31, 2021: 500) of ₹1,000,000 each	7.85%	18-Aug-17	5th year	100	5,000
1000 (March 31, 2021: Nil) of ₹1,000,000 each	9.35%	24-Sep-21	15 Months	100	10,000
500 (March 31, 2021: Nil) of ₹1,000,000 each	9.35%	27-Sep-21	15 Months	100	5,000
550 (March 31, 2021: Nil) of ₹1,000,000 each	9.35%	29-Sep-21	15 Months	100	5,500
250 (March 31, 2021: Nil) of ₹1,000,000 each	9.35%	5-Oct-21	15 Months	100	2,500
					28,000

All Debentures are secured by mortgage on all movable (both present and future) properties, plant and equipment, capital work-in-progress, other intangible assets, loans and advances, security deposit, inventories, trade receivables, & capital advances of the Company (Excluding immovable properties situated at Gujarat, Bangalore & Tamil Nadu and Assets on which specific security/lien exists or is created in favour of any statutory/regulatory body).

b) (i) Term loan from banks are secured by first pari passu charge over all movable (both present and future)properties, plant and equipment, capital work-in-progress, other intangible assets, loans and advances, security deposit, inventories, trade receivables, & capital advances of the Company (Excluding immovable properties situated at Gujarat, Bangalore & Tamil Nadu and Assets on which specific security/ lien exists or is created in favour of any statutory/ regulatory body).

(ii) Above loans are repayable in equal/ unequal monthly/ quarterly instalments as follows:

Particulars	March 31, 2022	March 31, 2021
Secured Rated Listed Non-Convertible Debentures:		
Repayable within 1 year	**28,000**	15,500
Repayable within 1 - 3 year	**-**	14,000
Repayable after 3 years	**-**	-

Term Loan:

Particulars	March 31, 2022	March 31, 2021
Repayable within 1 year	**13,187**	9,662
Repayable within 1 - 3 year	**54,499**	29,773
Repayable after 3 years	**49,311**	54,724

(iii) Term Loan from banks carries variable interest rate based on respective bank benchmark rate, effective rate of interest varying in between 7.40% p.a to 10.25% p.a.

(iv) During previous year ended March 31, 2021, the Company had availed the moratorium announced by Reserve Bank of India and had adjusted the current and non-current balance of term loan based on revised repayment schedule agreed with Banks.

(v) Outbreak of COVID19 and consequent lockdowns announced by the various state government has had material negative impact on the financial performance of the business. This has resulted in Company being in non-compliance with certain financial covenants agreed with its lenders. The Company has sought and received waiver letters from all its lenders for financial year 2020-21 and 2021-22 wherever these covenants were required to be tested.

17 Lease liabilities

	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Lease liabilities	**338,852**	337,329	**27,527**	24,107
	338,852	**337,329**	**27,527**	**24,107**

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

a) Reconciliation of Lease liabilities:

	March 31, 2022	March 31, 2021
Lease liabilities at the beginning of the year	**361,436**	373,440
Add: Lease liabilities addition for new leases entered during the period {(net of lease liabilities reversed amounting to ₹3,020 Lakhs (March 31, 2021: ₹3,707 Lakhs)}	**28,338**	7,450
Add: Finance cost charged on lease liabilities during the year	**34,048**	34,618
Less: Actual rent paid during the year	**(26,544)**	(9,590)
Less: Rebate received/adjustments during the year	**(30,899)**	(44,482)
Lease liabilities at the end of the year	**366,379**	**361,436**

b) Income relating to subleasing of right to use assets amounting to ₹491 Lakhs is clubbed in food court income (Other operating revenue) for the year ended March 31, 2022 (March 31, 2021: ₹289 Lakhs).

c) Maturity analysis of lease liabilities

Particulars	March 31, 2022	March 31, 2021
Lease Liabilities		
Repayable within 1 year	**27,527**	24,107
Repayable within 1 - 3 year	**61,633**	52,703
Repayable after 3 years	**277,219**	284,626

d) Finance lease obligation is secured by hypothecation of plant and machinery taken on lease. The interest rate implicit in the lease is varying between 11.37% p.a. to 13.99% p.a. The payment is scheduled in 28 equal quarterly instalments from the start of lease agreements.

e) Consequent to spurt of second wave of COVID-19, the Company has initiated discussions with landlords for waiver and rebates in Rental charges during the lockdown period. The Company has been successful in getting relief from most of its landlords.

The Company has elected to apply the practical expedient of not assessing the rent concessions as a lease modification, as per MCA notification on Ind AS 116 for rent concessions which are granted due to COVID-19 pandemic. As per requirements of MCA notification, total rent concessions recorded during year ended March 31, 2022 amounted to ₹26,977 Lakhs (March 31, 2021: ₹44,478 Lakhs). Out of this ₹24,430 Lakhs (March 31, 2021: ₹42,525 Lakhs) is recognised in "Other income" after adjusting the rent expense of ₹2,547 Lakhs (March 31, 2021: ₹1,953 Lakhs) for the year ended March 31, 2022.

18 Provisions

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Provision for gratuity (net) (refer note 31)	**507**	950	**-**	-
Provision for leave benefits	**349**	759	**261**	409
	856	**1,709**	**261**	**409**

19 Short-term borrowings (at amortised cost)

	March 31, 2022	March 31, 2021
Short-term loan	**6,000**	11,773
Secured bank overdraft	**-**	126
Current maturities of long-term borrowings (refer note 16)	**41,050**	25,059
	47,050	**36,958**

Notes:

i. Bank overdraft is secured by first *pari passu* charge on all current assets of the Company including inventories and receivables both present and future. It carries variable interest rate based on respective banks benchmark rate, effective rate of interest varying in between 7.55% to 10.25% p.a.

ii. The Company has been sanctioned working capital limits from banks but there are no requirements on the Company to submit quarterly returns or statements with the banks.

iii. In respect of Short-term loan from Banks, maximum amount outstanding during the year was ₹16,100 Lakhs (March 31, 2021: ₹17,167 Lakhs) with a maturity period of 7 days to 1 year, effective rate of interest 5 % p.a. to 10.25 % p.a.

iv. As at March 31, 2022, the Company had ₹16,299 Lakhs {₹7,500 Lakhs pertains to term loans and balance ₹8,799 Lakhs pertains to working capital} (March 31, 2021: ₹7,563 Lakhs) of undrawn committed borrowing facilities.

Notes
to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

20 Trade payables

	March 31, 2022	March 31, 2021
Total outstanding dues of micro enterprises and small enterprises (refer note below)	1,284	1,046
Total outstanding dues of creditors other than micro enterprises and small enterprises	27,842	17,895
	29,126	18,941

Due to Micro, Small and Medium Enterprises:

	March 31, 2022	March 31, 2021
The amount remaining unpaid to any supplier as at the end of the year.		
- Principal amount	1,250	966
- Interest thereon	2	4
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	99	-
The amount of payments made to Micro and Small Suppliers beyond the appointed day during each accounting year	3,604	3,188
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	32	76
The amount of interest accrued and remaining unpaid at the end of each accounting year	34	80
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	34	80

Ageing schedule of Trade payables as on March 31, 2022:

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	1,284	-	-	-	1,284
Others	24,186	977	468	2,211	27,842
Total	25,470	977	468	2,211	29,126

Ageing schedule of Trade payables as on March 31, 2021:

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	1,046	-	-	-	1,046
Others	11,482	3,324	813	2,276	17,895
Total	12,528	3,324	813	2,276	18,941

21 Other financial liabilities

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Payables on purchase of property plant and equipment	-	-	4,185	4,515
Payable for acquisition of business – Deferred consideration	-	2,923	5,694	3,200
Security deposits	4,968	4,873	517	526
Interest accrued but not due on borrowings				
- Debentures and others	-	-	1,096	867
Unpaid dividends[1]	-	-	9	10
	4,968	7,796	11,501	9,118

[1] Unclaimed amounts are transferred to Investor Education and Protection Fund after seven years from the due date.

22 Other liabilities

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Advances from customers	1,211	5,237	18,564	18,253
Employee benefits payables	-	-	679	630
Statutory dues payable	-	-	6,996	2,538
	1,211	5,237	26,239	21,421

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to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

23 Revenue from operations

	March 31, 2022	March 31, 2021
Sale of services [refer (a) below]	82,370	15,887
Sale of food and beverages	38,082	6,104
Other operating revenue [refer (b) below]	879	581
	121,331	22,572

(a) Sale of services

	March 31, 2022	March 31, 2021
Income from sale of movie tickets	66,380	10,018
Advertisement income	7,201	1,777
Convenience fees	7,560	3,738
Virtual print fees	1,124	204
Income from film production and distribution	105	150
	82,370	15,887

During the year ended March 31, 2022 ₹494 Lakhs (March 31, 2021: ₹987 Lakhs) of opening unbilled revenue has been reclassified to Trade receivables upon billing to customers.

During the year ended March 31, 2022, the Company recognised revenue of ₹4,537 Lakhs (March 31, 2021: ₹1,803 Lakhs) from opening unearned revenue.

(b) Details of other operating revenue

	March 31, 2022	March 31, 2021
Food court income	852	573
Gaming income	11	6
Management fees	16	2
	879	581

24 Other income

	March 31, 2022	March 31, 2021
Government grant	-	7
Net gain on redemption of mutual fund investments	1,819	932
Interest earned on		
Bank deposits	719	382
NSC's investments	19	9
Interest income from financial assets at amortised cost	1,032	933
Others	815	932
Liabilities written back*	25,883	43,502
Exchange differences (net)	80	-
Net gain on disposal of property, plant and equipment	2	6
Other non-operating income (net)	705	572
	31,074	47,275

* Includes COVID-19 related rent concessions of ₹24,430 Lakhs (March 31, 2021: ₹42,525 Lakhs)

25 Employee benefits expense

	March 31, 2022	March 31, 2021
Salaries, wages, allowances and bonus	22,975	18,994
Contribution to provident and other funds	1,390	1,227
Employee stock option scheme (refer note 32)	550	296
Staff welfare expenses	687	225
	25,602	20,742

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

26 Finance costs

	March 31, 2022	March 31, 2021
Interest on		
Debentures	2,906	3,424
Term loans	8,992	7,470
Banks and others	779	977
Interest on lease liabilities (refer note 17)	34,048	34,618
Other financial charges	2,669	2,858
	49,394	49,347

27 Depreciation and amortisation expense

	March 31, 2022	March 31, 2021
Amortisation on right-of-use assets	35,014	33,670
Depreciation on property, plant & equipment	22,774	20,996
Amortisation on intangible assets	1,654	1,683
	59,442	56,349

28 Other operating expenses

		March 31, 2022		March 31, 2021
Rent (refer note 17(e))		-		-
Electricity and water charges (net of recovery)		10,274		5,566
Common area maintenance (net of recovery)		13,044		8,887
Repairs and maintenance		6,514		3,484
Marketing expenses		2,054		854
Rates and taxes		1,480		1,209
Housekeeping charges		2,710		1,332
Security service charges		1,353		684
Travelling and conveyance		812		351
Legal and professional fees[1]		2,349		1,851
Communication costs		1,306		858
Printing and stationery		140		70
Insurance		998		638
CSR expenditure (refer note 37)		-		467
Allowance for doubtful debts and advances		589		1,034
Bad debts/advances written off	239	-	614	-
Less: Utilised from provisions	(239)	-	(614)	-
Inventories written off [2]		111		560
Directors' sitting fees		26		23
Exchange differences (net)		-		76
Miscellaneous expenses		297		327
		44,057		28,271
[1] Payment to auditors (included in legal and professional fees above)				
As auditor*:				
Audit fees		40		34
Limited Review		31		31
Tax audit fees		3		3
Other certifications		8		8
Reimbursement of out of pocket expenses		3		3
		85		79

[2] Due to COVID-19 outbreak, all perishable inventories expiring in short span of time has been written off.

*Excludes fees paid to statutory auditors of Nil (March 31, 2022: 44 lakhs) and out of pocket expenses of Nil (March 31, 2021: 1 lakh) for Qualified Institutions Placement and Right Issue related services.

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

29 Other comprehensive income

	March 31, 2022	March 31, 2021
The disaggregation of changes to OCI by each type of reserve in equity is shown below:		
Items that will not be reclassified to profit or loss in subsequent period:		
Re-measurement gains/(loss) on defined benefit plans	(62)	(13)
Tax impact on re-measurement loss on defined benefit plans	22	5
	(40)	(8)

30 Earnings per share (EPS)

	March 31, 2022	March 31, 2021
The following reflects the profit/ (loss) and shares data used in the basic and diluted EPS computations:		
Loss for the year	(47,835)	(72,350)
Weighted average number of equity shares outstanding during the year for computation of Basic EPS	60,856,427	55,132,058
Add: Weighted average number of potential equity shares on account of employee stock options	6,00,732	523,770
Weighted average number of equity shares (including dilutive shares) outstanding during the year for computation of Diluted EPS	61,457,159	55,655,828
Basic earnings per equity share (in ₹) (Face value of ₹10 per equity share)	(78.60)	(131.23)
Diluted earnings per equity share (in ₹) (Face value of ₹10 per equity share)*	(78.60)	(131.23)

*As the Company has incurred loss during the year ended March 31, 2022 and March 31, 2021, dilutive effect on weighted average number of shares would have an anti-dilutive impact and hence, not considered in diluted EPS computation.

31 Gratuity plan:

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure @15 days last drawn salary for each completed year of service, in terms of Payment of Gratuity Act, 1972. The scheme is funded with four insurance companies in the form of a qualifying insurance policies.
The fund has the form of a trust and it is governed by the Board of Trustees. The Board of Trustees is responsible for the administration of the plan assets. Each year, the Board of Trustees reviews the level of funding in the India gratuity plan. This includes employing the use of annuities and longevity swaps to manage the risks. The Board of Trustees decides its contribution based on the results of this annual review. Generally, it aims to have a portfolio mix of equity instruments and debt instruments. The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

As the plan assets include investments in quoted mutual funds, the Company has diversified the market risk.

The following tables summarise the components of net benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the gratuity plan.

Statement of Profit and Loss

Net employee benefit expense

Particulars	March 31, 2022	March 31, 2021
Current service cost	343	318
Interest cost on benefit obligation	52	34
Net employee benefit expense	**395**	**352**

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. The expected return on plan assets is based on expectation of the average long-term rate of return expected on investments of the fund during the estimated term of the obligations.

Balance sheet

Benefit Assets/liabilities

Particulars	March 31, 2022	March 31, 2021
Defined benefit obligation	3,817	3,499
Fair value of plan assets	3,310	2,549
Plan asset/(liability)	(507)	(950)

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Changes in the present value of the defined benefit obligation are as follows:

Particulars	March 31, 2022	March 31, 2021
Opening defined benefit obligation	3,499	3,240
Interest cost	183	176
Current service cost	343	318
Benefits paid	(340)	(415)
Actuarial losses/(gain) – experience	141	140
Actuarial losses/(gain) – demographic assumptions	(26)	-
Actuarial losses/(gain) – financial assumptions	17	40
Closing defined benefit obligation	**3,817**	**3,499**

Amount routed through OCI ₹(62) Lakhs (March 31, 2021: ₹(13) Lakhs)

Changes in the fair value of plan assets are as follows:

Particulars	March 31, 2022	March 31, 2021
Opening fair value of plan assets	2,549	2,655
Return on plan assets greater/(lesser) than discount rate	71	167
Interest income on plan assets	131	142
Benefits paid	(340)	(415)
Contribution by employer	900	-
Closing fair value of plan assets	**3,310**	**2,549**

The Company expects to contribute ₹1,125 Lakhs (March 31, 2021 ₹1,053 Lakhs) to gratuity fund in the financial year 2022-23.

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2022	March 31, 2021
Funds managed by Insurer*	96.74	97.57
Bank balances	3.26	2.43

* Plan assets are held by "ICICI Prudential Life Insurance Company Limited" primarily into Group Balanced fund & Group Debt fund, "Bajaj Allianz Life Insurance Company Limited" into Bajaj Secure gain fund, "Birla Sunlife Insurance Company Limited" into Group secure fund and Group bond fund and Life Insurance Corporation of India.

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	March 31, 2022 (%)	March 31, 2021 (%)
Discount rate (p.a.)	5.90	5.50
Expected rate of return on plan assets (p.a)	5.90	5.50
Increase in compensation cost (p.a)	8.00	7.50
Employee turnover		
Manager Grade	16	14
Executive Grade	50	53

Demographic assumption

Particulars	March 31, 2022	March 31, 2021
Retirement age	60 Years	60 Years
Mortality rate	IALM (2006-08)	IALM (2006-08)

The estimates of future salary increases considered in actuarial valuation, taking into account of inflation, seniority, promotion and other relevant factors, including supply and demand in the employment market.

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Historical information:

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Present value of defined benefit obligation	3,817	3,499	3,240	3,066	1882
Fair value of plan assets	3,310	2,549	2,655	2160	1365
Asset/(liability) recognised	(507)	(950)	(585)	(906)	(517)

The experience adjustments, meaning difference between changes in plan assets and obligations expected on the basis of actuarial assumption and actual changes in those assets and obligations are as follows:

Particulars	March 31, 2022	March 31, 2021
Experience adjustment on plan liabilities	5.90	5.50
Experience adjustment on plan assets	5.90	5.50

Sensitivity analysis

A quantitative sensitivity analysis for significant assumptions as at March 31, 2022 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	(131.17)	142.60
Effect of Increase/decrease in Salary escalation by 1% on Defined benefit obligations	148.13	(138.97)
Effect of Increase/decrease in withdrawal rate by 5% on Defined benefit obligations	(72.87)	100.02

A quantitative sensitivity analysis for significant assumptions as at March 31, 2021 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	(129.70)	142.29
Effect of Increase/decrease in Salary escalation by 1% on Defined benefit obligations	147.14	(136.85)
Effect of Increase/decrease in withdrawal rate by 5% on Defined benefit obligations	(75.46)	106.19

Maturity profile of defined benefit obligation:

Expected benefit payments for the year ended March 31, 2022	Amount
March 31, 2023	1,125
March 31, 2024	775
March 31, 2025	641
March 31, 2026	536
March 31, 2027	482
March 31, 2028 to March 31, 2032	2,047

Expected benefit payments for the year ended March 31, 2021	Amount
March 31, 2022	1,053
March 31, 2023	708
March 31, 2024	538
March 31, 2025	470
March 31, 2026	415
March 31, 2027 to March 31, 2031	2,060

The sensitivity analysis above has been determined on the basis of actuarial certificate.

Defined Contribution Plan:

Particulars	March 31, 2022	March 31, 2021
Charged to Statement of Profit and Loss (excluding Capital work-in-progress of ₹37 Lakhs (March 31, 2021: ₹51 Lakhs))	995	875

Notes

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(₹ in lakhs, except for per share data and if otherwise stated)

32 Employee Stock Option Plans

The Company has provided stock options to its employees. During the year 2021-22, the following schemes were in operation:

PVR ESOS 2017 modified:

Particulars	Description
Date of grant	July 26, 2017
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Date of Modification	April 12, 2021
Date of Board approval	April 12, 2021
Number of options granted	2,40,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Exercise Period – Modified	Due to COVID-9, exercise date for 64,000 options were modified & extended by another one year which were getting lapse during 2021.
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹1,381.70
Weighted average fair value of options granted on the date of grant	₹252.48
Weighted average fair value of options modified	₹76.40

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	**112,000**	**1,400**	176,000	1,400
Granted during the year	**-**	**-**	-	-
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**48,000**	**1,400**	32,000	1,400
Expired during the year	**-**	**-**	32,000	1,400
Outstanding at the end of the year	**64,000**	**1,400**	112,000	1,400
Exercisable at the end of the year	**64,000**	**1,400**	112,000	1,400

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.12%**	0.12%
Expected volatility	**24.59%**	24.59%
Risk-free interest rate	**6.33%**	6.33%
Exercise price (₹)	**1,400**	1,400
Expected life of option granted in years	**3.17**	3.17

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹ Nil (March 31, 2021: ₹(40) Lakhs) is recorded in Statement of Profit and Loss in the current year.

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs for the modification made during current financial year:

Particulars (Modified)	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.52%**	-
Expected volatility	**27.90%**	-
Risk-free interest rate	**4.15%**	-
Exercise price (₹)	**1,400**	-
Expected life of option granted in years	**1.28**	-

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹49 Lakhs (March 31, 2021: ₹ Nil) is recorded in Statement of Profit and Loss in the current year.

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to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

PVR ESOS 2017 modified:

Particulars	Description
Date of grant	August 11, 2017
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Date of Modification	April 12, 2021
Date of Board approval	April 12, 2021
Number of options granted	60,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Exercise Period – Modified	Due to COVID-9, exercise date for 5,000 options were modified & extended by another one year which were getting lapse during 2021.
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹1,381.7
Weighted average fair value of options granted on the date of grant	₹252.48
Weighted average fair value of options granted on the date of grant modified	₹78.34

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	**11,400**	**1,400**	22,000	1,400
Granted during the year	**-**	**-**	-	-
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**8,185**	**1,400**	1,600	1,400
Expired during the year	**-**	**-**	9,000	1,400
Outstanding at the end of the year	**3,215**	**1,400**	11,400	1,400
Exercisable at the end of the year	**3,215**	**1,400**	11,400	1,400

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.12%**	0.12%
Expected volatility	**24.59%**	24.59%
Risk-free interest rate	**6.33%**	6.33%
Exercise price (₹)	**1400**	1400
Expected life of option granted in years	**3.17**	3.17

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹ Nil (March 31, 2021: ₹(19) Lakhs) is recorded in financial statements in current year of which ₹ Nil (March 31, 2021: ₹1 Lakhs) is capitalised under Capital work-in progress and balance ₹ Nil (March 31, 2021: ₹(20) Lakhs) is (credited)/debited in Statement of Profit and Loss.

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.52%**	-
Expected volatility	**27.89%**	-
Risk-free interest rate	**4.15%**	-
Exercise price (₹)	**1400**	-
Expected life of option granted in years	**1.33**	-

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹4 Lakhs (March 31, 2021: ₹ Nil) is recorded in financial statements in current year of which ₹3 Lakhs (March 31, 2021: ₹ Nil) is capitalised under Capital work-in progress and balance ₹1 Lakhs (March 31, 2021: ₹ Nil) is (credited)/debited in Statement of Profit and Loss.

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(₹ in lakhs, except for per share data and if otherwise stated)

PVR ESOS 2017:

Particulars	Description
Date of grant	April 12, 2021
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Number of options granted	31,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not more than one year from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹1,148.70
Weighted average fair value of options granted on the date of grant	₹63.05

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	31,000	1,400	-	-
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	31,000	1,400	-	-
Exercisable at the end of the year	-	-	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	0.52%	-
Expected volatility	28.67%	-
Risk-free interest rate	4.12%	-
Exercise price (₹)	1400	-
Expected life of option granted in years	1	-

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹19 Lakhs (March 31, 2021: ₹ Nil) is recorded in financial statements in current year of which ₹1 Lakhs (March 31, 2021: ₹ Nil) is capitalised under Capital work-in progress and balance ₹18 Lakhs (March 31, 2021: ₹ Nil) is (credited)/debited in Statement of Profit and Loss

PVR ESOS 2017:

Particulars	Description
Date of grant	April 12, 2021
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Number of options granted	10,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not more than one year from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹1,148.70
Weighted average fair value of options granted on the date of grant	₹102.52

The details of activity under PVR ESOS 2017 have been summarised below:

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(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	2021-22		2020-21	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	10,000	1,400	-	-
Forfeited during the year	10,000	1,400	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	0.52%	-
Expected volatility	28.67%	-
Risk-free interest rate	4.12%	-
Exercise price (₹)	1400	-
Expected life of option granted in years	1	-

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹ Nil (March 31, 2021: ₹ Nil) is recorded in Statement of Profit and Loss in current year.

PVR ESOS 2020 Modified:

Particulars	Description
Date of grant	July 15, 2020
Date of Shareholder's approval	March 07, 2020
Date of Board approval	January 23, 2020
Date of Modification	April 12, 2021
Number of options granted	520,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than two years from the date of grant of options.
Exercise Period - Modified	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹1,026.80
Weighted average fair value of options granted on the date of grant	₹220.79
Weighted average fair value of options granted on the date of modification	₹219.20

The details of activity under PVR ESOS 2020 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	516,000	981	-	-
Granted during the year	-	-	520,000	981
Forfeited during the year	14,000	981	4,000	981
Exercised during the year	178,230	981	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	3,23,770	981	516,000	981
Exercisable at the end of the year	-	-	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

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(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.52%**	0.57%
Expected volatility	**21.21%**	30.15%
Risk-free interest rate	**3.62%**	3.48%
Exercise price (₹)	**981**	981
Expected life of option granted in years	**0.26**	1

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹981. As a result, an expense of ₹482 Lakhs (March 31, 2021: ₹445 Lakhs) is recorded in financial statements in current year of which ₹83 Lakhs (March 31, 2021: ₹93 Lakhs) is capitalised under Capital work-in progress and balance ₹399 Lakhs (March 31, 2021: ₹352 Lakhs) is debited in Statement of Profit and Loss.

PVR ESOS 2020 Modified:

Particulars	Description
Date of grant	September 08, 2020
Date of Shareholder's approval	March 07, 2020
Date of Board approval	January 23, 2020
Date of Modification	April 12, 2021
Number of options granted	4,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period – Modified	Not less than one year and not more than two years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹1,354.20
Weighted average fair value of options granted on the date of grant	₹295.39
Weighted average fair value of options granted on the date of modification	₹73.04

The details of activity under PVR ESOS 2020 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	**4,000**	**1,287**	-	-
Granted during the year	**-**	**-**	4,000	1,287
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**-**	**-**	-	-
Expired during the year	**-**	**-**	-	-
Outstanding at the end of the year	**4,000**	**1,287**	4,000	1,287
Exercisable at the end of the year	**-**	**-**	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.52%**	0.47%
Expected volatility	**21.21%**	26.57%
Risk-free interest rate	**3.62%**	3.86%
Exercise price (₹)	**1,287**	1,287
Expected life of option granted in years	**0.26**	1

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,287. As a result, an expense of ₹ Nil (March 31, 2021: ₹4 Lakhs) is recorded in Statement of Profit and Loss in current year.

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(₹ in lakhs, except for per share data and if otherwise stated)

PVR ESOS 2022:

Particulars	Description
Date of grant	March 09, 2022*
Date of Shareholder's approval	March 07, 2022
Date of Board approval	January 21, 2022
Number of options granted	5,68,500
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	Within a period of three years from the date of vesting
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹1,597.70
Weighted average fair value of options granted on the date of grant	₹510.02

* Subject to the receipt of statutory approvals.

The details of activity under PVR ESOS 2022 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	**-**	**-**	-	-
Granted during the year	**568,500**	**1,347**	-	-
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**-**	**-**	-	-
Expired during the year	**-**	**-**	-	-
Outstanding at the end of the year	**568,500**	**1,347**	-	-
Exercisable at the end of the year			-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.38%**	-
Expected volatility	**42.07%**	-
Risk-free interest rate	**4.85%**	-
Exercise price (₹)	**1,347**	-
Expected life of option granted in years	**1**	-

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,347. As a result, an expense of ₹105 Lakhs is recorded in financial statements in current year of which ₹22 Lakhs is capitalised under Capital work-in-progress and balance ₹83 Lakhs is debited in Statement of Profit and Loss.

33 Capital & Other Commitments

(a) Capital Commitments

Particulars	March 31, 2022	March 31, 2021
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	**7,186**	6,813

(b) Other Commitments

The Company was availing Entertainment tax/GST exemptions, in respect of certain Multiplexes as per the erstwhile State Government schemes & is under obligation to operate respective Multiplexes for a certain number of years.

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(₹ in lakhs, except for per share data and if otherwise stated)

34 Contingent liabilities

Sr. No.	Particulars	March 31, 2022	March 31, 2021
a)	Estimated tax exposure against various appeals filed by the Company against the demand with Commissioner of Income Tax (Appeals), Income Tax Appellate Tribunal and High Court with regard to certain expenses disallowed by the assessing officer in respect of financial year 2005-06 to 2017-18. (The Company has paid an amount of ₹746 Lakhs (March 31, 2021: ₹1,059 Lakhs) which is appearing under Note 8A).	**2,607**	2,293
b)	Demand of Entertainment tax under Assam Amusement and Betting Tax Act, 1939 where appeal is pending before Supreme Court	**334**	334
c)	Notice from Entertainment tax department Chennai against short deposit of entertainment tax on regional movies	**43**	43
d)	Notice from Commercial Tax Department, Indore against alleged collection of Entertainment tax during exemption period.	**823**	823
e)	Notice from Entertainment tax department Maharashtra in respect of levy of entertainment tax on convenience fees	**161**	161
f)	Show cause notices raised by Service tax authorities on levy of service tax on 3D glass charges, TM charges, convenience fee, activity of movie distribution/exhibition, admission to alleged bowling alleys (The Company has already deposited under protest an amount of ₹249 Lakhs (March 31, 2021: 249 Lakhs))	**1,044**	5,663
g)	Demand raised with regard to service tax on food and beverages (The Company has already deposited under protest an amount of ₹185 Lakhs (March 31, 2021: ₹185 Lakhs))	**3,668**	3,668
h)	Estimated tax exposure of service tax on sale of food and beverages (The Company has already deposited under protest an amount of ₹426 Lakhs (March 31, 2021: ₹426 Lakhs))	**6,600**	6,600
i)	Demand of VAT under various states VAT Acts where appeal is pending before competent authority (The Company has already deposited under protest an amount of ₹18 Lakhs (March 31, 2021: ₹21 Lakhs))	**306**	316
j)	Demand of Entertainment tax under Rule 22 of Punjab Entertainment Tax (Cinematographs shows) Rules, 1954 (The Company has already deposited under protest an amount of ₹40 Lakhs (March 31, 2021: ₹40 Lakhs))	**160**	160
k)	Demand under Employees Provident Fund Act, 1952 (The Company has already deposited under protest an amount of ₹38 Lakhs (March 31, 2021: ₹38 Lakhs))	**106**	106
l)	Tax assessment & Demand bill issued by Superintendent of Tax Kolhapur Municipal Corporation. (The Company has already deposited under protest an amount of ₹3 Lakhs (March 31, 2021: ₹3 Lakhs))	**20**	20
m)	Bank Guarantees given	**-**	275
n)	Corporate Guarantee given to bank against credit facility availed by a subsidiary company	**200**	200
o)	Labour cases pending*	**Amount not ascertainable**	Amount not ascertainable

* In view of the several number of cases, pending at various forums/courts, it is not practicable to furnish the details of each case, however as per management estimate, the amount in aggregate is not material. Based on the discussions with the solicitors, the management believes that the Company has strong chances of success in the cases and hence no provision is considered necessary.

35 Un-hedged Foreign Currency exposure

Particulars of un-hedged foreign currency exposure as at the balance sheet date:

	Particulars	Currency	March 31, 2022	March 31, 2021
a)	Cash on Hand	Thai Bhat	**0.85**	0.88
		Hong Kong Dollar	**0.21**	0.21
		Korean Won	**0.00**	0.00
		UK Pound	**0.21**	0.21
		Singapore Dollar	**0.72**	0.70
		US Dollar	**4.16**	4.18
		Euro	**4.06**	4.15
		Dirham	**1.16**	1.18
		Malaysian Ringgit	**0.34**	0.33
		LKR	**0.17**	0.25
	Total		**11.88**	**12.09**
b)	Balances with bank	US Dollar	**40**	75
c)	Payable for purchase of Property, Plant and Equipment (net of advances)	US Dollar	**134**	349
d)	Loan given to a subsidiary company	US Dollar	**1,018**	3,529
e)	Interest receivable from a subsidiary company	US Dollar	**764**	542

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(₹ in lakhs, except for per share data and if otherwise stated)

36 The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under Sections 92-92F of the Income-tax Act, 1961. Since the law requires such information and documentation to be contemporaneous in nature, the Company is in the process of updating the documentation of international transactions with the associated enterprises during the financial year and expects such records to be in existence latest by the due date of filing the return of income. The management is of the opinion that its international transactions with the associated enterprises are at arm's length so that the aforesaid legislation will not have any impact on these standalone financial statements, particularly on the amount of tax expense and that of provision for taxation.

37 Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a Company meeting the applicability threshold, is required to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, care for destitute women and rehabilitation of under privileged person, environment sustainability, disaster relief and COVID-19 relief. A CSR committee has been formed by the Company as per the Companies Act, 2013.

During the year ended March 31, 2022 the Company did not have any obligation for spending money on CSR activities.

During the previous year, the Company had spent ₹225 Lakhs in combating the COVID-19 crisis and the balance ₹242 Lakhs had been paid to PVR Nest. PVR Nest focusses on providing education, healthcare, nutrition and rehabilitation to children.

Particulars	March 31, 2022	March 31, 2021
Gross amount required to be spent by the Company during the year	**-**	467
Amount spent during the year (refer note 28)	**-**	467

38 Disclosure required under Section 186(4) of the Companies Act, 2013

Full particulars of loans given, investment made, guarantee given, security provided together with purpose in terms of Section 186(4) of the Companies Act, 2013

Particulars	Rate of Interest (p.a.)	Due Date	Secured/ Unsecured	March 31, 2022	March 31, 2021
PVR Pictures Limited[1]	11% p.a.	Repayable on demand, within a period of 14 days from such demand	Unsecured	**-**	4,950
Zea Maize Private Limited[1]	11% p.a.	Repayable on demand, within a period of 14 days from such demand	Unsecured	**160**	160
P V R Lanka Limited[1]	11% p.a.	Repayable on or after 3 year from the date of disbursement, within a period of 14 days from such demand.	Unsecured	**1,018**	3,529
Sandhya Prakash Limited[2]	18% p.a.	13 monthly instalments adjusted with lease rentals till April 2018.	Unsecured	**55**	55
Evergreen Cine Services Pvt. Ltd.[3]	Nil	Repayable on demand	Unsecured	**-**	133
SPI Entertainment Projects (Tirupati) Pvt. Ltd.[3]	Nil	Repayable on demand	Unsecured	**-**	52

[1] The loan had been given to PVR Pictures Limited, Zea Maize Private Limited and P V R Lanka Limited subsidiary companies, for meeting their working capital requirements.

[2] The loan had been given to Sandhya Prakash Limited (Mall Developer) for their capital expenditure requirement, where the Company has an existing operational cinema. The Company is carrying a provision against the outstanding loan amount.

[3] These loans were transferred from SPI Cinemas Private Limited by virtue of merger. During the year these loans have been written off.

39 Significant investments in subsidiaries:

The Company has following investments in subsidiaries as at:

Particulars	Nature	Country of Incorporation	Percentage of holding	
			March 31, 2022	March 31, 2021
PVR Pictures Limited	Subsidiary	India	**100%**	100%
SPI Entertainment Projects (Tirupati) Pvt. Ltd.	Subsidiary	India	**100%**	100%
Zea Maize Private Limited	Subsidiary	India	**88.66%**	83.3% (88.66% through compulsory convertible preference share)
P V R Lanka Limited	Subsidiary	Sri Lanka	**100%**	100%

Notes

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(₹ in lakhs, except for per share data and if otherwise stated)

40 Fair Value

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair value.

The carrying value & fair value of financial instruments by categories as of March 31, 2022 were as follows:

Particulars	Note	Level of hierarchy	Carrying Amount		
			Amortised Cost	Financial Assets/ liabilities at fair value through profit or loss	Financial Assets/ liabilities at fair value through OCI
Financial Assets					
Investments – FVTOCI	5B	-	-	-	-
Investments – Amortised cost	5B	-	47	-	-
Trade receivables	11	-	6,300	-	-
Cash and cash equivalents	12A	-	48,967	-	-
Bank balances other than cash and cash equivalents, above	12B	-	7,700	-	-
Loans	13	3	1,507	-	-
Other financial assets	6	-	29,705	-	-
Total			**94,226**	-	-
Financial Liabilities					
Borrowings (including current maturities)					
- Secured Rated Listed Non-Convertible Debentures	16	1	28,000	-	-
- Other borrowings	16 and 19	3	122,364	-	-
Trade payables	20	-	29,126	-	-
Lease liabilities	17	3	366,379	-	-
Other financial liabilities – Deferred consideration	21	3	5,694	-	-
Other financial liabilities	21	-	10,775	-	-
Total			**562,338**	-	-

The carrying value & fair value of financial instruments by categories as of March 31, 2021 were as follows:

Particulars	Note	Level of hierarchy	Carrying Amount		
			Amortised Cost	Financial Assets/ liabilities at fair value through profit or loss	Financial Assets/ liabilities at fair value through OCI
Financial Assets					
Investments – FVTOCI	5B	-	-	-	-
Investments – Amortised cost	5B	-	120	-	-
Trade receivables	11	-	1,985	-	-
Cash and cash equivalents	12A	-	54,573	-	-
Bank balances other than cash and cash equivalents, above	12B	-	17,580	-	-
Loans	13	3	9,002	-	-
Other financial assets	6	-	30,246	-	-
Total			**113,506**	-	-
Financial Liabilities					
Borrowings (including current maturities)					
- Secured Rated Listed Non-Convertible Debentures	16	1	29,489	-	-
- Other borrowings	16 and 19	3	105,468	-	-
Trade payables	20	-	18,941	-	-
Lease liabilities	17	3	361,436		
Other financial liabilities – Deferred consideration	21	3	6,123	-	-
Other financial liabilities	21	-	10,791	-	-
Total			**532,248**	-	-

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(₹ in lakhs, except for per share data and if otherwise stated)

The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current financial liabilities and assets approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Long-term fixed-rate and variable-rate receivables/deposit are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables/deposits.

The fair values of the quoted instruments are based on price quotations at the reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, obligations under leases, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

There is no significant estimate involved in level 3. Further, the deferred consideration is based on the present value of the expected cash outflows discounted using risk adjusted discount rate i.e. 9.50% p.a. The estimated fair value of deferred consideration would increase/ decrease if the expected cash outflows were higher/lower or the risk adjusted discount rate was higher/lower.

41 Segment

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Chairman of the Company has been identified as being the chief operating decision maker to assess the financial performance and position of the Company and make strategic decisions. The Company is engaged primarily in the business of theatrical exhibition and allied activities under the brand "PVR". Accordingly, in the context of Indian Accounting Standard 108 – Operating Segments, it is considered to constitute single reportable segment.

42 Business Combination

Amalgamation of Inox Leisure Limited with PVR Limited:

The Board of Directors of PVR Limited ("Company" or "Transferee Company"), at their meeting held on March 27, 2022, have considered and approved a scheme of amalgamation of INOX Leisure Limited ("Transferor Company") into and with the Company and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other rules and regulations framed thereunder ("Scheme").

The Scheme is subject to the receipt of applicable approvals, including approvals from the respective jurisdictional Hon'ble National Company Law Tribunal, SEBI, BSE Limited and the National Stock Exchange of India Limited, shareholders of both the Companies and such other approvals, permissions, and sanctions of regulatory and other authorities as may be necessary. Subsequent to the relevant approvals and the scheme becoming effective the shareholders of INOX Leisure Limited will receive the shares of PVR Limited as per the approved exchange ("swap") ratio, which is for every 10 shares of INOX Leisure Limited 3 shares of PVR Limited will be issued.

43 Related Party Disclosures

Names of related parties and related party relationship

Subsidiaries	PVR Pictures Limited
	Zea Maize Private Limited
	P V R Lanka Limited
	SPI Entertainment Projects (Tirupati) Private Limited
Key management personnel	Mr. Ajay Bijli, Chairman cum Managing Director
	Mr. Sanjeev Kumar, Joint Managing Director
	Ms. Renuka Ramnath, Director
	Mr. Sanjai Vohra – Independent Director
	Mr. Vikram Bakshi – Independent Director
	Ms. Pallavi Shardul Shroff – Independent Director
	Mr. Anish Kumar Saraf – Director (w.e.f. June 08, 2020)
	Mr. Gregory Adam Foster – Independent Director (w.e.f. October 21, 2020)
	Ms. Deepa Misra Harris – Independent Director
Relatives of Key Management Personnel	Ms. Nayana Bijli, Daughter of Mr. Ajay Bijli
Joint Ventures	Vkaao Entertainment Private Limited (50% each held by PVR Pictures Limited and Big tree Entertainment Private Limited)
Enterprises over which Key management personnel and their relatives are able to exercise significant influence	PVR Nest
	Priya Exhibitors Private Limited
	Shardul Amarchand Mangaldas & Co.

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to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Subsidiary Companies		Key Management Personnel and their relatives		Joint Ventures		Enterprises owned or significantly influenced by key management personnel or their relatives	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021	**March 31, 2022**	March 31, 2021	**March 31, 2022**	March 31, 2021
Transactions during the year								
Remuneration paid								
Ajay Bijli	**-**	-	**642**	1,413	**-**	-	**-**	-
Sanjeev Kumar	**-**	-	**443**	1,017	**-**	-	**-**	-
Nayana Bijli	**-**	-	**10**	14	**-**	-	**-**	-
Sitting fees and commission								
Deepa Misra Harris	**-**	-	**33**	19	**-**	-	**-**	-
Pallavi Shardul Shroff	**-**	-	**21**	2	**-**	-	**-**	-
Gregory Adam Foster	**-**	-	**25**	-	**-**	-	**-**	-
Sanjai Vohra	**-**	-	**30**	31	**-**	-	**-**	-
Vikram Bakshi	**-**	-	**27**	9	**-**	-	**-**	-
Rent Expense								
Priya Exhibitors Private Limited	**-**	-	**-**	-	**-**	-	**402**	153
Professional fees								
Shardul Amarchand Mangaldas & Co.	**-**	-	**-**	-	**-**	-	**125**	175
Film Distributors Share expense								
PVR Pictures Limited	**2,914**	45	**-**	-	**-**	-	**-**	-
Expenses on Food, Beverages & Bowling (Staff Welfare etc.)								
Zea Maize Private Limited	**-**	2	**-**	-	**-**	-	**-**	-
Purchases of Goods								
Zea Maize Private Limited	**453**	113	**-**	-	**-**	-	**-**	-
Income From Film Production								
PVR Pictures Limited	**105**	149	**-**	-	**-**	-	**-**	-
Income From Sales of Tickets of Films								
PVR Pictures Limited	**34**	6	**-**	-	**-**	-	**-**	-
VPF Income								
PVR Pictures Limited	**43**	3	**-**	-	**-**	-	**-**	-
Interest Received								
PVR Pictures Limited	**360**	545	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**18**	16	**-**	-	**-**	-	**-**	-
P V R Lanka Limited	**173**	348	**-**	-	**-**	-	**-**	-
Loans given								
Ajay Bijli	**-**	-	**800**	-	**-**	-	**-**	-
Loans refunded								
Ajay Bijli	**-**	-	**800**	-	**-**	-	**-**	-
Advance given								
Ajay Bijli	**-**	-	**-**	400	**-**	-	**-**	-
Advance refunded								
Ajay Bijli	**-**	-	**-**	400	**-**	-	**-**	-
Issuance of equity share capital (right issue)								
Ajay Bijli	**-**	-	**-**	3,719	**-**	-	**-**	-
Sanjeev Kumar	**-**	-	**-**	2,686	**-**	-	**-**	-
Sanjai Vohra	**-**	-	**-**	1	**-**	-	**-**	-
Inter Corporate Loans Given								
PVR Pictures Limited	**1,500**	-	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**-**	180	**-**	-	**-**	-	**-**	-
P V R Lanka Limited	**281**	702	**-**	-	**-**	-	**-**	-
Inter Corporate Loans Refund								
Zea Maize Private Limited	**-**	70	**-**	-	**-**	-	**-**	-
PVR Pictures Limited	**6,450**	-	**-**	-	**-**	-	**-**	-

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(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Subsidiary Companies		Key Management Personnel and their relatives		Joint Ventures		Enterprises owned or significantly influenced by key management personnel or their relatives	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021	**March 31, 2022**	March 31, 2021	**March 31, 2022**	March 31, 2021
Inter Corporate Loans converted into share capital								
P V R Lanka Limited	**2,792**	-	**-**	-	**-**	-	**-**	-
Donation given								
PVR Nest	**-**	-	**-**	-	**-**	-	**-**	242
Investment during the year								
Zea Maize Private Limited	**600**	140	**-**	-	**-**	-	**-**	-
Balance outstanding at the end of the year								
Trade Payable								
PVR Pictures Limited	**22**	-	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**40**	-	**-**	-	**-**	-	**-**	-
Priya Exhibitors Private Limited	**-**	-	**-**	-	**-**	-	**5**	-
Shardul Amarchand Mangaldas & Co.	**-**	-	**-**	-	**-**	-	**100**	38
Vkaao Entertainment Private Limited	**-**	-	**-**	-	**0**	3	**-**	-
Interest Accrued on Loan								
PVR Pictures Limited	**-**	543	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**32**	29	**-**	-	**-**	-	**-**	-
P V R Lanka Limited	**764**	542	**-**	-	**-**	-	**-**	-
Advance Recoverable								
PVR Pictures Limited	**-**	217	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**-**	44	**-**	-	**-**	-	**-**	-
Priya Exhibitors Private Limited	**-**	-	**-**	-	**-**	-	**62**	-
Security Deposits Given								
Priya Exhibitors Private Limited	**-**	-	**-**	-	**-**	-	**166**	166
Inter Corporate Loans Given								
PVR Pictures Limited	**-**	4,950	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**160**	160	**-**	-	**-**	-	**-**	-
P V R Lanka Limited	**1,018**	3,529	**-**	-	**-**	-	**-**	-
Investment in Equity Share Capital								
P V R Lanka Limited	**4,198**	1,406	**-**	-	**-**	-	**-**	-
PVR Pictures Limited	**3,102**	3,102	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**1,690**	1,070	**-**	-	**-**	-	**-**	-
SPI Entertainment Project (Tirupati) Private Limited	**1**	1	**-**	-	**-**	-	**-**	-
Investment in Preference Share Capital								
Zea Maize Private Limited	**-**	620	**-**	-	**-**	-	**-**	-
Investment in Compulsorily Convertible Debentures								
Zea Maize Private Limited	**600**	-	**-**	-	**-**	-	**-**	-

Notes:

(a) The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

(b) The financial figures in above note exclude expenses reimbursed to/by related parties.

(c) The financial figures in above note excludes GST/Sales tax/Local body taxes as applicable.

(d) For Zea Maize Private Limited, share capital movement refer note 5A.

(e) Corporate Guarantee given to bank against credit facility availed by Zea Maize Private Limited.

(f) All transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions and within the ordinary course of business. Outstanding balances at the year end are unsecured and settlement occurs in cash. Transactions relating to dividend, subscriptions for new equity shares are on the same terms and conditions that are offered to other shareholders.

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

44 Financial Risk Management objective and policies

The Company's principal financial liabilities comprise of loans and borrowings, lease liabilities, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk, legal, taxation and accounting risk and liquidity risk. The Company's treasury team overseas the management of these risks supported by senior management.

Impact of COVID-19 pandemic:

In light of COVID-19 outbreak, the Company has considered the likely impact on its financial risk management policies, refer note 50 for details.

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and FVTOCI investments.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on loans and borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase effect		Decrease effect	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
Effect of Increase/decrease in floating Interest rate by 100 basis points (1%) for term loans	**1,105**	895	**(1,105)**	(878)

(ii) Currency risk

Currency risk is the risk that the fair value of future cash flows of financial instruments will fluctuate because of the change in foreign currency exchange rates.

The majority of the Company's revenue and expenses are in Indian Rupees, with the remainder denominated in US Dollars. Management considers currency risk to be low and does not hedge its currency risk. As variations in foreign currency exchange rates are not expected to have a significant impact on the results of operations, a sensitivity analysis is not presented.

(b) Legal, taxation and accounting risk

The Company is presently involved into various judicial, administrative, regulatory and litigation proceedings concerning matters arising in the ordinary course of business operations including but not limited to personal injury claims, landlord-tenant disputes, commercials disputes, tax disputes (including entertainment tax subsidy and other direct and indirect tax matters like GST, Service tax, Sales tax etc.), employment disputes and other contractual disputes. Many of these proceedings seek an indeterminate amount of damages. In situations where management believes that a loss arising from a proceeding is probable and can reasonably be estimated, the Company records the amount of the probable loss. As additional information becomes available, any potential liability related to these proceedings is assessed and the estimates are revised, if necessary.

To mitigate these risks, the Company employs in-house counsel and uses third party tax & legal experts to assist in structuring significant transactions and contracts. PVR also has systems and controls that ensure the timely delivery of financial information in order to meet contractual and regulatory requirements and has implemented disclosure controls and internal controls over financial reporting which are tested for effectiveness on an ongoing basis.

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to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

(c) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the Standalone Balance Sheet

Particulars	March 31, 2022	March 31, 2021
Trade receivables	**6,300**	1,985
Loans	**1,507**	9,002
Cash and cash equivalents	**48,967**	54,573
Other bank balances other than cash and cash equivalents	**7,700**	17,580
Other financial assets	**29,705**	30,246

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk on cash and cash equivalents and bank deposits is limited as the Company generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies. Loans primarily represents security deposits given to Mall Developers/ lessors. Such deposit will be returned to the Company on expiry of lease entered with Mall developers/lessors. The credit risk associated with such security deposits is relatively low.

Trade receivables are typically unsecured and are derived from revenue earned from customers located in India. Trade receivables also includes receivables from Debit/credit card companies and online movie ticketing partners which are realisable within a period 1 to 3 working days. The Company monitors the economic environment in which it operates. The Company manages its credit risk through establishing credit limits and continuously monitoring credit worthiness of customers to which the Company grants credit terms in the normal course of business.

The Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available internal credit risk factors as the Company's historical experience for customer. Accordingly, based on the business environment in which the Company operates, management considers that the trade receivables (other than Government dues) are in default/doubtful if the payment is outstanding for more than 270 days and more than 365 days in case of government dues. Basis above, as at March 31, 2022, Company has impaired Trade receivables of ₹3,479 Lakhs (March 31, 2021: ₹3,770 Lakhs). Further, the management believes that the unimpaired amounts that are past due by more than 270 days continue to be collectible in full, based on historical payment behavior and analysis of customer credit risk. The delay in collections is primarily to due COVID impact on the industry segments in which Company operates.

Majority of trade receivables are from domestic customers, which are fragmented and are not concentrated to individual customers.

Movement in the allowance for impairment in respect of trade receivables

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Balance at the beginning of the year	**3,770**	3,646
Impairment loss recognised/(reversed)	**(52)**	738
Amount written off	**(239)**	(614)
Balance at the end of the year	**3,479**	3,770

(d) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Company's approach to manage liquidity is to have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed circumstances, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, debentures, lease liabilities and advance payment terms.

The Company's liquidity management process as monitored by management, includes the following:

- Day to Day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- Maintaining rolling forecasts of the Company's liquidity position on the basis of expected cash flows.
- Maintaining diversified credit lines.

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Borrowings (including current maturities)*		Trade and other payables	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
On demand	-	126	-	-
Less than 3 months	9,032	9,589	34,935	24,859
3 to 12 months	38,155	27,373	5,694	3,200
1 to 5 years	96,717	80,824	4,966	7,796
More than 5 years	7,093	17,673	-	-
Total	**150,997**	**135,585**	**45,595**	**35,855**

*Borrowing includes Non-Convertible Debentures, Term loans, Bank overdraft, Short-term borrowings and commercial papers excluding transaction cost.

The Company has also significant contractual obligations in the form of lease liabilities (Note 17) and capital & other commitments (Note 33).

45 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return on capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is long-term debts plus amount payable for purchase of property plant and equipment divided by total equity.

Particulars		March 31, 2022	March 31, 2021
Long-term debt (includes current maturities)		144,364	123,058
Payables on purchase of property plant and equipment		4,185	4,515
Total	**(A)**	**148,549**	127,573
Equity	**(B)**	**138,848**	184,042
Gearing ratio	**(A/B)**	**107%**	69%

46 Expenses capitalised

The Company has capitalised following expenses through capital work-in-progress (CWIP) which directly or indirectly relates to setting up of cinemas. Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Company.

Particulars	March 31, 2022	March 31, 2021
Salaries, wages, allowances and bonus	804	1,164
Contribution to provident and other funds	37	51
Rent	1	502
Electricity and water charges	24	46
Repairs and maintenance	32	24
Rates and taxes	51	22
Architects & professional	297	303
Insurance	2	8
Security service charges	68	169
Finance costs	28	278
Other miscellaneous expenses	7	27
Total	**1,351**	**2,594**

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

47 Income tax expense

	Particulars	March 31, 2022	March 31, 2021
(a)	**Income tax expense reported in the Statement of Profit and Loss comprises:**		
	Current income tax:		
	Current tax	-	-
	Adjustments in respect of current income tax of previous years	-	(42)
	Deferred tax:		
	Relating to origination and reversal of temporary differences	(22,161)	(18,961)
	MAT credit (entitlement)/reversal for earlier years	2,849	(22)
	Total deferred tax	**(19,312)**	**(18,983)**
	Income tax expense reported in the Statement of Profit and Loss	**(19,312)**	**(19,025)**
	Effective Income tax rate	**28.8%**	**20.8%**
(b)	**Statement of Other Comprehensive Income**		
	Net loss/(gain) on remeasurements of defined benefit plans	22	5
(c)	**Reconciliation of effective tax rate**		
	Reconciliation of tax expense and the accounting profit multiplied by statutory income tax rate for the year indicated are as follows:		
	Accounting loss before tax	(67,147)	(91,375)
	Statutory income tax rate	34.94%	34.94%
	Computed tax expense	(23,464)	(31,930)
	Adjustments in respect of current income tax and MAT of previous years	2,849	(64)
	Adjustments in respect of deferred tax of previous years	(106)	59
	Non-deductible expenses for tax purposes	19	204
	Tax impact related to change in law	0	11,299
	Tax impact related to change in tax rate	1,389	1,407
	Income tax charged to Statement of Profit and Loss	**(19,312)**	**(19,025)**
(d)	**MAT credit entitlement**		
	Opening Balance	9,842	9,820
	Add: MAT credit entitlement/(reversal) for earlier years	(2,849)	22
	Closing Balance	**6,993**	**9,842**
(e)	**Deferred tax asset/(liability)**		
	Opening Balance	29,725	10,377
	Less: Impact of differences in W.D.V. block under Income Tax and Books of Account	482	(11,639)
	Add: Tax income/(expenses) on other timing differences	21,892	30,987
	Closing balance	**52,099**	**29,725**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

48 Ratios as required by Schedule III to the Companies Act, 2013:

Ratio	Numerator	Denominator	March 31, 2022	March 31, 2021	% Change	Reasons for variance
Current Ratio	Total current assets	Total current liabilities	**0.57**	0.87	-34%	All the ratios are impacted because of COVID-19 situation and thus are not comparable to the previous periods.
Debt - Equity Ratio	Total Borrowings	Total Equity	**1.08**	0.73	48%	
Debt Service Coverage Ratio	Loss before tax + Depreciation and amortisation expense + Finance costs - Other income	Interest on debentures, term loans and bank and others + Principal repayment of Long-Term Borrowings excluding prepayments	**0.28**	-1.05	-127%	
Return on Equity	Loss for the year	Average Total Equity	**-30%**	-44%	-32%	
Inventory turnover ratio	Consumption of food and beverages	Average Inventory (Food and beverages)	**5.87**	1.29	356%	
Trade receivables turnover (times)	Revenue from operations	Average Trade Receivables	**29.29**	2.36	1140%	
Trade payables turnover (times)	Movie exhibition cost + Consumption of food and beverages + Other operating expenses	Average Trade Payables	**3.54**	1.44	146%	
Net capital turnover (times)	Total income	Total current assets - Total current liabilities	**-2.51**	-4.73	-47%	
Net Profit Ratio	Loss for the year	Total income	**-31%**	-104%	-70%	
Return on Capital Employed	EBIT = Loss before tax + Finance costs	Capital Employed = Total Equity + Total Borrowings - Other Intangible Assets - Goodwill	**-10%**	-21%	-51%	
Return on investments	Income generated from investments	Average investments	**5%**	3%	54%	

49 Other statutory information:

(i) The Company do not have any transactions with companies struck off.

(ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iii) The Company have not any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(iv) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(v) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(vi) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(viii) The title deeds/legal ownership of immovable properties including the leased properties as disclosed in the standalone financial statements are held in the name of the Company.

Notes

to the Standalone Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

50 Estimation of uncertainties relating COVID-19 pandemic:

COVID-19 continued to impact the multiplex operations and the cinema industry at large in FY'2022. The impact of Second wave was seen in the first two quarters of the year. Post wave 2.0 cinema operations resumed from July 30, 2021 with various states allowing cinemas to operate with different capacity restrictions. Regular flow of new content started from the 1st week of November 2021 once the key state of Maharashtra allowed cinemas to operate from 22nd October onwards.

Third wave was the shortest as compared to the previous two waves. It started during the last week of December 2021 and lasted till the first week of February 2022. Majority of our properties were operational during early Q4 FY'2022 (with exception of Delhi and Haryana which were shut during January 2022) with various capacity restrictions but with limited or no content. Restrictions on cinema operations started easing from the 1st week of February 2022 and by the first week of March 2022, all restrictions were eased. New content started to release in theatres during the second half of February 2022 and the month of March 2022 saw a fabulous performance of movies at Cinemas and strong recovery in footfalls. The Company witnessed EBITDA losses for the year. Given the high fixed cost nature of the business and that no new content got released during a large part of the year, the Company saw operational losses for the 12 months.

During the year, the Company has deftly managed its operations and mitigated the impact of the pandemic. Looking at how admissions have come back in March 2022 and the sustenance of ATP and SPH at elevated levels compared to pre pandemic levels, reflects the strong business model of the Company and the affinity of the consumer to come back to theatres.

We have carried out an assessment of the appropriateness of going concern, impairment of assets and other related aspects and we believe that there is no impact on the same. We believe that the pandemic may adversely impact the business in the short-term, but the long-term drivers of the business are intact and we do not anticipate any material medium to long-term risks to the business.

51 During the previous year, upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting dated June 02, 2021 had approved remuneration of ₹642 Lakhs and ₹443 Lakhs paid to Mr. Ajay Bijli, Chairman & Managing Director and Mr. Sanjeev Kumar, Joint Managing Director, respectively, during the Financial Year 2020-21. The same was in accordance with the minimum remuneration as was originally approved by the shareholders vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 and in view of the inadequacy of profits for the Financial Year 2020-21, Shareholder's approval was taken in the AGM held on September 28, 2021 for the above mentioned remuneration.

52 Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting dated May 09, 2022 has approved remuneration of ₹642 Lakhs and ₹443 Lakhs paid to Mr. Ajay Bijli, Chairman & Managing Director and Mr. Sanjeev Kumar, Joint Managing Director, respectively, during the Financial Year 2021-22. The same is in accordance with the minimum remuneration as was originally approved by the shareholders vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 and in view of the inadequacy of profits for the Financial Year 2021-22, the Company shall seek approval of the shareholders by way of special resolution in its forthcoming Annual General Meeting for the above mentioned remuneration.

As per our report of even date attached.
For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Independent Auditor's Report

To the Members of PVR Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of PVR Limited (hereinafter referred to as the ''Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), and its joint venture, which comprise the Consolidated Balance Sheet as at March 31, 2022, and the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries and joint venture as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("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 consolidated state of affairs of the Group and joint venture as at March 31, 2022, of its consolidated loss and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group and its joint venture in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of reports of the other auditors referred to in paragraph (a) of the "Other Matter" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note 50 to the consolidated financial statements, which describes the economic and social disruptions as a result of COVID-19 pandemic on the Group's operations and financial statements as assessed by the management.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matters

Sr. No.	The key audit matter	How the matter was addressed in our audit
1.	**Revenue Recognition**	**Audit procedures**
	See Note 25 to the consolidated financial statements The Group's significant portion of revenue comes from income from sale of movie tickets and food and beverages ("revenue"). We have identified revenue recognition as a key audit matter, because revenue is one of the key performance indicator of the Group and its reliance on the Group's IT system. Further, as the revenue comprises of high volumes of individually small transactions, the process of summarising and recording sales revenue is critical.	In this area our procedures included: • Evaluated the design and implementation and operating effectiveness of key controls in relation to recognition of revenue. • Involvement of our Subject Matter Experts on information technology with respect to testing of key IT system controls which impacts revenue recognition. • Performed substantive testing (including year-end cutoff testing) by selecting samples of revenue transactions recorded during and after the year and verifying the underlying documents. • Tested the reconciliation between sales recorded and cash/ card/ online transactions and agreed those reconciliations through underlying documents on sample basis. • Assessed the adequacy of related disclosures in the consolidated financial statements.
2.	**Impairment of Goodwill, other intangible assets, property, plant and equipment, capital work-in-progress and ROU assets**	**Audit procedures**
	See Notes 3, 3A, 4A and 4B to the consolidated financial statements The carrying value of the Group's goodwill is ₹105,204 Lakhs and that of other intangible assets, property, plant and equipment, capital work-in-progress, ROU assets as at March 31, 2022 amounts ₹441,983 Lakhs. Due to the impact of COVID-19 pandemic, an impairment assessment of the non-financial assets is to be performed.	In this area our procedures included: • Tested the design and implementation of key controls with respect to impairment assessment of Goodwill and other intangible assets, property, plant and equipment, capital work-in-progress and ROU assets and tested operating effectiveness of such controls.
	The impairment testing of above requires significant judgements and estimates in assessing the Value in Use ('VIU') regarding assessment and measurement for impairment loss, if any. The risk relates to uncertainties involved in forecasting of cash flows, for key assumptions such as future revenue, margins, overheads, growth rates and weighted average cost of capital for the purpose of determining VIU. We have identified impairment assessment of such assets as a key audit matter because of the significance of the carrying value of such assets and involvement of judgements and estimates.	• Evaluated the impairment model which is based on discounted cash flows including the adverse effects which could arise from the outbreak of COVID-19 pandemic. This includes evaluation of the assumptions used in key inputs such as forecasted revenue, gross margin and discount rate based on our knowledge of the Group and the industry with the assistance of our Subject Matter Experts. • Performed sensitivity analysis to evaluate whether any foreseeable change in assumptions could lead to a significant change in the VIU. • Assessed the adequacy of related disclosures in the consolidated financial statements.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and based on the work done/audit report of other auditors, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated statement of profit/loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group and its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint venture is responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to the consolidated financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group and its joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in sub paragraph (a) of the section titled 'Other Matter' in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

(a) We did not audit the financial statements of two subsidiaries, whose financial statements reflect total assets (before Consolidation adjustments) of ₹4,682 Lakhs as at March 31, 2022, total revenues (before Consolidation adjustments) of ₹1,425 Lakhs and net cash inflows (before Consolidation adjustments) amounting to ₹76 Lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (and other comprehensive income) of ₹ Nil for the year ended March 31, 2022, in respect of one joint venture, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture, and our report in terms of sub-section(3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint venture is based solely on the audit reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable

2. A) As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries and joint venture as were audited by other auditors, as noted in the 'Other Matter' paragraph, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and joint venture, none of the directors of the Group companies and joint venture incorporated in India is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, and joint venture incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries, and joint venture, as noted in the 'Other Matter' paragraph:

a) The consolidated financial statements disclose the impact of pending litigations as at March 31, 2022 on the consolidated financial position of the Group and its joint venture. Refer Note 36 to the consolidated financial statements.

b) The Group and its joint venture did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended March 31, 2022.

c) There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies and joint venture incorporated in India, during the year ended March 31, 2022

d) (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies, associate companies and joint venture incorporated in India to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company or its subsidiary companies and joint venture incorporated in India or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

Refer Note 53(v) to the consolidated financial statements.

(ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding Company or its subsidiary companies, associate companies and joint venture incorporated in India from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary companies, associate companies and joint venture companies and joint operation companies incorporated in India shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

Refer Note 53(vi) to the consolidated financial statements.

iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d) (i) and (d) (ii) contain any material mis-statement.

e) The Holding Company or its subsidiary companies, and joint venture incorporated in India have neither declared nor paid any dividend during the year.

C) With respect to the matter to be included in the Auditor's report under Section 197(16) of the Act:

We draw attention to Note 52 to the consolidated financial statements, which explains that the managerial remuneration aggregating ₹1,085 Lakhs paid to two executive directors of the Holding Company for the financial year ended March 31, 2022 was in accordance with the minimum remuneration as was originally approved by the shareholders of the Holding Company vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 ("Act"), owing to inadequacy of profits for the financial year ended March 31, 2022, the Holding Company shall seek approval of the shareholders for the aforesaid managerial remuneration by way of special resolution in its forthcoming Annual General Meeting. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us. Our opinion is not modified in respect of this matter.

Further, in case of one subsidiary company, incorporated in India, where provisions of Section 197 of the Act are applicable, such subsidiary company has not paid/provided for any remuneration to its directors during the current year.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN: 22098297AIPVCA8602

Place: New Delhi
Date: May 09, 2022

Annexure A referred to in our Independent Auditor's Report to the members of PVR Limited on the Consolidated Financial Statements for the year ended March 31, 2022

In our opinion and according to the information and explanations given to us, there are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order, 2020 reports of the companies incorporated in India and included in the consolidated financial statements.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN: 22098297AIPVCA8602

Place: New Delhi
Date: May 09, 2022

Annexure B to the Independent Auditor's Report on the Consolidated Financial Statements of PVR Limited for the year ended March 31, 2022

Report on the internal financial controls with reference to the aforesaid Consolidated Financial Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph (A) (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2022, we have audited the internal financial controls with reference to consolidated financial statements of PVR Limited (hereinafter referred to as "the Holding Company") and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies and its joint venture companies, as of that date.

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies, and joint venture companies, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at March 31, 2022, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies and joint venture company in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

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

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to one subsidiary company, which are incorporated in India, is based on the corresponding report of the auditor of such company incorporated in India.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN: 22098297AIPVCA8602

Place: New Delhi
Date: May 09, 2022

Consolidated Balance Sheet

as at March 31, 2022

(Rupees in lakhs, except for per share data and if otherwise stated)

Particulars	Note	March 31, 2022	March 31, 2021
ASSETS			
Non-current assets			
Property, plant and equipment	3	**151,800**	149,036
Capital work-in-progress	3A	**6,449**	21,717
Right-of-use assets	4B	**267,834**	275,542
Goodwill	4A	**105,204**	105,204
Other intangible assets	4A	**15,900**	17,731
Financial assets			
Equity accounted investees	5A	**-**	-
Investments	5B	**-**	30
Loans	14	**146**	-
Other financial assets	6	**25,716**	26,880
Deferred tax assets (net)	7A	**59,509**	39,937
Income tax assets (net)	8	**5,015**	5,020
Other non-current assets	9	**8,404**	8,932
Total non-current assets (A)		**645,977**	**650,029**
Current assets			
Inventories	10	**3,420**	2,495
Financial assets			
Investments	11	**47**	90
Trade receivables	12	**7,072**	3,069
Cash and cash equivalents	13A	**50,076**	55,561
Bank balances other than cash and cash equivalents, above	13B	**7,735**	17,580
Loans	14	**183**	363
Other financial assets	6	**3,608**	2,396
Other current assets	9	**14,466**	18,673
Total current assets (B)		**86,607**	**100,227**
Total assets (A+B)		**732,584**	**750,256**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	**6,100**	6,076
Other equity	16	**130,937**	177,263
Equity attributable to equity holders of the Parent Company		**137,037**	**183,339**
Non-controlling interests	17	**(26)**	1
Total equity (A)		**137,011**	**183,340**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	18	**103,333**	98,031
Lease liabilities	19	**341,384**	340,910
Other financial liabilities	23	**4,973**	7,801
Provisions	20	**974**	1,815
Deferred tax liabilities (net)	7B	**252**	71
Other non-current liabilities	24	**1,210**	5,237
Total non-current liabilities (B)		**452,126**	**453,865**
Current liabilities			
Financial liabilities			
Borrowings	21	**47,183**	37,162
Lease liabilities	19	**27,687**	24,205
Trade payables	22		
Total outstanding dues of micro enterprises and small enterprises		**1,287**	1,062
Total outstanding dues of creditors other than micro enterprises and small enterprises		**28,727**	19,254
Other financial liabilities	23	**11,624**	9,303
Provisions	20	**283**	431
Other current liabilities	24	**26,656**	21,634
Total current liabilities (C)		**143,447**	**113,051**
Total liabilities (B+C)		**595,573**	**566,916**
Total equity and liabilities (A+B+C)		**732,584**	**750,256**
Summary of significant accounting policies	2.3		

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

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Consolidated Statement of Profit and Loss

for the year ended March 31, 2022

(Rupees in lakhs, except for per share data and if otherwise stated)

Particulars	Note	March 31, 2022	March 31, 2021
Income			
Revenue from operations	25	**133,100**	28,001
Other income	26	**32,613**	46,934
Total income		**165,713**	**74,935**
Expenses			
Movie exhibition cost		**28,603**	4,720
Consumption of food and beverages		**11,149**	2,576
Employee benefits expense	27	**26,925**	21,708
Finance costs	28	**49,817**	49,784
Depreciation and amortisation expense	29	**61,440**	57,482
Other operating expenses	30	**55,850**	32,490
Total expenses		**233,784**	**168,760**
Loss before share of loss of equity accounted investees and tax		**(68,071)**	**(93,825)**
Share of loss of equity accounted investees (net of tax)	5A	**-**	(59)
Loss before tax		**(68,071)**	**(93,884)**
Tax expense:			
Current tax		**134**	(64)
Deferred tax (including MAT credit entitlement) (refer note 7A)		**(19,354)**	(18,999)
Total tax expenses		**(19,220)**	**(19,063)**
Loss after tax		**(48,851)**	**(74,821)**
Non-controlling interests		**27**	42
Net loss after tax and after adjustment of non-controlling interests (A)		**(48,824)**	**(74,779)**
Other Comprehensive Income/(expense)			
Items that will not be reclassified to profit or loss in subsequent period	31	**(48)**	(3)
Items that will be reclassified to profit or loss in subsequent period		**(172)**	50
Other comprehensive income/(expense) for the period (net of tax) (B)		**(220)**	**47**
Total comprehensive income/(expense) for the period (comprising profit and other comprehensive income /(expense)) (A+B)		**(49,044)**	**(74,732)**
Net loss attributable to:			
Owners of the Company		**(48,824)**	(74,779)
Non-controlling interests		**(27)**	(42)
Other Comprehensive Income/(expense) attributable to:			
Owners of the Company		**(220)**	47
Non-controlling interests [#]		**-**	-
Total Comprehensive Income/(expense) attributable to:			
Owners of the Company		**(49,044)**	(74,732)
Non-controlling interests		**(27)**	(42)
Earnings per equity share on Net loss after tax	32		
[Nominal Value of share ₹10 (March 31, 2021: ₹10)]			
Basic		**(80.23)**	(135.64)
Diluted		**(80.23)**	(135.64)
[#] Amount below ₹1 lakh			
Summary of significant accounting policies	2.3		

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

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Consolidated Statement of Changes in Equity

for the year ended March 31, 2022

(Rupees in lakhs, except for per share data and if otherwise stated)

A. Equity Share Capital

	March 31, 2022	March 31, 2021
Balance at the beginning of the year	6,076	5,135
Changes in equity share capital during the year	24	941
Balance at the end of the year	**6,100**	**6,076**

B. Other Equity

Particulars	Share application money pending allotment	Reserves and Surplus					Other comprehensive income			Total
		Capital Reserve	Securities Premium	General reserve	Share options outstanding account	Retained Earnings	Re-measurement gains/(loss) on defined benefit plans	Exchange difference in translating foreign subsidiary	Gain/(loss) on equity instruments designated at FVTOCI	
As at March 31, 2020	**-**	**602**	**122,627**	**4,687**	**532**	**17,524**	**(478)**	**(25)**	**(2,582)**	**142,887**
Loss for the year	-	-	-	-	-	(74,778)	-	-	-	(74,778)
Other comprehensive income/(expense) (net of taxes) (refer note 31)	-	-	-	-	-	-	(3)	50	-	47
Total Comprehensive Income	**-**	**602**	**122,627**	**4,687**	**532**	**(57,254)**	**(481)**	**25**	**(2,582)**	**68,156**
Employee stock compensation for options granted	-	-	467	-	391	-	-	-	-	858
Transferred from stock options outstanding	-	-	93	-	(93)	-	-	-	-	-
Securities premium received on account of rights issue [1]	-	-	29,450	-	-	-	-	-	-	29,450
Securities premium received on account of QIP [2]	-	-	78,846	-	-	-	-	-	-	78,846
Debenture issue expenses (net of deferred tax of ₹9 Lakhs)	-	-	(16)	-	-	-	-	-	-	(16)
Exchange differences on translation of P V R Lanka Limited	-	-	-	-	-	(17)	-	-	-	(17)
Adjustment on account of change in ownership in Zea Maize Private Limited	-	-	-	(14)	-	-	-	-	-	(14)
As at March 31, 2021	**-**	**602**	**231,467**	**4,673**	**830**	**(57,271)**	**(481)**	**25**	**(2,582)**	**177,263**
Loss for the year	-	-	-	-	-	(48,824)	-	-	-	(48,824)
Other comprehensive income/(expense) (net of taxes) (refer note 31)	-	-	-	-	-	-	(48)	(172)	-	(220)
Total Comprehensive Income	**-**	**602**	**231,467**	**4,673**	**830**	**(106,095)**	**(529)**	**(147)**	**(2,582)**	**128,219**
Employee stock compensation for options granted	-	-	2,512	-	690	-	-	-	-	3,202
Transferred from stock options outstanding	-	-	364	-	(395)	-	-	-	-	(31)
Exchange differences on translation of P V R Lanka Limited	-	-	-	-	-	-	-	61	-	61
Debenture issue expenses (net of deferred tax of ₹191 Lakhs)	-	-	(563)	-	-	-	-	-	-	(563)
Share application money pending allotment	49	-	-	-	-	-	-	-	-	49
As at March 31, 2022	**49**	**602**	**233,780**	**4,673**	**1,125**	**(106,095)**	**(529)**	**(86)**	**(2,582)**	**130,937**

[1] Securities premium on issue of shares via rights issue is net of share issue expenses amounting to ₹147 Lakhs (net of deferred tax ₹78 Lakhs).

[2] Securities premium on issue of shares via QIP is net of share issue expenses amounting to ₹598 Lakhs (net of deferred tax ₹295 Lakhs).

Summary of significant accounting policies 2.3

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

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Consolidated Statement of Cash Flows

for the year ended March 31, 2022

(Rupees in lakhs, except for per share data and if otherwise stated)

Particulars	March 31, 2022	March 31, 2021
Cash flows from operating activities:		
Loss before tax	**(68,071)**	**(93,884)**
Adjustments to reconcile loss before tax to net cash flows:		
Depreciation of property, plant and equipment	23,196	21,458
Amortisation of intangible assets	2,856	1,953
Amortisation of right of use assets	35,388	34,071
Net (gain) on disposal of property, plant and equipment	(3)	(6)
Interest income	(3,707)	(1,480)
Allowance for doubtful debts and advances	616	1,058
Bad debts/advances written off	64	-
Finance costs	49,383	49,489
Share based payment expense	550	296
Liabilities written back (including COVID-19 related rent concessions)	(26,300)	(43,905)
Miscellaneous income	(462)	(457)
Share of loss of equity accounted investees	-	59
Inventories written off	111	564
Convenience fees (Time value of money adjustment)	(2,266)	(3,174)
	11,355	**(33,958)**
Working capital adjustments:		
Increase/(Decrease) in provisions	(1,058)	445
Increase/(Decrease) in trade & other payables	7,678	(21,188)
Decrease/(Increase) in trade receivables	(4,804)	14,194
Decrease/(Increase) in inventories	(1,036)	7
Decrease/(Increase) in loans and advances and other assets	3,558	(1,492)
Cash generated/(used in) from operations	**15,693**	**(41,992)**
Direct taxes paid (net of refunds)	986	724
Net cash flows from/(used in) operating activities (A)	**16,679**	**(41,268)**
Cash flows from investing activities		
Purchase of PPE, Intangible assets, CWIP and capital advances	(12,490)	(11,674)
Security deposits given to Mall Developers	(531)	(610)
Proceeds from sale of PPE	43	11
Interest received	2,696	278
Fixed deposits placed with banks	10,001	(16,868)
Net cash flows from/(used in) investing activities (B)	**(281)**	**(28,863)**
Cash flows from financing activities		
Proceeds from issue equity shares	1,831	109,305
Proceeds from long-term borrowings	55,500	31,297
Repayment of long-term borrowings	(34,170)	(20,414)
Proceeds from short-term borrowings	106,531	72,407
Repayment of short-term borrowings	(112,331)	(65,607)
Repayment of lease liabilities (includes interest on lease liabilities)	(26,582)	(9,618)
Interest paid on borrowings	(12,460)	(9,824)
Net cash flows from/(used in) financing activities (C)	**(21,681)**	**107,546**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**(5,283)**	**37,415**
Cash and cash equivalents at the beginning of the year	55,240	17,825
Cash and cash equivalents at the end of the year	**49,957**	**55,240**

Consolidated Statement of Cash Flows

for the year ended March 31, 2022

(Rupees in lakhs, except for per share data and if otherwise stated)

Particulars	March 31, 2022	March 31, 2021
Components of cash and cash equivalents at the end of the year		
Cash on hand	391	216
Balance with banks:		
On current accounts	13,188	6,765
Investment in Mutual fund	36,497	48,580
Cash and cash equivalents (refer note 13A)	**50,076**	**55,561**
Less: Secured bank overdraft (refer note 21)	(119)	(321)
Total cash and cash equivalents	**49,957**	**55,240**

Note:

- The Consolidated Statement of Cash Flows has been prepared under the indirect method as set out in the Ind AS 7 "Statement of Cash Flows".
- Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities is as below:

Particulars	Non-current borrowings[1]	Current borrowings
Opening balance as at April 01, 2021[2]	**123,700**	**11,800**
Cash flows during the year:		
- Proceeds	55,500	106,531
- Repayment	(34,170)	(112,331)
Closing balance as at March 31, 2022[2]	**145,030**	**6,000**
[1]Includes current maturities of non-current borrowings.		
[2]Opening and closing balance excludes transaction cost.		
Summary of significant accounting policies	2.3	

The accompanying notes are an integral part of the consolidated financial statements
As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

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Partner
ICAI Membership Number: 098297

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Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Notes

to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

1 Reporting entity

PVR Limited ("the Company" or the "Parent Company" is a public limited company domiciled in India and incorporated under the provisions of the Indian Companies Act and its equity shares are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India. The Consolidated Financial Statements of the Company as at and for the year ended on March 31, 2022 comprise the Company and its subsidiaries (collectively referred to as "the Group") and the group interest in joint venture. The Group is engaged in the business of Movie exhibition, distribution & production and also earns revenue from in-house advertisement, sale of food & beverages, gaming and restaurant business.

(i) The Subsidiaries which are considered in the consolidation and the Group's holdings therein is as under:

Sr. No.	Subsidiary Company	Country of Incorporation	Parent Company	Percentage of ownership as on March 31, 2022
1	PVR Pictures Limited	India	PVR Limited	100%
2	Zea Maize Private Limited	India	PVR Limited	88.66%
3	P V R Lanka Limited	Sri Lanka	PVR Limited	100%
4	SPI Entertainment Projects (Tirupati) Private Limited	India	PVR Limited	100%

(ii) The joint venture which are considered in the consolidation and the Group's holdings therein is as under:

Sr. No.	Joint Venture	Country of Incorporation	Shareholder	Percentage of ownership as on March 31, 2022
1	Vkaao Entertainment Private Limited (refer note 5A)	India	PVR Pictures Limited	50%

The audited financial statements of the subsidiary companies and joint venture which are included in the consolidation are drawn upto the same reporting date as that of the Parent Company i.e. March 31, 2022.

2.1 Basis of preparation

(a) Statement of compliance

These Consolidated Financial Statements of Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These Consolidated Financial Statements for the year ended March 31, 2022 are approved by the Audit Committee and Board of Directors at its meeting held on May 09, 2022.

(b) Functional and presentation currency

These Consolidated Financial Statements are presented in Indian Rupees (INR), which is also the Group's functional currency. All amounts have been rounded-off to the nearest Lakhs, unless otherwise indicated.

(c) Basis of Measurement

These Consolidated Financial Statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments, refer note 2.3 (x))

(d) Critical accounting estimates and judgements

The preparation of the Consolidated Financial Statements in conformity with Ind AS requires the management to make judgements, estimates and assumptions. These judgements, estimates and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenue and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

- Note 2.3 (p) (iii) and 33 – measurement of defined benefit obligations: key actuarial assumptions;
- Note 2.3 (b), (c), (d), 3 and 4A – measurement of useful life and residual values of property, plant and equipment and useful life of intangible assets;
- Note 36 – Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy;
- Note 2.3 (u) – judgement required to determine ESOP assumptions;
- Note 2.3 (q) – judgement required to determine probability of recognition of current tax, deferred tax assets and MAT credit entitlement;

Notes

to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

- Note 2.3 (x)- fair value measurement of financial instruments: and
- Note 2.3 (i) and 4B- Determination of lease term for computation of lease liabilities and right of use assets and discount rate used for discounting the lease payments to compute the present value of lease liabilities.

There are no assumptions and estimation that have a significant risk of resulting in a material adjustment within the next financial year.

2.2 Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the Consolidated Financial Statements from the date on which control commences until the date on which control ceases.

(ii) Non-controlling interests (NCI)

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition.

(iii) Loss of control

When the Group loses control over subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date of control is lost. Any resulting gain or loss is recognised in the statement of profit or loss.

(iv) Equity accounted investees

The Group's interest in equity accounted investees comprise interests in joint venture. A Joint venture is an arrangement in which the Group has joint control and has rights to the net assets of the arrangements, rather than rights to its assets and obligations for its liabilities.

Interest in Joint Venture is accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the Consolidated Financial Statements include the Group's share of profit or loss and OCI of equity-accounted investees until the date on which significant influence or joint control ceases.

(v) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investees unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

2.3 Summary of Significant accounting policies

(a) Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it satisfies any of the following criteria:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Group classifies all other assets as non-current.

A liability is current when it satisfies any of the following criteria:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle for the purpose of classification of assets and liabilities as current and non-current.

(b) Property, plant and equipment (PPE)

(i) Recognition and Measurement:

PPE are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price (net of trade discounts, rebates and refundable taxes) and any directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition or construction of PPE which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready for their intended use. Leasehold improvements represent expenses incurred towards civil works, interior furnishings, etc. on the leased premises at various cinema locations.

Expenditure directly relating to construction activity are capitalised. Indirect expenditure incurred during construction period is capitalised as part of the indirect construction cost to the extent expenditure is directly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period, which is not related to the construction activity nor is incidental thereto is charged to the statement of profit and loss. Expenses those are capitalised are considered as pre-operative expenses and are disclosed under capital work-in-progress until the project is capitalised.

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

The Group identifies any particular component embedded in the main asset having significant value to total cost of asset and also a different life as compared to the main asset.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Amount paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under Capital advances and Capital work-in-progress respectively.

(ii) Subsequent expenditure:

Subsequent expenditure on additions and betterment of operational properties are capitalised, only if, it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. Repairs and maintenance costs are recognised in the Statement of Profit and Loss when incurred.

(c) Depreciation on Property, plant and equipment

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their useful lives using Straight-line method. Estimated useful life of the assets are generally in line with the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013 except in the following cases, where the management based on technical and internal assessment considers life to be different than prescribed under Schedule II. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Particulars	Useful life as per Schedule II (in years)	Management estimate of Useful life (in years)
Concession equipments	15	8
Gaming equipments	15	13.33
Projectors	13	10
Furniture & fixtures	8	5 to 10.53
Vehicles	8	5
LCD's	5	4

The Parent Company has estimated the residual value @5% of original cost for all assets except for sound and projections equipment's which are taken @10% of original cost based on technical assessment done by management.

Leasehold improvements are amortised on a straight-line basis over the total period of lease including renewals or unexpired period of lease, whichever is shorter. The Group has estimated the residual value @ 20% of original cost for leasehold improvement where the lease term considered is shorter than the agreed lease term as per agreement.

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

Depreciation on addition (disposal) is provided on a pro-rata basis i.e. from (upto) the date on which assets is ready for use (disposed of). Further, depreciation includes accelerated depreciation of ₹1,232 Lakhs (March 31, 2021: ₹501 Lakhs) on account of change in estimate of useful lives of property, plant and equipment resulting from Cinema closure earlier than planned or due to renovation.

(d) Intangible assets

(i) Recognition and Measurement:

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

(ii) Subsequent Expenditure:

Subsequent expenditure is capitalised only when it increase the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in the statement of profit or loss as incurred.

(iii) The useful life and the basis of amortisation and impairment losses are as under:

a) Software

Cost relating to purchased software and software licenses are capitalised and amortised on a straight-line basis over their estimated useful lives of 6 years.

b) Goodwill

Goodwill on acquisitions is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses if any. Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes.

c) Trademarks and copyrights

Trademark and copyrights for the brand name acquired and registered by the Group are capitalised and are amortised over an estimated life of five years.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

d) **Patents/ Rights/ Technical Know How**

Cost incurred in relation to purchase of Patent/ Rights/ Technical Know how are capitalised and amortised on a straight-line basis over the useful life of the assets.

e) **Film Right's**

The intellectual property rights acquired/created in relation to films are capitalised as film rights. The amortisation policy is as below:

(a) In respect of films which have been co-produced/ co-owned/ acquired and in which the Group holds rights for a period of 5 years and above as below:

- 60% to 80% of the cost of film rights on first domestic theatrical release of the film based on the management estimates. The said amortisation relates to domestic theatrical rights, international theatrical rights, television rights, music rights and video rights etc.

In case these rights are not exploited along with or prior to their first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first domestic theatrical release, whichever occurs earlier.

- Balance 40% to 20% is amortised over the remaining license period based on an estimate of future revenue potential subject to a maximum period of 10 years.

(b) In respect of films, where the Group holds rights for a limited period of 1 to 5 years, entire cost of movies rights acquired or produced by the Group is amortised on first theatrical release of the movie. The said amortisation relates to domestic theatrical rights, international theatrical rights, television rights, music rights and video rights and others.

In case these rights are not exploited along with or prior to the first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first theatrical release, whichever occurs earlier.

(c) In one of the subsidiary Company, PVR Pictures Limited, acquiring films and associated rights are recorded at their acquisition costs less accumulated amortisation and impairment losses, if any. Cost includes acquisition cost. When ready for exploitation, advances granted to secure rights are transferred to film rights. These rights are amortised over the period of useful life of the content rights. Amortisation of film rights is presented under line item "Depreciation and amortisation expense" in the statement of profit and loss.

The intellectual property rights acquired in relation to films are capitalised as Film rights. The amortisation policy is as below:

- In case where theatrical rights/satellite rights/ home video rights are acquired (primarily for foreign films)
  - Cost of theatrical rights is amortised on domestic theatrical release of the movie as per allocation mentioned in the agreement, in cases where allocation is not mentioned then 25% of the cost is amortised.
  - 40% of the cost amortised on the sale of Satellite rights.

In cases where there is no theatrical release, 65% of the cost is amortised at time of sale of satellite rights.

- 10% of the cost is amortised on the outright sale of Home Video rights.
- balance 25% cost is amortised on the second sale of satellite rights.

a) In cases where the sale is on Minimum Guarantee Basis, such 10% is amortised at the time of sale.

b) In cases where the sale is on Consignment basis, an estimate of future revenue potential is expected up to 3 years from the date of release on Home Video. In such cases 7.5% of the total cost (75% of 10% cost) is amortised in the First year of sale and balance 1.25% (12.5% of 10%) is amortised equally for Second and Third year.

- In case where theatrical rights/ satellite rights/ home video rights are acquired for a limited period of 1 to 5 years entire cost of movie rights acquired is amortised on first theatrical release of the movie. The said amortisation relates to domestic theatrical rights, international theatrical rights, television rights, music rights, video rights and others.
- In case these rights are not exploited along with or prior to the first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first theatrical release, whichever occurs earlier.
- In case circumstances indicate that the realisable value of a right is less than its unamortised cost, an impairment loss is recognised for the excess of unamortised cost over the management estimate of film rights realisable value.
- In respect of unreleased films, payments towards film rights are classified under "Long-term loans and advances" as Capital advances.

(e) **Brands and Beneficial Lease Rights**

Intangible assets resulting from acquisition of SPI Cinemas comprise of 'Beneficial Lease Rights' which are amortised on straight-line basis over remaining lease period and 'Brands' which are amortised on straight-line basis over a period of 20 years and tested for impairment annually.

(f) **Borrowing Costs**

Borrowing cost includes interest and amortisation of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the period they are incurred.

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(g) **Impairment of non-financial assets**

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Group's of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses, if any are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

(h) **Inventories**

Inventories are valued as follows:

(a) Food and beverages

Lower of cost and net realisable value. Cost is determined on weighted average basis.

(b) Stores and spares

Lower of cost and net realisable value. Cost is determined on First In First Out (FIFO) basis.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

The comparison of cost and Net realisable value is made on an item-by-item basis.

(i) **Leases**

(i) Determining whether an arrangement contains a lease

An arrangement is, or contains, a lease if the arrangement conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(ii) Assets held under lease

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the rightof- use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of estimated lease term or useful life of right-of-use asset.

Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group has elected not to apply the requirements of Ind AS 116 "Leases" to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(j) **Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group, and the revenue can be reliably measured regardless of when the payment is being made. Revenue excludes goods and service tax, sales tax and local body taxes if any which are collected by the Group on behalf of the Government and deposited to the credit of respective Governments.

The following specific recognition criteria must also be met before revenue is recognised:

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i. **Income from sale of movie tickets (Box office revenue)**

Revenue from sale of movie tickets is recognised as and when the film is exhibited.

ii. **Sale of food and beverages**

Revenue from sale of food and beverages is recognised upon passage of title to customers, which coincides with their delivery to the customer.

iii. **Revenue from Gift vouchers and Breakage revenue**

Non-refundable Gift cards and vouchers are sold to customers, that give customers the right to receive goods or services in the future. The prepayment amount received from the customer is recognised as unearned revenue liability. If a customer does not exercise their right, this amount is recognised as breakage revenue in proportion to the pattern of rights exercised by the customer as there is an expectation that the Group will be entitled to breakage revenue and that it is considered highly probably a significant reversal will not occur in the future.

iv. **Advertisement revenue**

Advertisement revenue is recognised as and when advertisement are displayed at the cinema halls and in accordance with the term of the agreement.

v. **Income from movie production and distribution**

Revenues from film produced, co-produced/co-owned are accounted for based on the terms of the agreement.

vi. **Convenience Fee**

Convenience fee is recognised as and when the movie tickets are sold on digital platforms. Further, in case of fixed contracts with digital ticketing partners, revenue is recognised on accrual basis in accordance with the terms of the agreement.

vii. **Virtual Print Fees (VPF)**

Revenue is recognised on an accrual basis in accordance with the terms of the relevant agreements.

viii. **Gaming Income**

Revenue from bowling games is recognised as and when the games are played by patrons.

ix. **Management fee**

Revenue is recognised on an accrual basis in accordance with the terms of the relevant agreements.

x. **Rental and food court income**

Rental Income is recognised on accrual basis for the period the space in cinema and food court is let out under the operating lease arrangement.

xi. **Interest income**

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

xii. **Dividend income**

Dividend Income is recognised when the Group's right to receive dividend is established by the reporting date, which is generally when shareholders approve the dividend.

xiii. **Loyalty**

The Group operates a loyalty programme "PVR PRIVILIGE" where a customer earn points as and when the customer transacts with the Group, these points can be redeemed in the future for goods and services. Under Ind AS 115, the loyalty programme gives rise to a separate performance obligation as it provides a material right to the customer. The Group allocates a portion of transaction price to the loyalty programme based on relative standalone selling price, instead of allocating using the fair value of points issued.

(k) Government grants

Grants and subsidies from the government are recognised when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with. When the grant or subsidy relates to an expense item, it is recognised as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate. Similarly, where the grant relates to an asset, it is recognised as deferred income and released to income in equal instalments over the expected useful life of the related assets.

(l) Cost Recognition

Cost and expenses are recognised when incurred and have been classified according to their nature.

The costs of the Group are broadly categorised in Movie exhibition, distribution cost, consumption of food and beverages, Employee benefit expenses, depreciation and amortisation expenses, finance cost and other operating expenses. Other operating expense mainly includes, Rent, common area maintenance, Electricity, legal and professional fees, travel expenses, Repair and Maintenance and other expenses. Other expenses is an aggregation of costs which are individually not material.

(m) Business Combination and Goodwill

Business combinations are accounted for using the acquisition method. At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact

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that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively;
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date;
- Assets (or disposal Group's) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard; and
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or Other comprehensive income, as appropriate.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through Other comprehensive income.

As a result from business combination the Group as whole has gained synergies relating to increase in revenue, decrease of certain operational cost and effective vendor negotiation. The Group as a whole is considered as a CGU, and there are no other CGU's identifiable to which Goodwill from business combinations is allocated, unless mentioned separately.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

(n) Foreign currency

i. **Foreign currency transaction**

Transactions in foreign currencies are translated into the respective functional currencies of Group Companies at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined.

ii. **Foreign operations**

The assets and liabilities of foreign operations (subsidiaries and joint venture) including goodwill and fair value adjustments arising on acquisition, are translated into INR, the functional currency of the Group, at the exchange rates at the reporting date. The Income and expenses of foreign operations are

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translated into INR at the exchange rates at the dates of the transactions or an average rate approximates the actual rate at the date of the transaction.

(o) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Consolidated Financial Statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the Consolidated Financial Statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuer's are involved for valuation of significant assets, liabilities, such as ESOP, Gratuity etc.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Financial instruments (including those carried at amortised cost) (note 2.2(x))

(p) Employee benefits

The Group participates in various employee benefit plans. Post-employment benefits are classified as either defined contribution plans or defined benefit plans.

The Group has the following employee benefit plans:

i. Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services is provided. A liability is recognised for the amount expected to be paid e.g. under short-term cash bonus, incentives, if the Group has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee, and the amount of obligation can be estimated reliably.

ii. Defined contribution Plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognises contribution payable to the provident fund scheme as expenditure, when an employee renders service.

iii. Defined Benefit Plan

Gratuity is a defined benefit obligation. The Parent company has approved gratuity funds managed with ICICI Prudential Life Insurance Company Limited and Bajaj Allianz Life Insurance Company Limited, Birla Sunlife Insurance Company Limited and Life Insurance Company for the payment of gratuity to the employees. The Parent Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. Actuarial gains or losses are recognised in other comprehensive income.

iv. Other long-term Employee benefits

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absences and utilise it in future periods or receive cash at retirement or termination of employment. The Group records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Group measures the expected cost of compensated absences as the additional amount that the Group expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Group recognises accumulated compensated absences based on actuarial valuation. Non-accumulating compensated absences are recognised in the period in which the absences occur. The

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Group recognises actuarial gains and losses immediately in the statement of profit and loss.

(q) Income taxes

Income Tax comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in OCI.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint venture, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

At each reporting date, the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax asset to the extent that it has become reasonably certain, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain, as the case may be, that sufficient future taxable income will be available

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognises MAT credit entitlement as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognises MAT credit as an asset, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

(r) Earnings Per share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

(s) Provisions

General

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

Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot

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be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the Consolidated Financial Statements.

(t) Cash and Cash equivalents

Cash and cash equivalents comprise cash at bank, cash in hand and short-term investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

(u) Share based payments

In accordance, with the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat equity) Regulations, 2021 and IndAS 102 Share-based Payments, the cost of equity-settled transactions is measured using the fair value method. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit recognised in the Statement of Profit and Loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense, together with a corresponding increase in the "Employee Stock options outstanding account" in reserves. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

(v) Dividend

The final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

(w) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Chairman of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly identified as the chief operating decision maker. Revenues, expenses, assets and liabilities, which are common to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been treated as "unallocated revenues/ expenses/ assets/ liabilities", as the case may be.

(x) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets and liabilities are recognised at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit & Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit & Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Trade and other payable

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are generally unsecured. Trade and other payable are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are

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(₹ in lakhs, except for per share data and if otherwise stated)

recognised initially at their fair value and subsequently measured at amortised cost using effective interest method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balance;
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18;

The Company impairs its trade receivables basis past experience and trend. Other financial asset, are impaired on case to case basis.

(y) Corporate Social Responsibility ("CSR") expenditure:

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects.

A CSR committee has been formed by the Company as per the Act. CSR expenditure incurred by the Company is charged to the Consolidated Statement of Profit and Loss.

(z) Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 01, 2022, as below:

i. **Ind AS 103 – Reference to Conceptual Framework**

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Group does not expect the amendment to have any significant impact in its consolidated financial statements.

ii. **Ind AS 16 – Proceeds before intended use**

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the Company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Group does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its consolidated financial statements.

iii. **Ind AS 37 – Onerous Contracts – Costs of Fulfilling a Contract**

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Group does not expect the amendment to have any significant impact in its consolidated financial statements.

iv. **Ind AS 109 – Annual Improvements to Ind AS (2021)**

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Group does not expect the amendment to have any significant impact in its consolidated financial statements.

v. **Ind AS 106 – Annual Improvements to Ind AS (2021)**

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Group does not expect the amendment to have any significant impact in its consolidated financial statements.

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(₹ in lakhs, except for per share data and if otherwise stated)

3 Property, plant and equipment

Particulars	Freehold Land	Building	Plant and Machinery	Furniture and Fittings	Office Equipments	Vehicles	Leasehold Improvements	Total
As at March 31, 2020	**2**	**80**	**101,414**	**26,832**	**5,720**	**1,211**	**92,236**	**227,495**
Additions	-	-	3,829	921	272	3	2,181	7,206
Disposals and discard	-	-	(29)	(192)	-	(20)	(39)	(280)
Translation difference	-	-	(137)	(29)	(6)	-	(153)	(325)
As at March 31, 2021	**2**	**80**	**105,077**	**27,532**	**5,986**	**1,194**	**94,225**	**234,096**
Additions	-	-	11,166	2,914	678	355	11,816	26,929
Disposals and discard	-	-	(213)	(424)	(13)	(40)	(888)	(1,578)
Translation difference	-	-	(494)	(106)	(23)	-	(547)	(1,170)
As at March 31, 2022	**2**	**80**	**115,536**	**29,916**	**6,628**	**1,509**	**104,606**	**258,277**
Depreciation								
As at March 31, 2020	-	2	27,359	9,547	3,222	225	23,560	63,915
Charge for the year	-	3	9,413	3,266	871	238	7,667	21,458
Disposals and discard	-	-	(28)	(189)	-	(19)	(39)	(275)
Translation difference	-	-	(15)	(5)	(2)	-	(16)	(38)
As at March 31, 2021	**-**	**5**	**36,729**	**12,619**	**4,091**	**444**	**31,172**	**85,060**
Charge for the year	-	3	10,922	3,578	795	232	7,666	23,196
Disposals and discard	-	-	(200)	(418)	(13)	(13)	(888)	(1,532)
Translation difference	-	-	(101)	(30)	(12)	-	(104)	(247)
As at March 31, 2022	**-**	**8**	**47,350**	**15,749**	**4,861**	**663**	**37,846**	**106,477**
Net Block								
As at March 31, 2021	**2**	**75**	**68,348**	**14,913**	**1,895**	**750**	**63,053**	**149,036**
As at March 31, 2022	**2**	**72**	**68,186**	**14,167**	**1,767**	**846**	**66,760**	**151,800**

Note:

i. For details regarding charge on property plant and equipment, refer note 18.

ii. Capitalised borrowing cost

The amount of borrowing costs capitalised was ₹28 Lakhs (Previous year ended March 31, 2021: ₹278 Lakhs) during the year.

3A Capital work-in-progress

	March 31, 2022	March 31, 2021
Capital Work-in-Progress	6,449	21,717

Capital work-in-progress represents leasehold improvements, plant and machinery and other assets under installation and cost relating thereto.

Ageing for Capital work-in-progress as on March 31, 2022:

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	2,368	1,068	1,336	302	5,074
Projects temporarily suspended	100	654	599	22	1,375
Total	**2,468**	**1,722**	**1,935**	**324**	**6,449**

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(₹ in lakhs, except for per share data and if otherwise stated)

For Capital work-in-progress few projects of the Group have been delayed on account of COVID-19 pandemic due to delay/suspension of the work at respective sites. The details of CWIP outstanding in respect of these projects as on March 31, 2022 is as under:

CWIP	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects temporarily suspended				
Project 1	-	1,375	-	-
Projects in progress				
Project 2	1,355	-	-	-
Project 3	482	-	-	-
Project 4	107	-	-	-
Total	**1,944**	**1,375**	**-**	**-**

Ageing for Capital work-in-progress as on March 31, 2021:

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	8,813	6,828	2,532	1,509	19,682
Projects temporarily suspended	1,218	737	73	7	2,035
Total	**10,031**	**7,565**	**2,605**	**1,516**	**21,717**

During the year ended March 31, 2021 the business was effected due to COVID-19 and almost all our projects were kept on hold, leading to delays in majority of projects included in CWIP.

There are no projects lying in Capital work-in-progress which has exceeded its cost as compared to the original plan as on March 31, 2022 and March 31, 2021.

4A Intangible assets

Particulars	Goodwill* (Including Goodwill on consolidation)	Other Intangible assets					Total
		Software Development	Patent	Brand	Beneficial Lease Rights	Film Rights	
	A	B	C	D	E	F	B+C+D+E+F
As at March 31, 2020	105,204	4,229	-	7,263	9,422	6,239	27,153
Additions	-	273	-	-	-	66	339
Disposals and discard	-	(4)	-	-	-	(552)	(556)
Translation difference	-	(1)	-	-	-	-	(1)
As at March 31, 2021	**105,204**	**4,497**	**-**	**7,263**	**9,422**	**5,753**	**26,935**
Additions	-	304	24	-	-	698	1,026
Disposals and discard	-	(10)	-	-	-	(198)	(208)
Translation difference	-	(4)	-	-	-	-	(4)
As at March 31, 2022	**105,204**	**4,787**	**24**	**7,263**	**9,422**	**6,253**	**27,749**
Amortisation							
As at April 1, 2020	-	2,169	-	703	1,166	3,769	7,807
Charge for the year	-	611	-	357	719	266	1,953
Deductions/Adjustments	-	(4)	-	-	-	(552)	(556)
As at March 31, 2021	**-**	**2,776**	**-**	**1,060**	**1,885**	**3,483**	**9,204**
Charge for the year	-	582	-	357	719	1,198	2,856
Deductions/Adjustments	-	(10)	-	-	-	(198)	(208)
As at March 31, 2022	**-**	**3,345**	**-**	**1,417**	**2,604**	**4,483**	**11,849**
Net Block							
As at March 31, 2021	**105,204**	**1,721**	**-**	**6,203**	**7,537**	**2,270**	**17,731**
As at March 31, 2022	**105,204**	**1,442**	**24**	**5,846**	**6,818**	**1,770**	**15,900**

*Includes Goodwill on consolidation amounting to ₹948 Lakhs (March 31, 2021: ₹948 Lakhs)

Notes

to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Note:

Impairment testing of Goodwill:

Goodwill represents excess of consideration paid over the net assets acquired. This is monitored by the management at the level of cash generating unit (CGU) and is tested annually for impairment. Cinemax India Limited, Cinema exhibition undertaking of DLF Utilities Limited and SPI Cinemas Private Limited acquired in financial year 2012-13, 2016-17 and 2018-19 respectively are now completely integrated with the existing cinema business of the Parent company, and accordingly is monitored together as one CGU. The Parent company tested goodwill for impairment using a post-tax discounted cash flow methodology with a peer-based, risk-adjusted weighted average cost of capital, using discount rate of 10 to 12.5% p.a. and terminal growth rate of 5% to 10%. This long-term growth rate takes into consideration external macroeconomic sources of data. Such long-term growth rate considered does not exceed that of the relevant business and industry sector. We believe use of a discounted cash flow approach is the most reliable indicator of the fair values of the businesses. The Parent company believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

No impairment of goodwill was identified as of March 31, 2022.

4B Right-of-use assets

Particulars	Class of assets			
	Cinema properties	Plant and Machinery	Leasehold Land	Right-of-use assets total
	A	B	C	A+B+C
As at March 31, 2020	**327,909**	**3,195**	**786**	**331,890**
Additions	12,129	-	-	12,129
Disposals and discard	(3,248)	-	-	(3,248)
Translation difference	(282)	-	-	(282)
As at March 31, 2021	**336,508**	**3,195**	**786**	**340,489**
Additions	32,686	-	-	32,686
Disposals and discard	(3,210)	(1,777)	-	(4,987)
Translation difference	(770)	-	-	(770)
As at March 31, 2022	**365,214**	**1,418**	**786**	**367,418**
Amortisation				
As at April 1, 2020	31,003	412	2	31,417
Charge for the year	33,650	413	8	34,071
Deductions/Adjustments	(504)	-	-	(504)
Translation difference	(37)	-	-	(37)
As at March 31, 2021	**64,112**	**825**	**10**	**64,947**
Charge for the year	35,023	353	12	35,388
Deductions/Adjustments	(77)	(674)	-	(751)
As at March 31, 2022	**99,058**	**504**	**22**	**99,584**
Net Block				
As at March 31, 2021	**272,396**	**2,370**	**776**	**275,542**
As at March 31, 2022	**266,156**	**914**	**764**	**267,834**

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

5A Equity accounted investees

		March 31, 2022	March 31, 2021
	Investment in joint venture (unquoted)		
(i)	**Vkaao Entertainment Private Limited[1]**	-	-
	Equity share of ₹10 each 3,000,000 (March 31, 2021: 3,000,000)		
		-	-
	[#] amount below ₹1 lakh		
	[1] During the year ended March 31, 2018, PVR Pictures Limited (wholly owned subsidiary of the Parent Company) had entered into a Joint venture with Bigtree Entertainment Private Limited (BookMyShow) and incorporated Vkaao Entertainment Private Limited (Vkaao). Vkaao is engaged in the business of private screening of movies for its consumers through theatres. It operates through an entertainment ticketing website namely www.Vkaao.com. Both PVR Pictures and Book My Show have invested ₹300 Lakhs each into this entity.		
	Subsequent to the year ended March 31, 2021 the board of directors of the Joint Venture on April 19, 2021 have decided to close its business operations. Accordingly, we have impaired the full value of investment in the Joint Venture.		
	The following table summarise the financial information of Vkaao Entertainment Private Limited and the carrying amount of Group's interest therein:		
	Percentage ownership interest	**50%**	50%
	Non-current assets	-	-
	Current assets (including cash and cash equivalents ₹6 Lakhs (March 31, 2021: ₹32 Lakhs)	24	88
	Current liabilities	(7)	(61)
	Net assets	**17**	**27**
	Group's share of net assets (50%)	9	13
	Carrying amount of interest in joint venture	-	-
	Statement of profit and loss		
	Revenue	11	20
	Employee benefits expense	(8)	(38)
	Depreciation and amortisation expense	-	(23)
	Other expenses	(13)	(50)
	Loss	**(10)**	**(91)**
	Other comprehensive income	-	-
	Total comprehensive income/(expense)	**(10)**	**(91)**
	Group's share of loss (50%)	(5)	(45)
	Group's share of OCI (50%)	-	-
	Group's share of Total Comprehensive Income/(expense) (50%)	(5)	(45)

5B Investments

		March 31, 2022	March 31, 2021
(i)	**Quoted equity shares**		
	Equity shares at FVTOCI		
	iPic Entertainment Inc.[1]	-	2,581
	Common membership units of Nil (March 31, 2021: 220,629)		
	Less: Diminution in the value of Investment	-	(2,581)
	Net value of investment	-	-
(ii)	**Unquoted Government securities**		
	Government Securities- at amortised cost		
	National savings certificates	47	120
	(Deposited with various tax authorities)		
		47	120
	Less: Amount disclosed under current investment	(47)	(90)
	(refer note 11) (being due for maturity within next 12 month)		
		-	30
	Aggregate amount of unquoted investment	47	120
	Aggregate amount of quoted investment	-	2,581
	Aggregate amount of impairment in value of investments	-	2,581

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

[1] During the year ended March 31, 2018, the Parent company had acquired a minority stake for a value of USD 4 million (equivalent to ₹2,581 Lakhs), in an American luxury restaurant-and-theatre Company "iPic Entertainment Inc." (formerly known as iPic-Gold Entertainment LLC). The Parent company designated this investment as equity shares at FVTOCI because these equity shares represent investments that the Parent company intends to hold for long-term strategic purpose. Accordingly, the fair value changes with respect to such investment has been recognised in OCI – 'Equity investments at FVTOCI'. Since IPIC had filed for bankruptcy under Chapter XI during FY 2019-20, the Parent company had created provision against the full investment value. Further, during the current year ended March 31, 2022, after taking requisite approvals as required by the law the parent company has written off the investment.

[2] National saving certificates are held in various names in the Interest of the Parent company as follows:

	March 31, 2022	March 31, 2021
Managing Director	**20**	20
Employees	**27**	83
Promoters of the erstwhile subsidiary Company	-	17

6 Other financial assets

	Non-current		Current	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
Non-current bank balances (refer note 13B)	**76**	160	-	-
Interest accrued on:				
Fixed deposits	**8**	11	**124**	117
National saving certificate	-	9	**25**	50
Others	-	-	**1**	1
	8	**20**	**150**	**168**
Revenue earned but not billed	-	-	**1,104**	506
Government grant receivable[1]				
Unsecured, considered good	**1,994**	1,994	**1,431**	1,322
Unsecured, considered doubtful	-	-	-	-
	1,994	**1,994**	**1,431**	**1,322**
Allowance for doubtful Government grant receivable	-	-	-	-
	1,994	**1,994**	**1,431**	**1,322**
Security deposits				
Unsecured, considered good	**23,638**	24,706	**923**	400
Unsecured, considered doubtful	**1,098**	480	-	-
	24,736	**25,186**	**923**	**400**
Allowance for doubtful security deposits	**(1,098)**	(480)	-	-
	23,638	**24,706**	**923**	**400**
Total	**25,716**	**26,880**	**3,608**	**2,396**

[1] The Entertainment tax/GST exemption in respect of some of the Multiplexes of the Parent company has been accounted on the basis of eligibility criteria as laid down in the respective erstwhile/current State Government schemes and applications filed with the authorities.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

7 Deferred tax assets (net) (includes MAT credit entitlement)

7A Deferred tax assets (net)

	March 31, 2022	March 31, 2021
Deferred tax assets[1]		
Impact of expenditure charged to the statement of profit and loss in the current year but allowable for tax purposes on payment basis	1,135	742
Allowance for doubtful debts and advances	1,336	1,248
Impact on lease liability	24,233	21,267
Business loss carried forward	46,952	27,972
Others	5,942	6,364
Gross deferred tax assets	**79,598**	**57,593**
Less: Deferred tax liabilities		
Impact of differences in depreciation/amortisation in block of tangible and intangible assets as per tax books and financial books	27,082	27,498
Gross deferred tax liabilities	**27,082**	**27,498**
Net deferred tax assets	**52,516**	**30,095**
Add: MAT credit entitlement[2]	9,842	9,842
Provision created against MAT entitlement	(2,849)	-
	6,993	9,842
Net deferred tax Assets (Includes MAT credit entitlement)	**59,509**	**39,937**

[1] The Group has not accounted for Deferred tax assets on loss on fair valuation of "iPic Entertainment Inc." investment on account of absense of reasonable certainty.

[2] The MAT credit entitlement recognised by the Group represents that portion of MAT liability, which can be recovered and set off in subsequent years based on provisions of the Income Tax Act, 1961.

The management, based on the present trend of profitability and future projections, is of the view that there would be sufficient taxable income in foreseeable future, which will enable the Group to utilise MAT credit entitlement and Deferred tax assets."

* The Finance Act, 2021 had introduced amendments in various provisions of the Income Tax Act, 1961 to exclude "goodwill of a business/profession" from the purview of intangible assets u/s 32(1)(ii) of the Income Tax Act, 1961 eligible for depreciation effective April 01, 2020 onwards. In accordance with the requirements of Ind AS 12 – Income Taxes, during the previous year ended March 31, 2021 the Parent company had recognised one time deferred tax expense amounting to ₹11,299 Lakhs as the outcome of difference between Goodwill as per books of account and its remaining unutilised tax base of ₹ Nil as per the aforementioned amendment. This deferred tax liability is not expected to be a cash flow item.

7B Deferred tax liabilities (net) (Includes MAT credit entitlement)

	March 31, 2022	March 31, 2021
Deferred tax liabilities		
Impact of differences in depreciation/amortisation in block of tangible and intangible assets as per tax books and financial books	320	485
Gross deferred tax liabilities	**320**	**485**
Deferred tax assets		
Impact of expenditure charged to the statement of profit and loss in the current year but allowable for tax purposes on payment basis	29	29
Allowance for doubtful debts and advances	18	15
Business loss carried forward	-	113
Gross deferred tax assets	**47**	**157**
Net deferred tax liabilities	**273**	**328**
Less: MAT credit entitlement[2]	21	257
Deferred tax liabilities (net) (Includes MAT credit entitlement)	**252**	**71**

8 Income tax assets (net)

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Advance income tax (net of provision)	4,247	3,939	-	-
Income tax paid under protest (refer note 36(a))	768	1,081	-	-
	5,015	5,020	-	-

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(₹ in lakhs, except for per share data and if otherwise stated)

9 Other assets

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Prepaid expenses	1,999	2,197	1,336	1,061
	1,999	2,197	1,336	1,061
Capital advances				
Unsecured, considered good	5,012	5,304	-	-
Unsecured, considered doubtful	1	6	-	-
	5,013	5,310	-	-
Allowance for doubtful capital advances	(1)	(6)	-	-
	5,012	5,304	-	-
Advances recoverable in cash or kind				
Unsecured, considered good	208	242	3,028	8,918
Unsecured, considered doubtful	-	-	677	470
	208	242	3,705	9,388
Allowance for doubtful advances	-	-	(677)	(470)
	208	242	3,028	8,918
Others				
Balances with statutory authorities	1,185	1,189	10,102	8,694
	1,185	1,189	10,102	8,694
Total	8,404	8,932	14,466	18,673

10 Inventories (Valued at lower of cost and net realisable value)

	March 31, 2022	March 31, 2021
Food and beverages	2,422	1,380
Stores and spares	998	1,115
	3,420	2,495

11 Current investments

	March 31, 2022	March 31, 2021
Investments (unquoted)		
National Savings Certificates (refer note 5B)	47	90
(Deposited with various tax authorities)		
	47	90

12 Trade receivables

	March 31, 2022	March 31, 2021
Secured, considered good	-	-
Unsecured, considered good	7,072	3,069
Unsecured, credit impaired	3,585	3,859
	10,657	6,928
Allowance for doubtful debts	(3,585)	(3,859)
	7,072	3,069

Ageing of Trade Receivables as on March 31, 2022:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	6,469	102	28	315	158	7,072
Undisputed Trade Receivables – credit impaired	-	12	50	769	2,754	3,585
Total	6,469	114	78	1,084	2,912	10,657

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(₹ in lakhs, except for per share data and if otherwise stated)

Ageing of Trade Receivables as on March 31, 2021:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	1,899	57	908	196	9	3,069
Undisputed Trade Receivables – credit impaired	30	245	762	2,742	80	3,859
Total	**1,929**	**302**	**1,670**	**2,938**	**89**	**6,928**

13A Cash and cash equivalents

	Non-current		Current	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
Cash on hand	**-**	-	**391**	216
Balances with banks:				
On current accounts	**-**	-	**13,188**	6,765
Investment in Mutual fund	**-**	-	**36,497**	48,580
	-	**-**	**50,076**	**55,561**

13B Bank balances other than cash and cash equivalents, above

	Non-current		Current	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
Deposits with remaining maturity for more than 3 months but less than 12 months (refer note (b) below)	**-**	-	**7,726**	17,569
Deposits with remaining maturity for more than 12 months	**76**	160	**-**	-
Unpaid and unclaimed dividend accounts (refer note (a) below)	**-**	-	**9**	11
	76	**160**	**7,735**	**17,580**
Amount disclosed under non-current assets (refer note 6)	**(76)**	(160)	**-**	-
	-	**-**	**7,735**	**17,580**

Note:

(a) Earmarked unpaid dividend accounts are restricted in use as it relates to unclaimed dividends or unpaid dividend.

(b) Bank deposits includes deposits under lien as security amounting to ₹1,621 Lakhs (March 31, 2021: ₹1,591 Lakhs) and Margin money for issue of Bank Guarantee amounting to ₹180 Lakhs (March 31, 2021: ₹139 Lakhs).

14 Loans

	Non-current		Current	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
Loan to others				
Loan to employees				
Unsecured, considered good	**146**	-	**183**	363
Loan to body corporate (refer note 39)				
Unsecured, considered doubtful	**-**	-	**55**	187
	146	**-**	**238**	**550**
Allowance for doubtful loans	**-**		**(55)**	(187)
	146	**-**	**183**	**363**
Total	**146**	**-**	**183**	**363**

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

15 Share capital

	March 31, 2022	March 31, 2021
Authorised share capital		
Equity shares of ₹10 each	**12,370**	12,370
0.001% Non-cumulative convertible preference shares of ₹341.52 each	**2,015**	2,015
	14,385	**14,385**
Issued, subscribed and fully paid-up equity shares		
Equity shares of ₹10 each fully paid	**6,100**	6,076
Total issued, subscribed and fully paid-up share capital	**6,100**	**6,076**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

i. Authorised Equity shares

	March 31, 2022		March 31, 2021	
	No. of Shares	**Amount**	No. of Shares	Amount
Balance at the beginning of the year	**123,700,000**	**12,370**	123,700,000	12,370
Balance at the end of the year	**123,700,000**	**12,370**	**123,700,000**	**12,370**

ii. Authorised Non-cumulative convertible preference shares

	March 31, 2022		March 31, 2021	
	No. of Shares	**Amount**	No. of Shares	Amount
Balance at the beginning of the year	**590,000**	**2,015**	590,000	2,015
Balance at the end of the year	**590,000**	**2,015**	**590,000**	**2,015**

iii. Issued, Subscribed and fully paid-up equity shares

	March 31, 2022		March 31, 2021	
	No. of Shares	**Amount**	No. of Shares	Amount
Shares outstanding at the beginning of the year	**60,762,172**	**6,076**	51,349,145	5,135
Shares Issued during the year:				
Employee stock options plan (refer note 34)	**234,415**	**24**	33,600	3
Qualified Institutional Placement (Refer note 15(g))	**-**	**-**	5,555,555	556
Rights Issue (Refer note 15(h))	**-**	**-**	3,823,872	382
Shares outstanding at the end of the year	**60,996,587**	**6,100**	**60,762,172**	**6,076**

b) Terms and rights attached to equity shares

The Parent Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The Parent Company declares and pays dividends in Indian rupees. In the event of liquidation of the Parent Company, the holders of equity shares will be entitled to receive remaining assets of the Parent Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of shareholders holding more than 5% shares in the Parent Company as on year end

Name of Shareholders	March 31, 2022		March 31, 2021	
	No. of Shares	**% of Holding**	No. of Shares	% of Holding
Equity shares of ₹10 each fully paid				
Mr. Ajay Bijli	**5,772,205**	**9.46%**	5,987,205	9.85%
Mr. Sanjeev Kumar	**4,092,450**	**6.71%**	4,086,950	6.73%
Nippon Life India Trustee Ltd.	**3,584,252**	**5.88%**	-	-
ICICI Prudential Dividend Yield Equity Fund	**-**	**-**	4,117,587	6.78%

As per records of the Parent Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

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(₹ in lakhs, except for per share data and if otherwise stated)

d) Details of promoters shareholding as at year end:

Equity shares of ₹10 each fully paid	March 31, 2022		March 31, 2021	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Promoter				
Mr. Ajay Bijli	5,772,205	9.46%	5,987,205	9.85%
Mr. Sanjeev Kumar	4,092,450	6.71%	4,086,950	6.73%
Promoter Group				
Selena Bijli	212,323	0.35%	212,323	0.35%
Niharika Bijli	184,783	0.30%	-	-
Nayana Bijli	112,000	0.18%	-	-
Aamer Krishan Bijli	-	-	81,783	0.13%
Total	**10,373,761**	**17.00%**	**10,368,261**	**17.06%**

Percentage change in promoter and promoter group holding is given below:

	March 31, 2022	March 31, 2021
Mr. Ajay Bijli	-0.39%	-0.88%
Mr. Sanjeev Kumar	-0.02%	-0.55%
Selena Bijli	0.00%	-0.03%
Niharika Bijli	0.30%	-
Nayana Bijli	0.18%	-
Aamer Krishan Bijli	-0.13%	-0.02%

e) Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date, wherever applicable is given below:

	(Aggregate No. of Shares)				
	March 31, 2021	March 31, 2020	March 31, 2019	March 31, 2018	March 31, 2017
Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash	-	1,599,974	-	-	-

f) Shares reserved for issue under option

For details of equity shares reserved for issue under the employees stock option (ESOP) plan of the Parent Company, (refer note 34).

g) Qualified Institutional Placement

During the previous year ended March 31, 2021, the Parent Company has completed the Qualified Institutions Placement ("QIP") under Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, pursuant to which 55,55,555 equity shares having a face value of ₹10 each were issued and allotted, at an issue price of ₹1,440 per equity share (including a securities premium of ₹1,430 per equity share), aggregating to ₹80,000 Lakhs.

The proceeds of such Qualified Institutions Placement amounts to ₹79,107 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the placement document, QIP proceeds were to be utilised for repayment/prepayment of outstanding borrowings along with interest, ongoing capital expenditure, funding suitable organic and inorganic growth opportunities including investment in subsidiaries, meeting short and long-term working capital requirements, meeting operating expenses and general corporate purposes. As on March 31, 2022, entire QIP proceeds have been utilised and there is no deviation in use of proceeds from the objects stated in the placement document for the QIP.

h) Rights issue

During the previous year ended March 31, 2021, the Parent Company had issued and allotted 3,823,872 equity shares on August 07, 2020 of face value ₹10/- each (Rights Equity Shares) to the eligible equity shareholders at an issue price ₹784 per Rights Equity Share (including premium of ₹774 per Rights Equity Share) aggregating to ₹29,979 Lakhs.

The proceeds of Rights issue amounts to ₹29,754 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the letter of offer, Rights issue proceeds were to be utilised for repayment/prepayment of outstanding borrowings along with interest and general corporate purposes. As on March 31, 2021, entire Rights issue proceeds were utilised and there was no deviation in use of proceeds from the objects stated in the Offer document for the Rights issue.

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(₹ in lakhs, except for per share data and if otherwise stated)

16 Other equity

	March 31, 2022	March 31, 2021
Securities premium	233,780	231,467
Amount received (on issue of shares) in excess of the face value has been classified as securities premium.		
Share option outstanding account (Refer note 34)	1,125	830
The share option outstanding account is used to record value of equity-settled share based payment transactions with employees. The amount recorded in this account are transferred to security premium upon exercise of stock options by employees. In case of forfeiture, corresponding balance is transferred to general reserve.		
Share Application Money Pending Allotment	49	-
Application money received from equity share applicants, whom allotment of shares is pending.		
Capital reserve	602	602
Reserve created under the scheme of arrangement (Business Combination). The reserve is utilised in accordance with the provisions of the Companies Act, 2013.		
General reserve	4,673	4,673
The General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to statement of profit and loss.		
Retained earnings	(109,292)	(60,309)
Retained earnings comprise of the Group's accumulated undistributed earning after taxes including Other Comprehensive Income (OCI).		
Total other equity	**130,937**	**177,263**

17 Non-controlling interest (NCI)

	March 31, 2022	March 31, 2021
Zea Maize Private Limited		
Non-controlling Interest in Equity	1	1
Non-controlling Interest in Securities premium	175	175
Non-controlling Interest in Non-Equity		
Share of profit/(loss) brought forward	(175)	(147)
Impact of change in share of profit/(loss) pertaining to earlier years due to change in ownership percentage	-	14
Share of profit/(loss) of the current year	(27)	(42)
	(26)	**1**
Note:		
Non-controlling Interest in Equity of subsidiaries	1	1
Non-controlling Interest in Securities premium of a subsidiaries	175	175
Non-controlling Interest in Non-Equity of subsidiaries	(202)	(175)
	(26)	**1**

18 Long-term borrowings

(at amortised cost - net of transaction cost)

	Non-current portion		Current maturities	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Debentures				
Secured Rated Listed Non-Convertible Debentures	-	14,000	28,000	15,489
Term loans				
Secured term loans from banks	103,333	84,031	13,064	9,579
	103,333	**98,031**	**41,064**	**25,068**
Amount disclosed under the head "Short-term borrowings " (refer note 21)	-	-	(41,064)	(25,068)
	103,333	**98,031**	**-**	**-**

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Notes:

a) Secured Rated Listed Non-Convertible Debentures (NCD):

Particulars	Effective Interest Rate (p.a.)	Date of Allotment	Repayment Period	Repayment Ratio	Amount
500 (March 31, 2021: 500) of ₹1,000,000 each	7.85%	18-Aug-17	5th year	100	5,000
1000 (March 31, 2021: Nil) of ₹1,000,000 each	9.35%	24-Sep-21	15 Months	100	10,000
500 (March 31, 2021: Nil) of ₹1,000,000 each	9.35%	27-Sep-21	15 Months	100	5,000
550 (March 31, 2021: Nil) of ₹1,000,000 each	9.35%	29-Sep-21	15 Months	100	5,500
250 (March 31, 2021: Nil) of ₹1,000,000 each	9.35%	5-Oct-21	15 Months	100	2,500
					28,000

All Debentures are secured by mortgage on all movable (both present and future)properties, plant and equipment, capital work-in-progress, other intangible assets, loans and advances, security deposit, inventories, trade receivables, & capital advances of the Parent company (Excluding immovable properties situated at Gujarat, Bangalore & Tamil Nadu and Assets on which specific security/lien exists or is created in favour of any statutory/regulatory body).

b) (i) Term loan from banks are secured by first *pari passu* charge over all movable (both present and future)properties, plant and equipment, capital work-in-progress, other intangible assets, loans and advances, security deposit, inventories, trade receivables, & capital advances of the Parent company (Excluding immovable properties situated at Gujarat, Bangalore & Tamil Nadu and Assets on which specific security/lien exists or is created in favour of any statutory/regulatory body). In one of the subsidiary company, the loan is secured by way of hypothecation of current and movable property, plant and equipment of the subsidiary company.

(ii) Above loans are repayable in equal/ unequal monthly/ quarterly instalments as follows:

Secured Rated Listed Non-Convertible Debentures:

Particulars	March 31, 2022	March 31, 2021
Repayable within 1 year	**28,000**	15,500
Repayable within 1 – 3 year	**-**	14,000
Repayable after 3 years	**-**	-

Term Loan:

Particulars	March 31, 2022	March 31, 2021
Repayable within 1 year	**13,202**	9,670
Repayable within 1 – 3 year	**54,516**	29,806
Repayable after 3 years	**49,311**	54,724

(iii) Term Loan from banks carries variable interest rate based on respective bank benchmark rate, effective rate of interest varying in between 7.40% p.a to 10.25% p.a.

(iv) During previous year ended March 31, 2021, the Parent company has availed the moratorium announced by Reserve Bank of India and has adjusted the current and non-current balance of term loan based on revised repayment schedule agreed with Banks.

(v) Outbreak of COVID-19 and consequent lockdowns announced by the various government has had material negative impact on the financial performance of the business. This has resulted in Parent Company being in non-compliance with certain financial covenants agreed with its lenders. The Parent Company has sought and received waiver letters from all its lenders for financial year 2020-21 and 2021-22 wherever these covenants were required to be tested.

19 Lease liabilities

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Lease liabilities	**341,384**	340,910	**27,687**	24,205
	341,384	**340,910**	**27,687**	**24,205**

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

a) Reconcilliation of Lease liabilities:

	March 31, 2022	March 31, 2021
Lease liability at the beginning of the year	**365,115**	377,147
Add: Lease liability addition for new leases entered during the period (net of lease liability reversed amounting to ₹3,020 Lakhs (March 31, 2021: ₹3,707 Lakhs)	**28,440**	7,752
Add: Finance cost charged on lease liability during the year	**34,420**	35,020
Less: Actual rent paid during the year	**(26,582)**	(9,618)
Less: Rebate received/adjustments during the year	**(32,322)**	(45,186)
Lease liability at the end of the year	**369,071**	**365,115**

b) Expenses relating to short-term lease amounting to ₹52 Lakhs for the year ended March 31, 2022 (March 31, 2021: ₹35 Lakhs) has been included under the head other operating expenses (Rent).

c) Income relating to subleasing of right to use assets amounting to ₹491 Lakhs is clubbed in food court income (Other operating revenue) for the year ended March 31, 2022 (March 31, 2021: ₹289 Lakhs).

d) Maturity analysis of lease liabilities

Particulars	March 31, 2022	March 31, 2021
Lease Liability		
Repayable within 1 year	**27,687**	24,205
Repayable within 1 – 3 year	**62,741**	53,302
Repayable after 3 years	**278,643**	287,608

e) Finance lease obligation is secured by hypothecation of plant and machinery taken on lease. The interest rate implicit in the lease is varying between 11.37% p.a. to 13.99% p.a. The payment is scheduled in 28 equal quarterly instalments from the start of lease agreements.

f) Consequent to spurt of second wave of COVID-19, the Group has initiated discussions with landlords for waiver and rebates in Rental charges during the lockdown period. The Group has been successful in getting relief from most of its landlords.

The Group has elected to apply the practical expedient of not assessing the rent concessions as a lease modification, as per MCA notification on Ind AS 116 for rent concessions which are granted due to COVID-19 pandemic. As per requirements of MCA notification, total rent concessions recorded during year ended March 31, 2022 amounted to ₹27,433 Lakhs (March 31, 2021: ₹44,897 Lakhs). Out of this ₹24,839 Lakhs (March 31, 2021: ₹42,928 Lakhs) is recognised in "Other income" after adjusting the rent expense of ₹2,594 Lakhs (March 31, 2021: ₹1,969 Lakhs) for the year ended March 31, 2022.

20 Provisions

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Provision for gratuity (net) (refer note 33)	**612**	1,035	**16**	15
Provision for leave benefits	**362**	780	**267**	416
	974	**1,815**	**283**	**431**

21 Short-term borrowings (at amortised cost)

	March 31, 2022	March 31, 2021
Short-term borrowing	**6,000**	11,773
Secured bank overdraft	**119**	321
Current maturities of long-term borrowings (refer note 18)	**41,064**	25,068
	47,183	**37,162**

Notes:

i. Bank overdraft is secured by first pari passu charge on all current assets of the Parent Company including inventories and receivables both present and future. It carries variable interest rate based on respective banks benchmark rate, effective rate of interest varying in between 7.55% to 10.25% p.a. In one of the subsidiary, the Bank Overdrafts facility from a bank is secured by way of hypothecation of current and movable property, plant and equipment of the subsidiary company.Interest rate @ 11% per annum.

ii. In respect of Short-term loan from Banks, maximum amount outstanding during the year was ₹16,100 Lakhs (March 31, 2021: ₹17,167 Lakhs) with a maturity period of 7 days to 1 year, effective rate of interest 5 % p.a. to 10.25 % p.a.

iii. At March 31, 2022, the Group had available ₹16,363 Lakhs {₹7,500 Lakhs pertains to term loans and balance ₹8863 Lakhs pertains to working capital} (March 31, 2021: ₹7,568 Lakhs) of undrawn committed borrowing facilities.

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

22 Trade payables

	March 31, 2022	March 31, 2021
Total outstanding dues of micro enterprises and small enterprises (refer note below)	1,287	1,062
Total outstanding dues of creditors other than micro enterprises and small enterprises	28,727	19,254
	30,014	20,316

Ageing schedule of Trade payables as on March 31, 2022:

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	1,287	-	-	-	1,287
Others	24,908	1,010	592	2,217	28,727
Total	26,195	1,010	592	2,217	30,014

Ageing schedule of Trade payables as on March 31, 2021:

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	1,062	-	-	-	1,062
Others	12,535	3,554	888	2,277	19,254
Total	13,597	3,554	888	2,277	20,316

23 Other financial liabilities

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Payables on purchase of property plant and equipment	-	-	4,309	4,700
Payable for acquisition of business - Deferred consideration	-	2,923	5,694	3,200
Security deposits	4,973	4,878	516	526
Interest accrued but not due on borrowings				
- Debentures and others	-	-	1,096	867
Unpaid dividends[1]	-	-	9	10
	4,973	7,801	11,624	9,303

[1] Unclaimed amounts are transferred to Investor Protection and Education Fund after seven years from the due date.

24 Other liabilities

	Non-current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Advances from customers	1,210	5,237	18,788	18,345
Employee benefits payables	-	-	745	696
Statutory dues payable	-	-	7,123	2,593
	1,210	5,237	26,656	21,634

25 Revenue from operations

	March 31, 2022	March 31, 2021
Sale of services [refer (a) below]	90,893	19,865
Sale of food and beverages [refer (b) below]	41,328	7,555
Other operating revenue [refer (c) below]	879	581
	133,100	28,001

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

(a) Details of services rendered

	March 31, 2022	March 31, 2021
Income from sale of movie tickets	66,985	10,185
Advertisement income	7,207	1,780
Income from movie production and distribution	8,040	3,958
Convenience fees	7,580	3,742
Virtual print fees	1,081	200
	90,893	19,865

During the year ended March 31, 2022 ₹506 Lakhs (March 31, 2021: ₹1,002 Lakhs) of opening unbilled revenue has been reclassified to Trade receivables upon billing to customers.

During the year ended March 31, 2022 the Group recognised revenue of ₹4,537 Lakhs (March 31, 2021: ₹2,043 Lakhs) from opening unearned revenue.

(b) Details of products sold

	March 31, 2022	March 31, 2021
Sale of food and beverages	41,328	7,555
	41,328	7,555

(c) Details of other operating revenue

	March 31, 2022	March 31, 2021
Food court income	852	573
Gaming income	11	6
Management fees	16	2
	879	581

26 Other income

	March 31, 2022	March 31, 2021
Government grant	-	7
Net gain on redemption of mutual fund investments	1,824	932
Interest earned on		
Bank deposits	720	383
NSC's investments	19	9
Interest Income from financial assets at amortised cost	1,042	943
Others	1,926	146
Lease liabilities written back*	26,300	43,905
Net gain on disposal of property, plant and equipment	3	6
Other non-operating income (net)	779	603
	32,613	46,934

* Includes COVID-19 related rent concessions of ₹24,839 Lakhs (March 31, 2021: ₹42,928 Lakhs).

27 Employee benefit expense

	March 31, 2022	March 31, 2021
Salaries, wages, allowances and bonus	24,230	19,897
Contribution to provident and other funds	1,426	1,261
Employee stock option scheme (refer note 34)	550	296
Gratuity expense (unfunded) (refer note 33)	20	23
Staff welfare expenses	699	231
	26,925	21,708

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(₹ in lakhs, except for per share data and if otherwise stated)

28 Finance costs

	March 31, 2022	March 31, 2021
Interest on		
Debentures	2,906	3,424
Term loans	8,992	7,470
Banks and others	798	1,000
Interest on lease liabilities (refer note 19)	34,420	35,020
Other financial charges	2,701	2,870
	49,817	49,784

29 Depreciation and amortisation expense

	March 31, 2022	March 31, 2021
Amortisation on right-of-use assets (refer note 4B)	35,388	34,071
Depreciation on property, plant & equipment	23,196	21,458
Amortisation on intangible assets	2,856	1,953
	61,440	57,482

30 Other operating expenses

		March 31, 2022		March 31, 2021
Rent (refer note 19(f))		52		35
Electricity and water charges (net of recovery)		10,407		5,661
Common area maintenance (net of recovery)		13,254		9,052
Repairs and maintenance		6,582		3,520
Movie production, distribution and print charges		8,829		2,570
Marketing expenses		2,633		1,027
Rates and taxes		1,498		1,224
Housekeeping charges		2,753		1,371
Security service charges		1,366		696
Travelling and conveyance		912		394
Legal and professional fees		2,771		2,266
Communication costs		1,319		869
Printing and stationery		144		73
Insurance		1,021		661
CSR Expenditure		7		498
Allowance for doubtful debts and advances		616		1,058
Bad Debts/advances written off	303		614	
Less: Utilised from provisions	(239)	64	(614)	-
Inventories Written off[1]		111		564
Directors' sitting fees		26		23
Exchange differences (net)		793		320
Miscellaneous expenses		692		608
		55,850		32,490

[1] Due to COVID-19 outbreak, all perishable inventories expiring in short span of time has been written off.

31 Other comprehensive income

	March 31, 2022	March 31, 2021
The disaggregation of changes to OCI by each type of reserve in equity is shown below:		
Items that will not be reclassified to profit or loss in subsequent period:		
Re-measurement gains/(loss) on defined benefit plans	(70)	(8)
Income tax on re-measurement loss on defined benefit plans	22	5
	(48)	(3)
Items that will not reclassified to profit or loss in subsequent period:		
Exchange difference in translating foreign subsidiary	(172)	50
	(220)	47

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(₹ in lakhs, except for per share data and if otherwise stated)

32 Earning per share (EPS)

	March 31, 2022	March 31, 2021
The following reflects the loss and shares data used in the basic and diluted EPS computations:		
Loss for the year	(48,824)	(74,779)
Weighted average number of equity shares outstanding during the year for computation of Basic EPS	60,856,427	55,132,058
Add: Weighted average number of potential equity shares on account of employee stock options	600,732	523,770
Weighted average number of equity shares (including dilutive shares) outstanding during the year for computation of Diluted EPS	61,457,159	55,655,828
Basic earnings per equity share (in ₹) (Face value of ₹10 per equity share)	(80.23)	(135.64)
Diluted earnings per equity share (in ₹) (Face value of ₹10 per equity share)*	(80.23)	(135.64)

*As the Group has incurred loss during the year ended March 31, 2022 and March 31, 2021, dilutive effect on weighted average number of shares would have an anti-dilutive impact and hence, not considered in diluted EPS computation.

33 Gratuity:

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure @15 days last drawn salary for each completed year of service, in terms of Payment of Gratuity Act, 1972. The Parent Company Gratuity scheme is funded with two insurance companies in the form of a qualifying insurance policies. The fund has the form of a trust and it is governed by the Board of Trustees. The Board of Trustees is responsible for the administration of the plan assets. Each year, the Board of Trustees reviews the level of funding in the India gratuity plan. This includes employing the use of annuities and longevity swaps to manage the risks. The Board of Trustees decides its contribution based on the results of this annual review. Generally, it aims to have a portfolio mix of equity instruments and debt instruments. The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise. Gratuity scheme of subsidiaries is unfunded.

As the plan assets include investments in quoted mutual funds, the Company has diversified the market risk.

The following tables summarise the components of net benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the gratuity plan.

Statement of Profit and Loss

Net employee benefit expense

Particulars	Funded		Unfunded	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Current service cost	343	318	14	18
Interest cost on benefit obligation	52	34	6	6
Net employee benefit expense	395	352	20	24

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. The expected return on plan assets is based on expectation of the average long-term rate of return expected on investments of the fund during the estimated term of the obligations.

Balance sheet

Benefit Assets/liabilities

Particulars	Funded		Unfunded	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Defined benefit obligation	3,817	3,499	121	101
Fair value of plan assets	3,310	2,549	-	-
Plan asset/(liability)	(507)	(950)	(121)	(101)

Changes in the present value of the defined benefit obligation are as follows:

Particulars	Funded		Unfunded	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Opening defined benefit obligation	3,499	3,240	101	91
Interest cost	183	176	6	6
Past service cost	-	-	-	-
Current service cost	343	318	14	18
Benefits paid	(340)	(415)	(5)	(9)
Actuarial losses/(gain) – experience	141	140	(2)	(3)
Actuarial losses/(gain) – demographic assumptions	(26)	-	10	2
Actuarial losses/(gain) – financial assumptions	17	40	0	(5)
Exchange differences	-	-	2	1
Closing defined benefit obligation	3,817	3,499	126	101

Amount routed through OCI ₹(70) Lakhs (March 31, 2021: ₹(8) Lakhs)

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(₹ in lakhs, except for per share data and if otherwise stated)

Changes in the fair value of plan assets are as follows:

Particulars	March 31, 2022	March 31, 2021
Opening fair value of plan assets	2,549	2,655
Return on plan assets greater/(lesser) than discount rate	71	167
Interest income on plan assets	131	142
Benefits paid	(340)	(415)
Contribution by employer	900	-
Closing fair value of plan assets	**3,310**	**2,549**

The Parent Company expects to contribute ₹1,125 Lakhs (March 31, 2021 ₹1,053 Lakhs) to gratuity fund in the financial year 2021-22.

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2022	March 31, 2021
Funds managed by Insurer*	96.74	97.57
Bank balances	3.26	2.43

*Plan assets are held by "ICICI Prudential Life Insurance Company Limited" primarily into Group Balanced fund & Group Debt fund, "Bajaj Allianz Life Insurance Company Limited" into Bajaj Secure gain fund, "Birla Sunlife Insurance Company Limited" into Group secure fund and Group bond fund and Life Insurance Company.

The principal assumptions used in determining gratuity obligations for the Parent Company's plans are shown below:

Particulars	March 31, 2022	March 31, 2021
	(%)	(%)
Discount rate (p.a.)	5.90	5.5
Expected rate of return on plan assets (p.a)	5.90	5.5
Increase in compensation cost (p.a)	8.00	7.5
Employee turnover		
Manager Grade	16	14
Executive Grade	50	53

The estimates of future salary increases considered in actuarial valuation, taking into account of inflation, seniority, promotion and other relevant factors, including supply and demand in the employment market.

Demographic assumption

Particulars	March 31, 2022	March 31, 2021
Retirement age	60 Years	60 Years
Mortality rate	IALM (2006-08)	IALM (2006-08)

Historical information: Funded

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Present value of defined benefit obligation	3,817	3,499	3,240	3066	1882
Fair value of plan assets	3,310	2,549	2655	2160	1365
Asset/(liability) recognised	(507)	(950)	(585)	(906)	(517)

Historical information: Non-Funded

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Present value of defined benefit obligation	121	101	91	83	46
Fair value of plan assets	-	-	-	-	-
Asset/(liability) recognised	(121)	(101)	(91)	(83)	(46)

The experience adjustments, meaning difference between changes in plan assets and obligations expected on the basis of actuarial assumption and actual changes in those assets and obligations for the Parent company are as follows:

Particulars	March 31, 2022	March 31, 2021
Experience adjustment on plan liabilities	5.90	5.50
Experience adjustment on plan assets	5.90	5.50

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Sensitivity analysis

A quantitative sensitivity analysis for significant assumptions of the Parent company as at March 31, 2022 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	(131.17)	142.60
Effect of Increase/decrease in Salary escalation by 1% on Defined benefit obligations	148.13	(138.97)
Effect of Increase/decrease in withdrawal rate by 5% on Defined benefit obligations	(72.87)	100.02

A quantitative sensitivity analysis for significant assumptions of the Parent Company as at March 31, 2021 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	(129.70)	142.29
Effect of Increase/decrease in Salary escalation by 1% on Defined benefit obligations	147.14	(136.85)
Effect of Increase/decrease in withdrawal rate by 5% on Defined benefit obligations	(75.46)	106.19

The sensitivity analysis above has been determined on the basis of actuarial certificate.

Maturity profile of defined benefit obligation of the Group:

Expected benefit payments for the year ending March 31, 2022	Amount
March 31, 2023	1,141
March 31, 2024	791
March 31, 2025	658
March 31, 2026	554
March 31, 2027	503
March 31, 2028 to March 31, 2032	2,169

Expected benefit payments for the year ending March 31, 2021	Amount
March 31, 2022	1,068
March 31, 2023	723
March 31, 2024	554
March 31, 2025	486
March 31, 2026	433
March 31, 2027 to March 31, 2031	2,155

The sensitivity analysis above has been determined on the basis of actuarial certificate.

Defined Contribution Plan:

Particulars	March 31, 2022	March 31, 2021
Charged to Consolidated Statement of Profit and Loss (including Capital work-in-progress of ₹37 Lakhs (March 31, 2021: ₹51 Lakhs)	1,030	936

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(₹ in lakhs, except for per share data and if otherwise stated)

34 Employee Stock Option Plans

The Parent company has provided stock options to its employees. During the year 2021-22, the following schemes were in operation:

PVR ESOS 2017 modified:

Particulars	Description
Date of grant	July 26, 2017
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Date of Modification	April 12, 2021
Date of Board approval	April 12, 2021
Number of options granted	240000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Exercise Period – Modified	Due to COVID-19, exercise date for 64,000 options were modified & extended by another one year which were getting lapse during 2021.
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	1,381.70
Weighted average fair value of options granted on the date of grant	252.48
Weighted average fair value of options modified	76.40

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	**112,000**	**1,400**	176,000	1,400
Granted during the year	**-**	**-**	-	-
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**48,000**	**1,400**	32,000	1,400
Expired during the year	**-**	**-**	32,000	1,400
Outstanding at the end of the year	**64,000**	**1,400**	112,000	1,400
Exercisable at the end of the year	**64,000**	**1,400**	112,000	1,400

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.12%**	0.12%
Expected volatility	**24.59%**	24.59%
Risk-free interest rate	**6.33%**	6.33%
Exercise price (₹)	**1,400**	1,400
Expected life of option granted in years	**3.17**	3.17

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹ Nil (March 31, 2021: ₹(40) Lakhs) is recorded in Statement of Profit and Loss in the current year.

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs for the modification made during current financial year:

Particulars (Modified)	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.52%**	-
Expected volatility	**27.90%**	-
Risk-free interest rate	**4.15%**	-
Exercise price (₹)	**1,400**	-
Expected life of option granted in years	**1.28**	-

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹49 Lakhs (March 31, 2021: ₹ Nil) is recorded in Statement of Profit and Loss in the current year.

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(₹ in lakhs, except for per share data and if otherwise stated)

PVR ESOS 2017 modified:

Particulars	Description
Date of grant	August 11, 2017
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Date of Modification	April 12, 2021
Date of Board approval	April 12, 2021
Number of options granted	60,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Exercise Period - Modified	Due to COVID-19, exercise date for 5,000 options were modified & extended by another one year which were getting lapse during 2021.
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	1,381.70
Weighted average fair value of options granted on the date of grant	252.48
Weighted average fair value of options granted on the date of grant modified	78.34

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	**11,400**	**1,400**	22,000	1,400
Granted during the year	**-**	**-**	-	-
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**8,185**	**1,400**	1,600	1,400
Expired during the year	**-**	**-**	9,000	1,400
Outstanding at the end of the year	**3,215**	**1,400**	11,400	1,400
Exercisable at the end of the year	**3,215**	**1,400**	11,400	1,400

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.12%**	0.12%
Expected volatility	**24.59%**	24.59%
Risk-free interest rate	**6.33%**	6.33%
Exercise price (₹)	**1,400**	1400
Expected life of option granted in years	**3.17**	3.17

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹ Nil (March 31, 2021: ₹(19) Lakhs) is recorded in financial statements in current year of which ₹ Nil (March 31, 2021: ₹1 Lakhs) is capitalised under Capital work-in progress and balance ₹ Nil (March 31, 2021: ₹(20) Lakhs) is (credited)/debited in Statement of Profit and Loss.

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	**0.52%**	-
Expected volatility	**27.89%**	-
Risk-free interest rate	**4.15%**	-
Exercise price (₹)	**1,400**	-
Expected life of option granted in years	**1.33**	-

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹4 Lakhs (March 31, 2021: ₹ Nil) is recorded in financial statements in current year of which ₹3 Lakhs (March 31, 2021: ₹ Nil) is capitalised under Capital work-in progress and balance ₹1 Lakhs (March 31, 2021: ₹ Nil) is (credited)/debited in Statement of Profit and Loss.

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(₹ in lakhs, except for per share data and if otherwise stated)

PVR ESOS 2017:

Particulars	Description
Date of grant	April 12, 2021
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Number of options granted	31,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not more than one year from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	1,148.70
Weighted average fair value of options granted on the date of grant	63.05

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	31,000	1,400	-	-
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	31,000	1,400	-	-
Exercisable at the end of the year	-	-	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	0.52%	-
Expected volatility	28.67%	-
Risk-free interest rate	4.12%	-
Exercise price (₹)	1,400	-
Expected life of option granted in years	1	-

The Parent Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹19 Lakhs (March 31, 2021: ₹ Nil) is recorded in financial statements in current year of which ₹1 Lakhs (March 31, 2021: ₹ Nil) is capitalised under Capital work-in progress and balance ₹18 Lakhs (March 31, 2021: ₹ Nil) is (credited)/debited in Statement of Profit and Loss.

PVR ESOS 2017:

Particulars	Description
Date of grant	April 12, 2021
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Number of options granted	10,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not more than one year from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	1,148.70
Weighted average fair value of options granted on the date of grant	102.52

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The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	10,000	1,400	-	-
Forfeited during the year	10,000	1,400	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	0.52%	-
Expected volatility	28.67%	-
Risk-free interest rate	4.12%	-
Exercise price (₹)	1,400	-
Expected life of option granted in years	1	-

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,400. As a result, an expense of ₹ Nil (March 31, 2021: ₹ Nil) is recorded in Statement of Profit and Loss in current year.

PVR ESOS 2020 Modified:

Particulars	Description
Date of grant	July 15, 2020
Date of Shareholder's approval	March 07, 2020
Date of Board approval	January 23, 2020
Date of Modification	April 12, 2021
Number of options granted	520,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than two years from the date of grant of options.
Exercise Period - Modified	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	1,026.80
Weighted average fair value of options granted on the date of grant	220.79
Weighted average fair value of options granted on the date of modification	219.20

The details of activity under PVR ESOS 2020 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	516,000	981	-	-
Granted during the year	-	-	520,000	981
Forfeited during the year	14,000	981	4,000	981
Exercised during the year	178,230	981	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	323,770	981	516,000	981
Exercisable at the end of the year	-	-	-	-

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The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	0.52%	0.57%
Expected volatility	21.21%	30.15%
Risk-free interest rate	3.62%	3.48%
Exercise price (₹)	981	981
Expected life of option granted in years	0.26	1

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹981. As a result, an expense of ₹482 Lakhs (March 31, 2021: ₹445 Lakhs) is recorded in financial statements in current year of which ₹83 Lakhs (March 31, 2021: ₹93 Lakhs) is capitalised under Capital work-in progress and balance ₹399 Lakhs (March 31, 2021: ₹352 Lakhs) is debited in Statement of Profit and Loss.

PVR ESOS 2020 Modified:

Particulars	Description
Date of grant	September 08, 2020
Date of Shareholder's approval	March 07, 2020
Date of Board approval	January 23, 2020
Date of Modification	April 12, 2021
Number of options granted	4,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period – Modified	Not less than one year and not more than two years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	1,354.20
Weighted average fair value of options granted on the date of grant	295.39
Weighted average fair value of options granted on the date of modification	73.04

The details of activity under PVR ESOS 2020 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	4,000	1,287	-	-
Granted during the year	-	-	4,000	1,287
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	4,000	1,287	4,000	1,287
Exercisable at the end of the year	-	-	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	0.52%	0.47%
Expected volatility	21.21%	26.57%
Risk-free interest rate	3.62%	3.86%
Exercise price (₹)	1,287	1,287
Expected life of option granted in years	0.26	1

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,287. As a result, an expense of ₹ Nil (March 31, 2021: ₹4 Lakhs) is recorded in Statement of Profit and Loss in current year.

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PVR ESOS 2022:

Particulars	Description
Date of grant	March 09, 2022*
Date of Shareholder's approval	March 07, 2022
Date of Board approval	January 21, 2022
Number of options granted	568,500
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	within a period of three years from the date of vesting
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	1,597.70
Weighted average fair value of options granted on the date of grant	510.02

* Subject to the receipt of statutory approval

The details of activity under PVR ESOS 2022 have been summarised below:

Particulars	2021-22		2020-21	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	568,500	1,347	-	-
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	568,500	1,347	-	-
Exercisable at the end of the year			-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2022	March 31, 2021
Dividend yield (%)	0.38%	-
Expected volatility	42.07%	-
Risk-free interest rate	4.85%	-
Exercise price (₹)	1,347	-
Expected life of option granted in years	1	-

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹1,347. As a result, an expense of ₹105 Lakhs is recorded in financial statements in current year of which ₹22 Lakhs is capitalised under Capital work-in progress and balance ₹83 Lakhs is debited in Statement of Profit and Loss.

35 Capital & Other Commitments

(a) Capital Commitments

Particulars	March 31, 2022	March 31, 2021
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advance	7,709	7,649

(b) Other Commitments

The Group was availing Entertainment tax/GST exemptions, in respect of certain Multiplexes as per the erstwhile State Government schemes & is under obligation to operate respective Multiplexes for a certain number of years.

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36 Contingent Liabilities

Sr. No.	Particulars	March 31, 2022	March 31, 2021
a)	Estimated tax exposure against various appeals filed by the Group against the demand with Commissioner of Income Tax (Appeals), Income Tax Appellate Tribunal and High Court with regard to certain expenses disallowed by the assessing officer in respect of financial year financial year 2005-06 to 2017-18. (The Group has paid an amount of ₹768 Lakhs (March 31, 2021: ₹1,081 Lakhs) which is appearing under Note 8A).	2,642	2,328
b)	Demand of entertainment tax under Assam Amusement and Betting Tax Act, 1939 where appeal is pending before Supreme Court.	334	334
c)	Notice from Entertainment Tax Department Chennai against short deposit of Entertainment Tax on regional movies.	43	43
d)	Notice from Commercial Tax Department, Indore against alleged collection of Entertainment tax during exemption period.	823	823
e)	Notice from Entertainment Tax Department Maharashtra in respect of levy of Entertainment tax on Convenience fees.	161	161
f)	Show cause notices raised by Service tax authorities on levy of service tax on 3D glass charges, TM charges, convenience fee, activity of movie distribution/exhibition, admission to alleged bowling alleys (The Group has already deposited under protest an amount of ₹249 Lakhs (March 31, 2021: ₹249 Lakhs))	1,044	5,663
g)	Demand raised with regard to service tax on food and beverages (The Group has already deposited under protest an amount of ₹185 Lakhs (March 31, 2021: ₹185 Lakhs))	3,668	3,668
h)	Estimated tax exposure of service tax on sale of food and beverages (The Group has already deposited under protest an amount of ₹426 Lakhs (March 31, 2021: ₹426 Lakhs))	6,600	6,600
i)	Demand of VAT under various states VAT Acts where appeal is pending before competent authority (The Group has already deposited under protest an amount of ₹24 Lakhs (March 31, 2021: ₹28 Lakhs))	783	653
j)	Demand of Entertainment tax under Rule 22 of Punjab Entertainment Tax (Cinematographs shows) Rules, 1954 (The Group has already deposited under protest an amount of ₹40 Lakhs (March 31, 2021: ₹40 Lakhs))	160	160
k)	Demand under Employees Provident Fund Act, 1952 (The Group has already deposited under protest an amount of ₹38 Lakhs (March 31, 2021: ₹38 Lakhs))	106	106
l)	Tax assessment & Demand bill issued by Superintendent of Tax Kolhapur Municipal Corporation. (The Group has already deposited under protest an amount of ₹3 Lakhs (March 31, 2021: ₹3 Lakhs))	20	20
m)	Bank Guarantees given	-	275
n)	Corporate Guarantee given to bank against credit facility availed by a subsidiary company	200	200
o)	Labour cases pending*	Amount not ascertainable	Amount not ascertainable

* In view of the several number of cases, pending at various forums/courts, it is not practicable to furnish the details of each case, however, as per management estimate, the amount in aggregate is not material. Based on the discussions with the solicitors, the management believes that the Group has strong chances of success in the cases and hence no provision is considered necessary.

37 Un-hedged Foreign Currency exposure

Particulars of un-hedged foreign currency exposure as at the balance sheet date:

Particulars		Currency	March 31, 2022	March 31, 2021
a)	Cash on Hand	Thai Bhat	0.85	0.88
		Hong Kong Dollar	0.21	0.21
		Korean Won	0.00	0.00
		UK Pound	0.21	0.21
		Singapore Dollar	0.72	0.70
		US Dollar	4.16	4.18
		LKR	0.17	0.25
		Malaysian Ringgit	0.34	0.33
		Euro	4.06	4.15
		Dirham	1.16	1.18
	Total		11.88	12.09
b)	Balances with bank	US Dollar	40	75
c)	Payable for purchase of Property, Plant and Equipment (net of advances)	US Dollar	135	353
		Euro	10	10
d)	Trade receivable	US Dollar	72	98

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(₹ in lakhs, except for per share data and if otherwise stated)

38 The Group has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under Sections 92-92F of the Income-tax Act, 1961. Since the law requires such information and documentation to be contemporaneous in nature, the Group is in the process of updating the documentation of international transactions with the associated enterprises during the financial year and expects such records to be in existence latest by the due date of filing the return of income. The management is of the opinion that its international transactions with the associated enterprises are at arm's length so that the aforesaid legislation will not have any impact on these consolidated financial statements, particularly on the amount of tax expense and that of provision for taxation.

39 Disclosure required under Section 186(4) of the Companies Act, 2013

Full particulars of loans given, investment made, guarantee given, security provided together with purpose in terms of Section 186(4) of the Companies Act, 2013

Investment made

Particulars	Full particulars	Purpose	March 31, 2022	March 31, 2021
Vkaao Entertainment Private Limited (Refer note 5A)	Equity share of ₹10 each 3,000,000 (March 31, 2021: Equity share of ₹10 each 3,000,000)	Vkaao is engaged in the business of private screening of movies (Movie on Demand) for its consumers through theatres	-	-

Loan given

Particulars	Rate of Interest (p.a)	Due Date	Secured/Unsecured	March 31, 2022	March 31, 2021
Sandhya Prakash Limited[1]	18%	13 monthly instalments adjusted with lease rentals till April 2018.	Unsecured	55	55
Evergreen Cine Services Pvt. Ltd. [2]	Nil	Repayable on demand	Unsecured	-	133

[1] The loan had been given to Sandhya Prakash Ltd. (Mall Developer) for their capital expenditure requirement, where the Parent Company has an existing operational cinema. The Parent Company has created a provision against the outstanding loan amount.

[2]These loans were transferred from SPI Cinemas Private Limited by virtue of merger. During the year these loans have been written off.

40 Fair Value

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair value.

The carrying value & fair value of financial instruments by categories as of March 31, 2022 were as follows:

Particulars	Note	Level of hierarchy	Carrying Amount		
			Amortised Cost	Financial Assets/ liabilities at fair value through profit or loss	Financial Assets/ liabilities at fair value through OCI
Financial Assets:					
Investments – FVTOCI	5B	-	-	-	-
Investments – Amortised cost	5B	-	47	-	-
Loans	14	3	329	-	-
Trade receivables	12	-	7,072	-	-
Cash and cash equivalents	13A	-	50,076	-	-
Bank balances other than cash and cash equivalents, above	13B	-	7,735	-	-
Other financial assets	6	-	29,324	-	-
Total			94,583	-	-
Financial Liabilities:					
Borrowings (including current maturities)					
- Secured Rated Listed Non-Convertible Debentures	18	1	28,000	-	-
- Other borrowings	18 and 21	3	122,516	-	-
Lease Liabilities	19	3	369,071		
Trade payables	22	-	30,014	-	-
Other financial liabilities – Deferred consideration	23	3	5,694	-	-
Other payables	23	-	10,903	-	-
Total			566,198	-	-

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

The carrying value & fair value of financial instruments by categories as of March 31, 2021 were as follows:

Particulars	Note	Level of hierarchy	Carrying Amount		
			Amortised Cost	Financial Assets/ liabilities at fair value through profit or loss	Financial Assets/ liabilities at fair value through OCI
Financial Assets:					
Investments - FVTOCI	5B	-	-	-	-
Investments - Amortised cost	5B	-	120	-	-
Loans	14	3	363	-	-
Trade receivables	12	-	3,069	-	-
Cash and cash equivalent	13A	-	55,561	-	-
Bank balances other than cash and cash equivalents, above	13B	-	17,580	-	-
Other financial assets	6	-	29,276	-	-
Total			**105,969**	**-**	**-**
Financial Liabilities:					
Borrowings (including current maturities)					
- Secured Rated Listed Non-Convertible Debentures	18	1	29,489	-	-
- Other borrowings	18 and 21	3	105,704	-	-
Lease Liabilities	19	3	365,115		
Trade payables	22	-	20,316	-	-
Other financial liabilities - Deferred consideration	23	3	6,123	-	-
Other payables	23	-	10,981	-	-
Total			**537,728**	**-**	**-**

The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current financial liabilities and assets approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

- Long-term fixed-rate and variable-rate receivables/deposit are evaluated by the Group based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables/deposits.
- The fair values of the quoted notes and bonds are based on price quotations at the reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, obligations under leases, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.
- There is no significant estimate involved in level 3. Further, the deferred consideration is based on the present value of the expected cash outflows discounted using risk adjusted discount rate i.e. 9.50% p.a. The estimated fair value of deferred consideration would increase/decrease if the expected cash outflows were higher/lower or the risk adjusted discount rate was higher/lower.

41 Business Combinations

Amalgamation of Inox Leisure Limited with PVR Limited:

The Board of Directors of PVR Limited ("Company" or "Transferee Company"), at their meeting held on March 27, 2022, have considered and approved a scheme of amalgamation of INOX Leisure Limited ("Transferor Company") into and with the Company and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other rules and regulations framed thereunder ("Scheme").

The Scheme is subject to the receipt of applicable approvals, including approvals from the respective jurisdictional Hon'ble National Company Law Tribunal, SEBI, BSE Limited and the National Stock Exchange of India Limited, shareholders of both the Companies and such other approvals, permissions, and sanctions of regulatory and other authorities as may be necessary. Subsequent to the relevant approvals and the scheme becoming effective the shareholders of INOX Leisure Limited will receive the shares of PVR Limited as per the approved exchange ("swap") ratio, which is for every 10 shares of INOX Leisure Limited 3 shares of PVR Limited will be issued.

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

42 Financial risk Management objective and policies

The Group's financial liabilities comprise of loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. Group's financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Group is exposed to market risk, credit risk, legal, taxation and accounting risk and liquidity risk. The Group's Treasury teams overseas the management of these risks supported by senior management.

Impact of COVID-19 pandemic:

In light of COVID-19 outbreak, the Group has assessed the likely impact on its financial risk management policies, refer note 51 for details.

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and FVTOCI investments.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Group's exposure to the risk of changes in market interest rates relates primarily to the long-term debt obligations with floating interest rates. Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Parent Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase effect		Decrease effect	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021
Effect of Increase/decrease in floating Interest rate by 100 basis points (1%) for term loans	**1,105**	895	**(1,105)**	(878)

(ii) Currency risk

Currency risk is the risk that the fair value of future cash flows of financial instruments will fluctuate because of the change in foreign currency exchange rates.

The Majority of Group's revenue and expenses are in Indian Rupees, with the remainder denominated in US Dollars. Management considers currency risk to be low and does not hedge its currency risk. As variations in foreign currency exchange rates are not expected to have a significant impact on the results of operations, a sensitivity analysis is not presented.

(b) Legal, taxation and accounting risk

Group is presently involved into various judicial, administrative, regulatory and litigation proceedings concerning matters arising in the ordinary course of business operations including but not limited to personal injury claims, landlord-tenant disputes, commercials disputes, tax disputes(including entertainment tax subsidy and other direct and indirect tax matters like GST, service tax, sales tax etc.), employment disputes and other contractual disputes. Many of these proceedings seek an indeterminate amount of damages. In situations where management believes that a loss arising from a proceeding is probable and can reasonably be estimated, Group records the amount of the probable loss. As additional information becomes available, any potential liability related to these proceedings is assessed and the estimates are revised, if necessary.

To mitigate these risks, Group employs in-house counsel and uses third party tax & legal experts to assist in structuring significant transactions and contracts. Group also has systems and controls that ensure the timely delivery of financial information in order to meet contractual and regulatory requirements and has implemented disclosure controls and Internal controls over financial reporting which are tested for effectiveness on an ongoing basis.

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

(c) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the Consolidated Balance Sheet

Particulars	March 31, 2022	March 31, 2021
Trade Receivables	7,072	3,069
Cash and cash equivalents	50,076	55,561
Other bank balances	7,735	17,580
Loans	329	363
Other financial assets	29,324	29,276

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk on cash and cash equivalents and bank deposits is limited as the Group generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies. Other financial assets primarily represents security deposits given to Developers/lessors. Such deposits will be returned to the Group on expiry of lease entered with developers/lessors. The credit risk associated with such security deposits is relatively low.

Trade receivables are typically unsecured and are derived from revenue earned from customers located in India. Trade receivables also includes receivables from Debit/credit card companies and online movie ticketing partners which are realisable within a period 1 to 3 working days. The Group monitors the economic environment in which it operates. The Group manages its credit risk through establishing credit limits and continuously monitoring credit worthiness of customers to which the Group grants credit terms in the normal course of business.

The Group uses expected credit loss model to assess the impairment loss or gain. The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available internal credit risk factors such as the Group's historical experience for customers. Based on the business environment in which the Group operates, management considers that the trade receivables (other than Government dues) are in default/doubtful if the payment is outstanding for more than 270 days and more than 365 days in case of government dues. Basis above, as at March 31, 2022, Group has impaired Trade receivables of ₹3,585 Lakhs (March 31, 2021: ₹3,859 Lakhs). Further, the management believes that the unimpaired amounts that are past due by more than 270 days continue to be collectible in full, based on historical payment behavior and analysis of customer credit risk. The delay in collections is primarily to due COVID impact on the industry segments in which Group operates.

Majority of trade receivables are from domestic customers, which are fragmented and are not concentrated to individual customers.

Movement in the allowance for impairment in respect of trade receivables

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Balance at the beginning of the year	3,859	3,684
Impairment loss recognised/(reversed)	(35)	789
Amount written off	(239)	(614)
Balance at the end of the year	3,585	3,859

(d) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with its financial liabilities. The Group monitors its risk of a shortage of funds using a liquidity planning tool.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, debentures, finance leases and advance payment terms.

The Group's liquidity management process as monitored by management, includes the following:

- Day to Day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- Maintaining rolling forecasts of the Group's liquidity position on the basis of expected cash flows.
- Maintaining diversified credit lines.

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Borrowings (including current maturities)*		Trade and other payables	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
On demand	119	321	-	-
Less than 3 months	9,035	9,589	35,827	26,121
3 to 12 months	38,167	27,381	5,811	3,498
1 to 5 years	96,734	80,856	4,973	7,801
More than 5 years	7,093	17,673	-	-
Total	151,148	135,820	46,611	37,420

*Borrowing includes Non-Convertible Debentures, Term loans, Bank overdraft and commercial papers excluding transaction cost.

The Group has also significant contractual obligations in the form of lease liabilities (Note 19) and capital & other commitments (Note 35).

43 Capital management

For the purpose of Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return on capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is long-term debts plus amount payable for purchase of property plant and equipment divided by total equity.

Particulars		March 31, 2022	March 31, 2021
Long-term debt		144,397	123,099
Payable for purchase of property plant and equipment		4,309	4,700
Total	**(A)**	148,706	127,799
Equity	**(B)**	137,037	183,339
Gearing ratio	**(A/B)**	109%	70%

44 Expenses capitalised

The Group has capitalised following expenses through capital work-in-progress (CWIP) which directly or indirectly relates to setting up of cinemas. Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Group.

Particulars	March 31, 2022	March 31, 2021
Salary, allowance and bonus	804	1,164
Contribution to provident and other funds	37	51
Rent	1	502
Electricity and water charges	24	46
Repairs and maintenance	32	24
Rates and taxes	51	22
Architects & professional	297	303
Insurance	2	8
Security service charges	68	169
Finance costs	28	278
Other miscellaneous expenses	7	27
Total	1,351	2,594

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(₹ in lakhs, except for per share data and if otherwise stated)

45 Income tax expense

	Particulars	March 31, 2022	March 31, 2021
(a)	**Income tax expense reported in the Statement of Profit and Loss comprises:**		
	Current income tax:		
	Current tax	134	-
	Income tax for earlier years	-	(42)
	Total current tax	**134**	**(42)**
	Deferred tax (refer note 7A):		
	Relating to origination and reversal of temporary differences	(22,203)	(18,999)
	MAT credit (entitlement)/reversal for earlier years	2,849	(22)
	Total deferred tax	**(19,354)**	**(19,021)**
	Income tax expense reported in the statement of profit and loss	**(19,220)**	**(19,063)**
	Effective Income tax rate	**28.2%**	**20.3%**
(b)	**Statement of Other Comprehensive Income**		
	Net loss/(gain) on re-measurements of defined benefit plans	22	5
(c)	**Reconciliation of effective tax rate**		
	Reconciliation of tax expense and the accounting profit multiplied by statutory income tax rate for the year indicated are as follows:		
	Accounting loss before tax	(68,071)	(93,884)
	Statutory income tax rate	34.94%	34.94%
	Computed tax expense	(23,787)	(32,807)
	Adjustments in respect of current income tax of previous years	2,849	(64)
	Non-deductible expenses for tax purposes	329	1,100
	Tax impact related to change in law	0	11,299
	Tax impact related to change in tax rate	1,389	1,409
	Income tax charged to statement of profit and loss	**(19,220)**	**(19,063)**
(d)	**MAT credit entitlement**		
	Opening Balance	10,099	10,077
	Add: MAT credit entitlement/(reversal) for earlier years	(2,849)	22
	Less: MAT credit entitlement/(utilisation) for the year	(236)	0
	Closing Balance	**7,014**	**10,099**
(e)	**Deferred tax asset/(Liability)**		
	Opening Balance	29,767	10,411
	Impact of differences in W.D.V. block under Income tax and Books of account	582	(11,767)
	Tax income/(expenses) on other timing differences	21,894	31,123
	Closing balance	**52,243**	**29,767**

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

46 Related Party Disclosures

Names of related parties and related party relationship

Subsidiaries	PVR Pictures Limited
	Zea Maize Private Limited
	P V R Lanka Limited
	SPI Entertainment Projects (Tirupati) Pvt. Limited
Key management personnel	Mr. Ajay Bijli, Chairman cum Managing Director
	Mr. Sanjeev Kumar, Joint Managing Director
	Mrs. Renuka Ramnath, Director
	Mr. Sanjai Vohra, Independent Director
	Mr. Vikram Bakshi, Independent Director
	Ms. Pallavi Shardul Shroff, Independent Director
	Mr. Anish Kumar Saraf - Director (w.e.f. June 08, 2020)
	Mr. Gregory Adam Foster - Independent Director (w.e.f. October 21, 2020)
	Ms Deepa Misra Harris, Independent Director
	Mr. Aruna Siriwardane, Director of a Subsidiary
	Mr. Chirag Gupta, Director of a Subsidiary
	Mr. Ankur Gupta, Director of a Subsidiary (Till June 15, 2021)

Notes

to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Relatives of Key Management Personnel	Ms. Nayana Bijli, Daughter of Mr. Ajay Bijli
	Mr. Satya Narain, Father of Mr. Ankur Gupta (Till June 15, 2021)
Joint Venture	Vkaao Entertainment Private Limited (50% each held by PVR Pictures Limited and Big tree Entertainment Private Limited)
Enterprises over which Key management personnel and their relatives are able to exercise significant influence	PVR Nest
	Priya Exhibitors Private Limited
	Shardul Amarchand Mangaldas & Co.

Particulars	Key Management Personnel and their relatives		Joint Venture		Enterprises owned or significantly influenced by key management personnel or their relatives	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021	**March 31, 2022**	March 31, 2021
Transactions during the year						
Remuneration paid						
Ajay Bijli	642	1,413	-	-	-	-
Sanjeev Kumar	443	1,017	-	-	-	-
Nayana Bijli	10	14	-	-	-	-
Aruna Siriwardane	4	4	-	-	-	-
Chirag Gupta	36	29	-	-	-	-
Ankur Gupta	7	12	-	-	-	-
Sitting fees and commission						
Deepa Misra Harris	33	19	-	-	-	-
Pallavi Shardul Shroff	21	2	-	-	-	-
Gregory Adam Foster	25	-				
Sanjai Vohra	30	31	-	-	-	-
Vikram Bakshi	27	9	-	-	-	-
Rent Expense						
Priya Exhibitors Private Limited	-	-	-	-	402	153
Satya Narain	7	33	-	-	-	-
Professional fees						
Shardul Amarchand Mangaldas & Co.	-	-	-	-	125	175
Sale of Goods						
Chirag Gupta	0	1	-	-	-	-
Loans given						
Ajay Bijli	800	-	-	-	-	-
Loans refunded						
Ajay Bijli	800	-	-	-	-	-
Advance given						
Ajay Bijli	-	400	-	-	-	-
Advance refunded						
Ajay Bijli	-	400	-	-	-	-
Issuance of equity share capital (right issue)						
Ajay Bijli	-	3,719	-	-	-	-
Sanjeev Kumar	-	2,686	-	-	-	-
Sanjai Vohra	-	1	-	-	-	-
Donation given						
PVR Nest	-	-	-	-	7	273
Balance outstanding at the end of the year						
Trade Payable						
Vkaao Entertainment Private Limited	-	-	2	9	-	-
Priya Exhibitors Private Limited	-	-	-	-	5	-
Shardul Amarchand Mangaldas & Co.	-	-	-	-	100	38
Satya Narayan	0	7	-	-	-	-
Ankur Gupta	-	13	-	-	-	-
Trade Receivable						
Chirag Gupta	-	1	-	-	-	-

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(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Key Management Personnel and their relatives		Joint Venture		Enterprises owned or significantly influenced by key management personnel or their relatives	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021	**March 31, 2022**	March 31, 2021
Advance Recoverable						
Chirag Gupta	**11**					
Priya Exhibitors Private Limited	**-**	-	**-**	-	**62**	-
Security Deposits Given						
Priya Exhibitors Private Limited	**-**	-	**-**	-	**166**	166
Satya Narain	**-**	-	**-**	-	**6**	6
Investment in Equity Share Capital						
Vkaao Entertainment Private Limited	-	-	-	-	-	-

Notes:

(a) The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

(b) The financial figures in above note exclude expenses reimbursed to/by related parties

(c) No amount has been provided as doubtful debts or advance/written off or written back in the year in respect of debts due from/to above related parties.

(d) The financial figures in above note excludes GST/Sales tax/Service tax, as applicable.

(e) All transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions and within the ordinary course of business. Outstanding balances at the year end are unsecured and settlement occurs in cash. Transactions relating to dividend, subscriptions for new equity shares are on the same terms and conditions that are offered to other shareholders.

47 Segment Information

Operating Segments:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Chairman of the Company has been identified as being the chief operating decision maker to assess the financial performance and position of the Group and make strategic decisions. The Group is engaged primarily in the business Movie exhibition and Others allied activities (includes Movie production, distribution & gaming etc.).

Chief operating decision maker does not review assets and liabilities at reportable segments level, hence segment disclosure relating to total assets and liabilities have not been provided.

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

Movie exhibition is primarily the main segment and movie production, distribution & gaming etc. are less than 10% and hence aggregated under "Others".

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs. Revenue, expenses, assets and liabilities which relate to the Group as a whole and not allocable to segments on reasonable basis have been included under 'unallocated revenue/expenses/assets/ liabilities'.

Finance costs and fair value gains and losses on financial assets are not allocated to individual segments as the underlying instruments are managed on a Company basis.

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to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Movie exhibition*		Others (includes Movie production, distribution & gaming etc.) **		Elimination		Total	
	March 31, 2022	March 31, 2021	**March 31, 2022**	March 31, 2021	**March 31, 2022**	March 31, 2021	**March 31, 2022**	March 31, 2021
Revenue								
Revenue from operations	**121,042**	21,959	**12,058**	6,042	**-**	-	**133,100**	28,001
Inter segment sales	**77**	9	**3,366**	160	**(3,443)**	(169)	**-**	-
Other income	**31,422**	47,688	**1,790**	155	**(599)**	(909)	**32,613**	46,934
Total Revenue	**152,541**	**69,656**	**17,214**	**6,357**	**(4,042)**	**(1,078)**	**165,713**	**74,935**
Segment Results								
Operating loss	**(68,562)**	(92,856)	**512**	(1,327)	**(21)**	299	**(68,071)**	(93,884)
Income tax	**-**	-	**-**	-	**-**	-	**19,220**	19,063
Net loss before NCI	**-**	**-**	**-**	**-**	**-**	**-**	**(48,851)**	**(74,821)**
Other information								
Total assets	**722,871**	735,843	**9,713**	14,413	**-**	-	**732,584**	750,256
Unallocated assets	**121,019**	117,181	**2,543**	2,331	**-**	-	**123,562**	119,512
Total Allocated Assets	**601,852**	**618,662**	**7,170**	**12,082**	**-**	**-**	**609,022**	**630,744**
Total liabilities	**593,400**	564,748	**2,173**	2,168	**-**	-	**595,573**	566,916
Unallocated liabilities	**151,460**	135,825	**403**	306	**-**	-	**151,863**	136,131
Total allocated liabilities	**441,940**	**428,923**	**1,770**	**1,862**	**-**	**-**	**443,710**	**430,785**
Capital Employed (allocable)	**159,912**	189,739	**5,400**	10,220	**-**	-	**165,312**	199,959
Capital Employed (unallocable)							**(28,301)**	(16,619)
Capital expenditure	**11,726**	11,571	**764**	102	**-**	-	**12,490**	11,673
Depreciation/amortisation	**24,783**	23,061	**1,269**	350	**-**	-	**26,052**	23,411
Provision for doubtful debts and advances	**588**	1,038	**28**	20	**-**	-	**616**	1,058

*Revenue from operations include Income from sale of movie tickets - ₹66,985 Lakhs (March 31, 2021: ₹10,185 Lakhs), Advertisement income - ₹7,207 Lakhs (March 31, 2021: ₹1,780 Lakhs), Convenience fees - ₹7,580 Lakhs (March 31, 2021: ₹3,742 Lakhs), Virtual print fees - ₹1,081 Lakhs (March 31, 2021: ₹200 Lakhs), Movie exhibition portion of Sale of food and beverages - ₹38,173 Lakhs (March 31, 2021: ₹6,049 Lakhs) and Management fees - ₹16 Lakhs (March 31, 2021 - ₹2 Lakhs).

** Revenue from operations include Income from movie production and distribution - ₹8,040 Lakhs (March 31, 2021: ₹3,958 Lakhs), Gaming Income - ₹11 Lakhs (March 31, 2021: ₹6 Lakhs), Food court income - ₹852 Lakhs (March 31, 2021: ₹573 Lakhs) and remaining portion of Sale of food and beverages - ₹3,155 Lakhs (March 31, 2021: ₹1,505 Lakhs)

- **Secondary Segment – Geographical Segment:** Group mainly caters to the needs of the domestic market and the export turnover is less than 10% of the total revenue. Hence no Geographical segment is disclosed.
- The Group does not have revenue more than 10% of total revenue from a single customer.

48 Additional Information pursuant to Schedule III of the Companies Act 2013 - General Instructions for the preparation of consolidated financial statements" for the year ended March 31, 2022:

Name of the Entity	Net assets i.e. Total assets minus total liabilities		Share in Profit or Loss		Share in other comprehensive income (OCI)		Share in Total comprehensive income (OCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated Total comprehensive Income	Amount
Parent Company:								
PVR Limited	101.34	138,848	97.97	(47,835)	18.18	(40)	97.62	(47,875)
Indian Subsidiaries:								
PVR Pictures Limited	4.45	6,097	(1.55)	758	4	(9)	(1.53)	749
Zea Maize Private Limited	(0.17)	(233)	0.49	(241)	(0.45)	1	0.49	(240)
SPI Entertainment Projects (Tirupati) Pvt Limited	-	-	(0.02)	8	-	-	(0.02)	8
Foreign Subsidiaries:								
P V R Lanka Limited	0.22	308	3.11	(1,520)	78	(172)	3.45	(1,692)
Share of Non-Controlling interest								
Zea Maize Private Limited			(0.06)	27	-	-	-0.06	27
Elimination	(5.85)	(8,009)	0.04	(21)	-	-	0.04	(21)
Share of profit/(loss) of Joint venture	-	-	-	-	-	-	-	-
Total	100	137,011	100	(48,824)	100	(220)	100	(49,044)

Notes

to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

General Instructions for the preparation of consolidated financial statements" for the year ended March 31, 2021:

Name of the Entity	Net assets i.e. Total assets minus total liabilities		Share in Profit or Loss		Share in other comprehensive income (OCI)		Share in Total comprehensive income (OCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated Total comprehensive Income	Amount
Parent Company:								
PVR Limited	100.38	1,84,042	96.75	(72,350)	(17.02)	(8)	96.82	(72,358)
Indian Subsidiaries:								
PVR Pictures Limited	2.92	5,347	0.69	(518)	-	-	0.69	(518)
Zea Maize Private Limited	-	7	0.50	(375)	12.77	6	0.49	(369)
SPI Entertainment Projects (Tirupati) Pvt Limited	(0.01)	(8)	-	-	-	-	-	-
Foreign Subsidiaries:								
P V R Lanka Limited	(0.42)	(773)	2.43	(1,820)	104	49	2.37	(1,771)
Share of Non-Controlling interest								
Zea Maize Private Limited	-	-	(0.06)	42	-	-	(0.06)	42
Elimination	(2.88)	(5,275)	(0.40)	301			(0.40)	301
Share of profit/(loss) of Joint venture	-	-	0.08	(59)	-	-	0.08	(59)
Total	**100**	**1,83,340**	**100**	**(74,779)**	**100**	**47**	**100**	**(74,732)**

Note:

There are no subsidiaries which have not been considered in the Consolidated financial statements.

49 During the year ended March 31, 2022, 23,095 (March 31, 2021: 5,709) 0.01% Compulsorily Convertible Preference Shares were converted into 23,095 equity shares of Zea Maize Private Limited.

During the previous year ended March 31, 2021, there was an additional capital infusion of ₹140 Lakhs in Zea Maize Private Limited, ₹70 Lakhs through 0.01% Compulsory convertible preference shares and ₹70 Lakhs through Equity shares.

During the year ended March 31, 2022, there was an additional capital infusion of ₹600 Lakhs (March 31, 2021: Nil) in Zea Maize Private Limited through 60 (March 31, 2021: Nil) 0.01% Compulsory convertible debentures of ₹10,00,000/- each."

50 Estimation of uncertainties relating COVID-19 pandemic:

COVID-19 continued to impact the multiplex operations and the cinema industry at large in FY'2022. The impact of Second wave was seen in the first two quarters of the year. Post wave 2.0 cinema operations resumed from July 30, 2021 with various states allowing cinemas to operate with different capacity restrictions. Regular flow of new content started from the 1st week of November 2021 once the key state of Maharashtra allowed cinemas to operate from 22nd October onwards.

Third wave was the shortest as compared to the previous two waves. It started during the last week of December 2021 and lasted till the first week of February 2022. Majority of our properties were operational during early Q4 FY' 2022 (with exception of Delhi and Haryana which were shut during January 2022) with various capacity restrictions but with limited or no content. Restrictions on cinema operations started easing from the 1st week of February 2022 and by the first week of March 2022, all restrictions were eased. New content started to release in theatres during the second half of February 2022 and the month of March 2022 saw a fabulous performance of movies at Cinemas and strong recovery in footfalls. The Group witnessed EBITDA losses for the year. Given the high fixed cost nature of the business and that no new content got released during a large part of the year, the Company saw operational losses for the 12 months.

During the year, the Group has deftly managed its operations and mitigated the impact of the pandemic. Looking at how admissions have come back in March 2022 and the sustenance of ATP and SPH at elevated levels compared to pre pandemic levels, reflects the strong business model of the Group and the affinity of the consumer to come back to theatres.

We have carried out an assessment of the appropriateness of going concern, impairment of assets and other related aspects and we believe that there is no impact on the same. We believe that the pandemic may adversely impact the business in the short-term, but the long-term drivers of the business are intact and we do not anticipate any material medium to long-term risks to the business.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2022

(₹ in lakhs, except for per share data and if otherwise stated)

51 During the previous year, upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Parent Company in their meeting dated June 02, 2021 had approved remuneration of ₹642 Lakhs and ₹443 Lakhs paid to Mr. Ajay Bijli, Chairman & Managing Director and Mr. Sanjeev Kumar, Joint Managing Director, respectively, during the Financial Year 2020-21. The same was in accordance with the minimum remuneration as was originally approved by the shareholders vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 and in view of the inadequacy of profits for the Financial Year 2020-21, Shareholder's approval was taken in the AGM held on September 28, 2021 for the above mentioned remuneration.

52 Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Parent Company in their meeting dated May 09, 2022 has approved remuneration of ₹642 Lakhs and ₹443 Lakhs paid to Mr. Ajay Bijli, Chairman & Managing Director and Mr. Sanjeev Kumar, Joint Managing Director, respectively, during the Financial Year 2021-22. The same is in accordance with the minimum remuneration as was originally approved by the shareholders vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 and in view of the inadequacy of profits for the Financial Year 2021-22, the Parent Company shall seek approval of the shareholders by way of special resolution in its forthcoming Annual General Meeting for the above mentioned remuneration.

53 Other statutory information:

(i) The Group do not have any transactions with companies struck off.

(ii) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iii) The Group have not any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(iv) The Group do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

(v) The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of PVR Limited

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: May 09, 2022

Place: Gurugram
Date: May 09, 2022

Note

PVR Limited
Registered Office: 61, Basant Lok, Vasant Vihar, New Delhi 110 057, India
Corporate Office: Block A, 4th Floor, Building No. 9A, DLF Cyber City,
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Corporate Identity Number: L74899DL1995PLC067827

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